

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)	Hinduja Ventures Ltd.
2.	Name of the acquirer(s)	Hinduja Group Ltd. Hinduja Realty Ventures Ltd. (As partners of Aasia Exports)
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	Hinduja Group Ltd. Hinduja Realty Ventures Ltd. (As partners of Hinduja Estate Developers)
	b. Proposed date of acquisition	On or after 21 st May, 2015.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	2,00,000
	d. Total shares to be acquired as % of share capital of TC	0.97%
	e. Price at which shares are proposed to be acquired	Price Band of Rs. 400-Rs.500
	f. Rationale, if any, for the proposed transfer	Inter se transfer
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii)
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. 425/- (Rupees Four Hundred and Twenty Five only) (NSE normal market)
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.	Not Applicable as there is no acquisition.

9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)		It is confirmed that all the conditions specified under Chapter V of the Takeover Code as per the timelines prescribed thereunder as well as corresponding provisions of the repealed SEBI (SAST) Regulations, 1997 have been complied with.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		It is confirmed that all the conditions specified under Regulation 10(1)(a) with respect to exemptions have been complied with.			
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)(*)	1,43,39,505	69.75	1,45,39,505	70.71
		Ashok P. Hinduja	31,600	0.15	31,600	0.15
		Harsha A. Hinduja	16,695	0.08	16,695	0.08
		Harsha A. Hinduja & Ashok P. Hinduja	5,57,498	2.71	5,57,498	2.71
		Ashok P. Hinduja & Harsha A. Hinduja	45,313	0.22	45,313	0.22
		Vinoo Srichand Hinduja	61,065	0.30	61,065	0.30
		Ambika Ashok Hinduja	1,77,242	0.86	1,77,242	0.86
		Shom A. Hinduja	1,40,007	0.68	1,40,007	0.68
		Shanoo S. Mukhi	955	0.00	955	0.00
		Ashok P. Hinduja, (as the registered account holder and Karta of HUF A. P. Hinduja HUF)	54,327	0.26	54,327	0.26
		Ashok P. Hinduja, [as the registered account holder & Karta of S. P. Hinduja HUF (bigger)]	5,32,483	2.59	5,32,483	2.59

		Hinduja Group Ltd.	55,52,449	27.01	55,52,449	27.01
		Hinduja Properties Ltd.	1,72,843	0.84	1,72,843	0.84
		Hinduja Group Ltd. jointly with Hinduja Realty Ventures Pvt. Ltd. (as the registered account holder & partners of Aasia Exports)	31,34,722	15.25	33,34,722	16.22
		Hinduja Group Ltd. jointly with Hinduja Realty Ventures Pvt. Ltd. (as the registered account holder & partners of Aasia Corporation)	11,00,879	5.36	11,00,879	5.36
		Amas Mauritius Ltd.	27,61,427	13.43	27,61,427	13.43
	b	Seller (s)	2,00,000	0.97%	NIL	NIL

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.

For Hinduja Group Ltd.
(As partner of Aasia Exports)



Director

For Hinduja Realty Ventures Ltd.
(As partner of Aasia Exports)



Director / Authorised Signatory

Place: Mumbai
Date: 14th May, 2015