

Virendra D. Mhaikar

Dated: 16th September 2016

To,

Listing Department

Corporate Relationship Department, BSE Limited P.J. Towers, 1st Floor, Dalal Street, Mumbai - 400 023. <i>Fax No: 22722037/ 39/ 41</i>	✓ National Stock Exchange of India Limited Exchange Plaza Bandra – Kurla Complex, Bandra (East) Mumbai – 400 051 <i>Fax No: 66418125/ 26</i>
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Scrip Code: 532947

Symbol: IRB

Dear Sir,

Sub: Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 [“SEBI (SAST) Regulations, 2011]

I, Virendra Dattatraya Mhaikar, hereby intimates that I, being one of the promoters of IRB Infrastructure Developers Limited (“the Company”), wish to acquire certain shares from another promoter of the Company. Accordingly, please find attached the requisite disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

Kindly take the same on your record and acknowledge the receipt.

Thanking you,



Virendra Dattatraya Mhaikar

Virendra D. Mhaiskar

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	IRB Infrastructure Developers Limited
2.	Name of the acquirer(s)	Virendra Dattatraya Mhaiskar
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Virendra Dattatraya Mhaiskar Jointly with Deepali Virendra Mhaiskar.
	b. Proposed date of acquisition	On or after 23.09.2016
	c. Number of shares to be acquired from each person mentioned in 4(a) above	10,62,60,205
	d. Total shares to be acquired as % of share capital of TC	30.24 %
	e. Price at which shares are proposed to be acquired	NIL
	f. Rationale, if any, for the proposed transfer	Inter se transfer amongst promoters
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10 (1) (a) (ii) of SAST Regulation, 2011
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 224.93/-
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Yes, attached as per annexure - A

Virendra D. Mhaiskar

9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)					Yes, attached as per annexure – A
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.					Yes, attached as per annexure - B
10.	Declaration by the acquirer that all the conditions specified under regulation 10 (1) (a) with respect to exemptions has been duly complied with.					Yes, attached as per annexure - A
11.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)				
		Virendra Dattatraya Mhaiskar	1000	0.00 %	10,62,60,205	30.24%
	b	Seller (s)				
		Virendra Dattatraya Mhaiskar Jointly with Deepali Virendra Mhaiskar	11,19,68,220	31.86 %	57,08,015	1.62 %

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



Virendra D. Mhaiskar

Date: 16th September 2016
Place: Mumbai

Virendra D. Mhaiskar

Dated: 16th September 2016

Annexure -A

To

Corporate Relationship Department, BSE Limited P.J. Towers, 1st Floor, Dalal Street, Mumbai - 400 023. <i>Fax No: 22722037/ 39/ 41</i>	✓ National Stock Exchange of India Limited Exchange Plaza Bandra – Kurla Complex, Bandra (East) Mumbai – 400 051 <i>Fax No: 66418125/ 26</i>
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Dear Sir,

Sub: Annexure referred to in point. 8, 9 and 10 of the Disclosure being made under regulation 10(5) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 [“SEBI (SAST) Regulations, 2011]

I, Virendra Dattatraya Mhaiskar, the Acquirer, hereby declare and confirm in respect of the proposed inter se transfer of shares amongst promoters that:

- i) The acquisition price would not be higher by more than 25 % of the price computed in point 6 of the Disclosure being given under Regulation 10(5) of the SEBI (SAST) Regulations, 2011.
- ii) The transferor, Virendra Dattatraya Mhaiskar jointly with Deepali Virendra Mhaiskar and the transferee, viz., Virendra Dattatraya Mhaiskar has complied (during 3 years prior to the date of proposed acquisition) with the applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).
- iii) All the conditions specified under Regulation 10(1)(a)(ii) of the SEBI (SAST) Regulations, 2011 with respect to exemptions have been duly complied with.

Kindly take the same on your record and acknowledge the receipt.

Thanking you,



Virendra Dattatraya Mhaiskar

Annexure B

Details regarding Disclosures under applicable regulations –
Seller: Virendra Dattatraya Mhaikar jointly with Deepali Virendra Mhaikar

S No	Year	Applicable Regulation	No. of Regulation	As on	Due Date	Date of Disclosure
1	2013	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	31(1)	01-07-2013	10-07-2013	02-07-2013
2	2013	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	31(1)	01-08-2013	12-08-2013	02-08-2013
3	2013	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	31(2)	26-11-2013	05-12-2013	02-12-2013
4	2014	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	31(2)	28-03-2014	08-04-2014	01-04-2014
5	2014	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	30(1) & 30(2)	31-03-2014	09-04-2014	07-04-2014
6	2014	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	31(2)	14-08-2014	26-08-2014	20-08-2014
7	2015	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	30(1) & 30(2)	31-03-2015	09-04-2015	08-04-2015
8	2016	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	30(1) & 30(2)	31-03-2016	11-04-2016	08-04-2016

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Annexure B

Details regarding Disclosures under applicable regulations –

Acquirer: Virendra Dattatraya Mhaiskar

S No	Year	Applicable Regulation	No. of Regulation	As on	Due Date	Date of Disclosure
1	2014	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	30(1) & 30(2)	31-03-2014	09-04-2014	07-04-2014
2	2015	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	30(1) & 30(2)	31-03-2015	09-04-2015	08-04-2015
3	2016	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011	30(1) & 30(2)	31-03-2016	11-04-2016	08-04-2016

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[B] PROMOTER(S) GROUP													
Dattatray P. Mhaikar	3295908	0.99	0.99	2917838	0.88	-	-	-	-	-	-	2917838	0.88
Ideal Toll And Infrastructure Private Limited	2496482	0.75	0.75	2494192	0.75	-	-	-	-	-	-	2494192	0.75
J. D. Mhaikar	85000	0.03	0.03	85000	0.03	-	-	-	-	-	-	85000	0.03

(**) The names of all the promoters, their shareholding in the target Company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total Share capital to be taken as per the latest filing done by the company to the stock exchange under clause 35 of the listing agreement. Diluted share/voting capital means total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the Authorized Signatory



Virendra D. Mhaikar

Place: Mumbai

Date: 02/12/2013