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**GRAGERIOUS PROJECTS PRIVATE LIMITED**

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December 3, 2013

**Scrip Code – 534597**

**IBIPL**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Limited**

'Exchange Plaza'  
Bandra Kurla Complex,  
Bandra (East)  
Mumbai - 400 051

**Sub: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended**

Dear Sirs,

We, Gragerious Projects Private Limited, enclose a disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, pursuant to our acquisition of Equity shares and allotment of Warrants convertible into equivalent number of equity shares of face value Rs. 2/- each, of Indiabulls Infrastructure and Power Limited (the Company), on preferential basis.

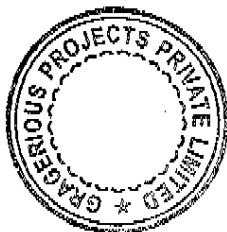
This is for your information and record.

Thanking you,

Yours truly,

**For Gragerious Projects Private Limited**

  
**Suresh Jain**  
**Authorized Signatory**



Encl: as above

CC:

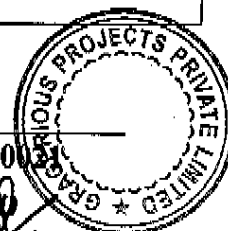
The Board of Directors  
**Indiabulls Infrastructure and Power Limited**  
M-62 & 63, 1<sup>st</sup> Floor, Connaught Place,  
New Delhi – 110 001

## GRAGERIOUS PROJECTS PRIVATE LIMITED

### DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

|                                                                       |                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                              |                                                         |
|-----------------------------------------------------------------------|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|---------------------------------------------------------|
| 1                                                                     | Name of the Target Company (TC)                                                      | <b>Indiabulls Infrastructure and Power Limited</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                              |                                                         |
| 2                                                                     | Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer       | <b>Acquirer:</b><br>Gragerious Projects Private Limited<br><br><b>PACs:</b> Mr. Sameer Gehlaut, Mr. Rajiv Rattan, Mr. Saurabh Kumar Mittal, Mr. Narendra Gehlaut, Yantra Energetics Private Limited, Kritikka Infrastructure Private Limited, Jyestha Infrastructure Private Limited, Punarvasu Builders And Developers Private Limited, Powerscreen Media Private Limited, Daisy Projects Private Limited, Laurel Energetics Private Limited, Dahlia Infrastructure Private Limited, Karanbhumi Estates Private Limited, Meru Minerals Private Limited, Spire Constructions Private Limited, Ceres Trading Services Private Limited, Galax Minerals Private Limited, Nettle Constructions Private Limited, Lucerne Trading Services Private Limited. |                                                                              |                                                         |
| 3                                                                     | Whether the acquirer belongs to Promoter/Promoter group                              | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                              |                                                         |
| 4                                                                     | Name(s) of the Stock Exchange(s) where the shares of TC are Listed                   | BSE Limited<br>National Stock Exchange of India Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                              |                                                         |
| 5                                                                     | Details of the acquisition / disposal as follows                                     | No. of shares<br>(Equity Shares of face value Rs. 2/- each)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | % w. r. t. total share (paid-up capital)/voting capital, wherever applicable | % w. r. t. total diluted share/voting capital of the TC |
| <b><u>Before the acquisition under consideration, holding of:</u></b> |                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                              |                                                         |
| a)                                                                    | Shares carrying voting rights                                                        | <b>Acquirer:</b><br>56,041,849<br><br><b>PACs:</b><br>411,833,807                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 4.40%*<br><br>32.36%*                                                        | 4.40%*<br><br>32.36%*                                   |
| b)                                                                    | Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Nil                                                                          | Nil                                                     |
| c)                                                                    | Voting rights (VRs) otherwise than by shares                                         | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Nil                                                                          | Nil                                                     |
| d)                                                                    | Warrants/convertible securities/any other instrument that entitles the acquirer to   | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Nil                                                                          | Nil                                                     |

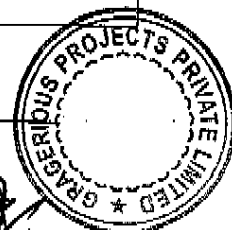
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## GRAGERIOUS PROJECTS PRIVATE LIMITED

|                                                 |                                                                                                                                                                                      |                                                                                                                                                                          |               |               |
|-------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
|                                                 | receive shares carrying voting rights in the TC (specify holding in each category)                                                                                                   |                                                                                                                                                                          |               |               |
| e)                                              | <b>Total (a + b + c+d)</b>                                                                                                                                                           | <b>467,875,656</b>                                                                                                                                                       | <b>36.76%</b> | <b>36.76%</b> |
| <b>Details of acquisition / sale:</b>           |                                                                                                                                                                                      |                                                                                                                                                                          |               |               |
| a)                                              | Shares carrying voting rights acquired/sold                                                                                                                                          | <u><b>Acquirer:</b></u><br>3,840,054                                                                                                                                     | 0.25%**       | 0.25%**       |
|                                                 |                                                                                                                                                                                      | <u><b>PACs:</b></u><br>3,845,846                                                                                                                                         | 0.26%**       | 0.26%**       |
| b)                                              | VRs acquired/ <del>sold</del> otherwise than by shares                                                                                                                               | Nil                                                                                                                                                                      | Nil           | Nil           |
| 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 | <u><b>Acquirer:</b></u><br>24,488,268<br>Warrants convertible into equivalent number of equity shares ("Warrants")<br><br><u><b>PACs:</b></u><br>210,904,732<br>Warrants | 1.62%**       | 1.62%**       |
| d)                                              | Shares encumbered / invoked / released by the acquirer                                                                                                                               | Nil                                                                                                                                                                      | Nil           | Nil           |
| e)                                              | <b>Total (a + b + c + d)</b>                                                                                                                                                         | <b>7,685,900 shares and 235,393,000 Warrants</b>                                                                                                                         | <b>16.11%</b> | <b>16.11%</b> |
| <b>After the acquisition /sale, holding of:</b> |                                                                                                                                                                                      |                                                                                                                                                                          |               |               |
| a)                                              | Shares carrying voting rights                                                                                                                                                        | <u><b>Acquirer:</b></u><br>59,881,903<br><u><b>PACs:</b></u><br>415,679,653                                                                                              | 3.97%**       | 3.97%**       |
|                                                 |                                                                                                                                                                                      |                                                                                                                                                                          | 27.56%**      | 27.56%**      |
| b)                                              | Shares encumbered with the acquirer                                                                                                                                                  | Nil                                                                                                                                                                      | Nil           | Nil           |
| c)                                              | VRs otherwise than by shares                                                                                                                                                         | Nil                                                                                                                                                                      | Nil           | Nil           |
| d)                                              | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in                                                          | <u><b>Acquirer:</b></u><br>24,488,268<br>Warrants                                                                                                                        | 1.62%**       | 1.62%**       |

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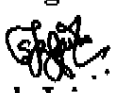
## GRAGERIOUS PROJECTS PRIVATE LIMITED

|    |                                                                                                                                           |                                                                                                                                                    |               |               |
|----|-------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
|    | the TC (specify holding in each category) after acquisition                                                                               | <b>PACs:</b><br>210,904,732<br>Warrants                                                                                                            | 13.98%**      | 13.98%**      |
| e) | <b>Total (a + b + c + d)</b>                                                                                                              | <b>710,954,556<br/>(475,561,556<br/>equity shares<br/>and 235,393,000<br/>Warrants)</b>                                                            | <b>47.13%</b> | <b>47.13%</b> |
| 6  | Mode of acquisition /-sale (e.g. open market/off-market/public issue/rights issue/preferential allotment / <i>inter-se</i> transfer etc.) | Acquisition of equity shares from Open Market. Preferential allotment of Warrants convertible into equivalent number of equity shares ("Warrants") |               |               |
| 7  | Date of acquisition/-sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable                   | From November 3, 2013 to November 8, 2013 for equity shares. Warrants have been allotted on December 2, 2013.                                      |               |               |
| 8  | Equity share capital (Paid up capital) / total voting capital of the TC before the said acquisition / <del>sale</del>                     | Rs. 254,59,13,360/- (comprising 127,29,56,680 Equity shares of face value Rs. 2/- each)                                                            |               |               |
| 9  | Equity share capital (Paid up capital) / total voting capital of the TC after the said acquisition / <del>sale</del>                      | Rs. 254,59,13,360/- (comprising 127,29,56,680 Equity shares of face value Rs. 2/- each)                                                            |               |               |
| 10 | Total diluted share/ voting capital of the TC after the said acquisition / <del>sale</del>                                                | Rs. 3,016,699,360/- (comprising 150,83,49,680 Equity shares of face value Rs. 2/- each)                                                            |               |               |

\* Percentage has been computed on Pre-acquisition paid-up capital of Indiabulls Infrastructure and Power Limited (TC), as given above in para 8 of this report, which is also the pre-acquisition diluted capital.

\*\* Percentage has been computed on post-acquisition share capital of TC, assuming full conversion of 235,393,000 Warrants into equivalent number of equity shares, as given above in para 10 of this report.

For Gragerious Projects Private Limited

  
Suresh Jain  
Authorized Signatory

Date: December 3, 2013  
Place: Mumbai



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