IITL GROUP | **INDUSTRIAL INVESTMENT TRUST LIMITED**

October 29, 2013

To,
The Manager,
Listing Department
Bombay Stock Exchange Ltd
P. J. Towers,
Dalal Street, Fort,
Mumbai 400001

BSE Code:- 501295

To,
The Manager,
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (East) Mumbai 400051

NSE Scrip Symbol: IITL

Dear Sir/Madam,

Sub.: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we provide herewith the information received by us from N. N. Financial Services Pvt. Limited and Nimbus (India) Limited.

This is for your information and record.

Kindly acknowledge the receipt.

Thanking you

Yours sincerely

For Industrial Investment Trust Limited

Mrs. Cumi Banerjee
CEO and Company Secretary

INDUSTRIAL INVESTMENT TRUST LTD. BOMBAY.

Encl.: As above

N. N Financial Services Pvt . Ltd.

Regd. Office : 2J, 2nd Floor, DCM Building, 16, Barakhamba, New Delhi - 110001
Phones : 43596991-93, Fax : 43596990, e-mail : nn1991@gmail.com

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	**Industrial Investment Trust Ltd**		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Acquirer** N.N. Financial Services Pvt. Ltd. **PACs** Nimbus (India) Limited Bipin Agarwal Swaran Singh		
Whether the acquirer belongs to Promoter / Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(1) Bombay Stock Exchange Limited (2) National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights			
Acquirer			
N.N. Financial Services Pvt. Ltd	5787960	27.86	25.67
PACs			
Nimbus (India) Limited	1713427	8.25	7.60
Bipin Agarwal	25000	0.12	0.11
Swaran Singh	25000	0.12	0.11
Total	**7551387**	**36.34**	**33.49**
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
Acquirer			
N.N. Financial Services Pvt. Ltd	0	0	0
PACs			
Nimbus (India) Limited	0	0	0
Bipin Agarwal	0	0	0
Swaran Singh	0	0	0
c) Voting rights (VR) otherwise than by shares	Not Applicable		
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
Compulsorily Convertible Preference Shares			
Acquirer			
N.N. Financial Services Pvt. Ltd	1300000	N. A.	5.77
PACs			
Nimbus (India) Limited	470000	N. A.	2.08
Bipin Agarwal	0	N. A.	N. A.
Swaran Singh	0	N. A.	N. A.
Total	**1770000**	**N.A.**	**7.85**
e) Total (a+b+c+d)	**9321387**	**36.34**	**41.34**

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Details of acquisition/~~sale~~			
a) Shares carrying voting rights acquired/~~sold~~			
Acquirer			
N.N. Financial Services Pvt. Ltd	850000	3.89	3.77
PACs			
Nimbus (India) Limited	200000	0.92	0.89
Bipin Agarwal	0	0.00	0.00
Swaran Singh	0	0.00	0.00
b) VRs acquired /sold otherwise than by shares	Not Applicable		
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	N.A.	N.A.
d) Shares encumbered / invoked/released by the acquirer	Nil	N.A.	N.A.
e) Total (a+b+c+d)	**1050000**	**4.81**	**4.66**
After the acquisition / ~~sale~~, holding of:			
a) Shares carrying voting rights			
Acquirer			
N.N. Financial Services Pvt. Ltd	6637960	30.41	29.44
PACs			
Nimbus (India) Limited	1913427	8.77	8.49
Bipin Agarwal	25000	0.11	0.11
Swaran Singh	25000	0.11	0.11
Total	**8601387**	**39.41**	**38.15**
b) Shares encumbered with the acquirer	Nil	N. A.	N. A.
c) VRs otherwise than by shares	Not Applicable		
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
Compulsorily Convertible Preference Shares			
Acquirer			
N.N. Financial Services Pvt. Ltd	450000	N. A.	2.00
PACs			
Nimbus (India) Limited	270000	N. A.	1.20
Bipin Agarwal	0	N. A.	0.00
Swaran Singh	0	N. A.	0.00
Total	**720000**	**N.A.**	**3.19**
e) Total (a+b+c+d)	**9321387**	**39.41**	**41.34**
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Conversion of 10,50,000, 10% Compulsorily Convertible Preference Shares into Equity Shares		
Date of acquisition / ~~sale of shares~~ / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of Allotment of Equity Shares upon Conversion of 10,50,000, 10% Compulsorily Convertible Preference Shares: October 29, 2013		

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Equity share capital / total voting capital of the TC before the said acquisition / sale	**2,07,77,550 shares**
Equity share capital / total voting capital of the TC after the said acquisition / sale	**2,18,27,550 shares**
Total diluted share / voting capital of the TC after the said acquisition / sale	**2,25,47,550 shares**

(*) Total share capital/ voting 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 the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For N.N. Financial Services Pvt. Ltd.

Director

Place: Delhi
Date: October 29, 2013

NIMBUS (INDIA) LIMITED

NIMBUS

REGD. OFFICE : 313-315, Vikas Deep Building, District Centre, Laxmi Nagar, Delhi-110092,
Email : nimbusindialtd@gmail.com, Website : www.nimbusgroup.net,
Phones : 011 - 43020300 - 330, Fax : 011 - 22424291

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Total	**7551387**	**36.34**	**33.49**
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
Acquirer			
Nimbus (India) Limited	0	0	0
PACs			
N.N. Financial Services Pvt. Ltd	0	0	0
Bipin Agarwal	0	0	0
Swaran Singh	0	0	0
c) Voting rights (VR) otherwise than by shares	Not Applicable		

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For NIMBUS INDIA LTD.

Director

d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
Compulsorily Convertible Preference Shares			
Acquirer			
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d) Shares encumbered / invoked/released by the acquirer	Nil	N.A.	N.A.
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b) Shares encumbered with the acquirer	Nil	N. A.	N. A.

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For NIMBUS INDIA LTD.

Director

c) VRs otherwise than by shares	Not Applicable		
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Acquirer			
Nimbus (India) Limited	270000	N. A.	1.20
PACs			
N.N. Financial Services Pvt. Ltd	450000	N. A.	2.00
Bipin Agarwal	0	N. A.	0.00
Swaran Singh	0	N. A.	0.00
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For Nimbus (India) Limited

Director
Place: Delhi
Date: October 29, 2013