



REF:SEL:BSE:11-12/7749

March 21, 2012

Bombay Stock Exchange Limited
Department of Corporate Services
P.J. Tower
Dalal Street
Mumbai

Dear Sir,

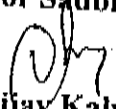
Please find the following information as follows.

1. Information to be given by the company under regulation 13 (6) of SEBI (Prohibition of Insider Trading) Regulation 1992 in specified format in respect of the information received under sub regulation 13(3) from the acquirer (HDFC Mutual Fund)
2. The Copy of Information received from the acquirer (HDFC Mutual Fund) in this regards.

Kindly acknowledge the above documents and take on records.

Thanking You,

For Sadbhav Engineering Limited.


Vijay Kalyani
Company Secretary

✓ **National Stock Exchange of India Limited**
Exchange Plaza
Bandra Kurla Complex
Bandra(E)
Mumbai - 400 051.

Sadbhav Engineering Limited

Regd Office : "Sadbhav House"
Opp. Law Garden Police Chowki,
Ellisbridge, Ahmedbad-380006.
T : +91 79 26463384 F : +91 79 26400210
Web : www.sadbhaveng.com



By Fax and Hand Delivery - No. of pages = 1 + 16 = 17

March 21, 2012

Mr. Vijaybhai Jamnadas Kalyani
Co. Secretary & Compliance Officer
Sadbhav Engineering Limited
"Sadbhav House",
Opp. Law Garden Police Chowki,
Balsarbridge,
Ahmedabad - 380 006.
Tel: 079-2646 3384 / 2640 5687
Fax : 079-2640 0210

Dear Sir,

Sub: Disclosure pursuant to Regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We refer to our letter dated September 26, 2008 wherein we had informed that the holding of the Schemes of HDFC Mutual Fund in Sadbhav Engineering Limited ("the Company") as on September 25, 2008 was 7.210% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs.125,000,000/- comprising 125,00,000 equity shares of Rs.10/- each).

Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that as of March 19, 2012 there has been a decrease in the shareholding of the Company by the Schemes of HDFC Mutual Fund by 2.036% vis-à-vis the percentage holdings reported on September 25, 2008. As on March 19, 2012, the aggregate holding of the Schemes of HDFC Mutual Fund in the Company is 5.174% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs.15,03,67,800/- comprising 15,03,67,800 equity shares of Re.1/- each).

As per Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, please find enclosed the details of change in the shareholding as prescribed in Form C.

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in Annexure B.

Thanking you,

Yours faithfully,
For HDFC Asset Management Company Limited


Omesh Bhokade
Senior Manager - Compliance

and As above



HDFC Asset Management Company Limited
A Joint Venture with Standard Life Investments

Compliance Department: 3rd Floor, Mistry Bhawan, 122, Backbay Reclamation, Dinkhwa Vachha Road, Churchgate, Mumbai - 400 020.
Tel: 6631 8233 Fax: 6658 0203 Website: www.hdfcfund.com
Registered Office: Ramch House, 3rd floor, H.T. Parekh Marg, 169, Backbay Reclamation, Churchgate, Mumbai 400 020.



C.C.

1. Listing Department

National Stock Exchange of India LimitedExchange Plaza,
Bandra - Kurla Complex
Bandra (E)Mumbai - 400 051

Tel.: 022- 2659 8190 / Fax: 022- 2659 8191

2. Listing Department

Bombay Stock Exchange LimitedPhiroze Jeejeebhoy Towers
Dalal StreetMumbai - 400 023

Fax: 022-2272 1919



Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (Regulation 13 (3) and (4))
 Regulation 13(3) - Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

Name & address of shareholders	Shareholding prior to acquisition/sale \$	No. & % of shares/voting rights acquired/sold \$	Receipt of allotment advice/acquisition of shares/sale of shares-specify	Date of information to company	Mode of acquisition on purchase /public/rights/preferential offer etc.)
HDFC Trustee Company Limited A/C - HDFC Balanced Fund	27,445 shares amounting to 0.018% of the paid up share capital	Purchased (rights) of 1,572 equity shares amounting to 0.001% of the paid up share capital.	Purchase	March 21, 2012	Rights Issue
		2,59,353 equity shares amounting to 0.172% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1	Sub-division		Corporate Action
		41,160 equity shares amounting to 0.027% of the paid up equity share capital allotted upon exercise of warrants	Conversion of Warrants		Corporate Action
		Purchase of 2,24,424 equity shares amounting to 0.149% of the paid up share capital.	Purchase		Market Purchase
		Purchased (rights) of 4,171 equity shares amounting to 0.003% of the paid up share capital	Purchase		Rights Issue
		7,88,355 equity shares amounting to 0.524% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1	Sub-division		Corporate Action
HDFC Trustee Company Limited A/C - HDFC Core & Satellite Fund	N.A.				

Address of Shareholder: HDFC Mutual Fund, PAN No. AAATF1306A, Ramon House, 3rd Floor, H. T. Parekh Marg, 159 Backbay Reclamation, Churchgate, Mumbai - 400 020, Tel - 022 - 66316333





Sl. No.	Name of the Company	Details of the transaction	Details of the transaction	Date of information	Mode of acquisition
1	HDFC Trustee Company Limited A/C - HDFC Children's Gift Fund - Savings Plan	4,000 shares amounting to 0.003% of the paid up share capital	1,25,130 equity shares amounting to 0.083% of the paid up equity share capital allotted upon exercise of warrants		Conversion of Warrants
2			Sale of 4,00,000 equity shares amounting to 0.266% of the paid up share capital		Sale
3			Purchased (rights) of 200 equity shares amounting to 0.000% of the paid up share capital		Purchase
4			37,800 equity shares amounting to 0.025% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1		Sub-division
5			6,000 equity shares amounting to 0.004% of the paid up equity share capital allotted upon exercise of warrants		Conversion of Warrants
6			Purchased (rights) of 7,692 equity shares amounting to 0.005% of the paid up share capital		Purchase
7			14,53,878 equity shares amounting to 0.967% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1		Sub-division

Address of Shareholder: HDFC Mutual Fund, PAN No. AAAT-H389A, Ramon House, 3rd Floor, H. V. Parvathi Marg, 168 Backbay Reclamation, Churchgate, Mumbai - 400 020, Tel. - 931 - 66316333





Name of Shareholder	Shareholding pattern as on 31.03.2012	No. of shares/units held	Details of allotment/creation of shares/sale of shares - specify	Date of Information	Mode of acquisition on purchase/public rights/preferential offer etc.)
HDFC Trustee Company Limited A/C - HDFC Long Term Equity Fund	2,91,000 shares amounting to 0.194 % of the paid up share capital.		2,30,768 equity shares amounting to 0.153% of the paid up equity share capital allotted upon exercise of warrants	March 21, 2012	Corporate Action
			Purchase of 4,34,011 equity shares amounting to 0.289% of the paid up share capital.		Market Purchase
			Inter Scheme Purchase of 4,00,000 equity shares amounting to 0.266% of the paid up share capital.		Inter Scheme Purchase
			Purchased (rights) of 14,574 equity shares amounting to 0.010% of the paid up share capital		Rights Issue
			25,97,193 equity shares amounting to 1.727% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1		Corporate Action
			4,37,220 equity shares amounting to 0.291% of the paid up equity share capital allotted upon exercise of warrants		Corporate Action
			Purchase of 25,89,841 equity shares amounting to 1.722% of the paid up share capital.		Market Purchase
			Sale of 42,45,009 equity shares amounting to 2.824% of the paid up share capital.		Market Sale

Address of Shareholder: HDFC Mutual Fund, PAN No: AAATH1829A, Ramon House, 3rd Floor, H. T. Parekh Marg, 169 Backbay Reclamation, Churchgate, Mumbai - 400 020, Tel - 622 - 66316333





Name of the Shareholder	Number of Shares Held	Particulars of the Transaction	Percentage of Shareholding	Mode of Acquisition	Date of Acquisition	Mode of Acquisition (Market purchase/public rights/preferential offer etc.)
HDFC Trustee Company Limited A/C - HDFC Infrastructure Fund	4,24,911 shares amounting to 3.399 % of the paid up share capital.	up share capital.			March 21, 2012	
		Inter Scheme Sale of 4,00,000 equity shares amounting to 0.266% of the paid up share capital.	Sale	Inter Scheme Sale		
		Purchase of 85,000 equity shares amounting to 0.057% of the paid up share capital.	Purchase	Market Purchase		
		Purchased (rights) of 13,400 equity shares amounting to 0.009% of the paid up share capital.	Purchase	Rights Issue		
		32,97,600 equity shares amounting to 2.193% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1	Sub-division	Corporate Action		
HDFC Trustee Company Limited A/C - HDFC MF Monthly Income Plan - Short Term Plan	Nil	4,02,000 equity shares amounting to 0.267% of the paid up equity share capital allotted upon exercise of warrants	Conversion of Warrants	Corporate Action		
		Sale of 15,56,911 equity shares amounting to 1.035% of the paid up share capital	Sale	Market Sale		
		Purchase of 2,500 equity shares amounting to 0.002% of the paid up share capital.	Purchase	Market Purchase		
		Purchased (rights) of 125 equity shares amounting to 0.000% of the paid up share capital	Purchase	Rights Issue		

Address of Shareholder: HDFC Mutual Fund, PAN No. AAATH809A, Ramon House, 3rd Floor, H. T. Parekh Marg, 169 Backbay Reclamation, Churchgate, Mumbai - 400 023, Tel. - 622 - 66216333



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Sl. No.	Name of the Shareholder	Number of Shares/Equity Shares	Mode of Acquisition	Particulars of the Transaction	Date of Transaction	Mode of Acquisition (Market purchase/public rights/preferential offer etc.)
				23,825 equity shares amounting to 0.016% of the paid up equity share capital allotted upon sub-division of face value of Rs. 10 to Rs. 1	March 21, 2012	Corporate Action
				3,750 equity shares amounting to 0.002% of the paid up equity share capital allotted upon exercise of warrants		
TOTAL		9,01,296 equity shares amounting to 0.599% of the paid up equity share capital comprising 15,03,67,800 equity shares of Re.1/- each)				Corporate Action

Note - As on September 25, 2008, the aggregate holding of the Schemes of HDFC Mutual Fund was 7.210% of the Paid-up share capital of Rs. 125,000,000 comprising 125,00,000 equity shares of Rs.10/- each. Since the last reporting on September 25, 2008 the percentage decrease in holding as on March 19, 2012 is 2.036% (7.210% - 5.174%).



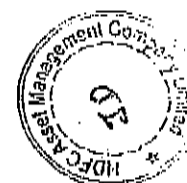
For, SADBHAV ENGINEERING LIMITED

COMPANY SECRETARY

Address of Shareholder: HDFC Mutual Fund, PAN No.: AAAT-H1896A, Eamon House, 5th Floor, H. P. Pooch Marg, 169 Backbay Reclamation, Churchgate, Mumbai - 400 020, Tel - 022 - 66316393

Scheme	No. of Shares	% of the paid up share capital \$	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
HDFC Balanced Fund	3,29,330	0.219	Details in Annexure A					
HDFC Core & Satellite Fund	7,42,080	0.494	Details in Annexure B					
HDFC Children's Gift Fund-Savings Plan	48,000	0.032	Details in Annexure C					
HDFC Tax-Saver	26,80,191	1.782	Details in Annexure D					
HDFC Long Term Equity Fund	12,83,819	0.834	Details in Annexure E					
HDFC Infrastructure Fund	26,66,000	1.773	Details in Annexure F					
HDFC MF Monthly Income Plan-Short Term Plan	30,000	0.020	Details in Annexure G					
Total	77,79,420	5.174						

\$ Calculated based on equity paid up capital of Rs. 15,03,67,800/- comprising 15,03,67,800 equity shares of Re. 1/- each).



For, SADBHAV ENGINEERING LIMITED

COMPANY SECRETARY

Address of Shareholder: HDFC Mutual Fund, PAN No: AAATH1299A, Ramen House, 3rd Floor, H. T. Parakh Marg, 169 Backbay Reclamation, Churchgate, Mumbai - 400 020, Tel - 022 - 66316333

Annexure A

HDFC Balanced Fund

Trade Date	Ordering Member through which the trade was executed	SEBI Registration No. of the Trading Member	Exchange on which the trade was executed	Trade Date	Buy Quantity	Sell Quantity	Day Value (Amount in Rs.)	Sell Value (Amount in Rs.)	% of shares / voting rights post-acquisition / Sale
26-Sep-09	Opening Balance				17,445				
29-Sep-10	DIRECT		NSE	Purchase	1,571		994,700.00		0.018
07-Dec-10	DIRECT		BSE	Purchase	259,333				0.001
10-Feb-11	DIRECT		NSE	Purchase	41,160		1,749,300.00		0.172
19-Mar-12	Closing Balance				329,330				0.027
									0.219

For, SADBHAV ENGINEERING LIMITED


 COMPANY SECRETARY


Annexure B

SADBHAV ENGINEERING LIMITED

Date	Member through whom securities were acquired	Trading Member	Exchange on which the trade was executed	Transaction	Qty	Dep Value (Amount in Rs.)	Sell Quantity	Sell Value (Amount in Rs.)	% of shares / post-acquisition / Sale
24-Sep-08	Opening Balance								
08-Dec-08	HSBC Securities and Capital Markets Pvt Ltd.	INB 010791730	BSE	Purchase	41,200	9,705,743.00	-	-	-
11-Dec-08	HSBC Securities and Capital Markets Pvt Ltd.	INB 230791734	NSE	Purchase	39,424	9,089,458.48	-	-	0.029
20-Sep-10	DIRECT		NSE	Purchase	4,171	3,023,975.00	-	-	0.026
07-Dec-10	DIRECT		BSE	Purchase	768,365	-	-	-	0.003
10-Feb-11	DIRECT		NSE	Purchase	113,130	5,318,025.00	-	-	0.524
21-Apr-11	IDFC Securities Ltd	INB 011291433	BSE	Purchase	1,825	246,938.50	-	-	0.083
21-Apr-11	IDFC Securities Ltd	INB 231291437	NSE	Purchase	6,675	902,890.46	-	-	0.001
21-Apr-11	Motilal Oswal Securities Limited	INB 231041238	NSE	Purchase	115,000	16,643,843.00	-	-	0.004
21-Apr-11	Motilal Oswal Securities Limited	INB 011041237	BSE	Purchase	17,500	2,508,390.00	-	-	0.076
19-Mar-12	Dhanki Securities Private Limited	INB 010995638	BSE	Sale	-	-	600,000	16,625,561.59	0.012
19-Mar-12	Closing Balance				742,080				0.266
									0.494

For, SADBHAV ENGINEERING LIMITED

COMPANY SECRETARY



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HDFC Childres & Co. Fund - Savings Plan

Annexure C

Trade Date	Trade Name of Security when the trade was executed	SEBI Registration No. of the Trading Member	Exchange on which the trade was executed	Transaction	Buy Quantity	Buy Value (Amount in Rs.)	Sell Quantity	Sell Value (Amount in Rs.)	% of shares / voting rights post-acquisition / Sale
28-Sep-08	Opening Balance				4,000				
20-Sep-10	DIRECT		NSE	Purchase	200	145,000.00	-	-	0.003
07-Dec-10	DIRECT		BSE	Purchase	37,800	-	-	-	0.000
10-Feb-11	DIRECT		NSE	Purchase	6,000	255,000.00	-	-	0.025
19-Mar-12	Closing Balance				43,000				0.004
									0.032



For, SADBHAV ENGINEERING LIMITED

COMPANY SECRETARY

Annexure D

HDFC Asset Management

Transaction	Transaction	Buy Quantity	Buy Value (Amount in Rs.)	Sell Quantity	Sell Value (Amount in Rs.)	% of shares / voting rights post-acquisition / Sale
25-Sep-08	Opening Balance	133,859				0.102
20-Sep-10	DIRECT	7,692	5,576,703.00			0.005
07-Dec-10	DIRECT	1,453,878				0.967
10-Feb-11	DIRECT					0.153
21-Apr-11	Motilal Oswal Securities Limited	250,760	9,807,300.00			0.035
21-Apr-11	IDFC Securities Ltd	52,500	7,615,171.00			0.004
21-Apr-11	IDFC Securities Ltd	5,475	740,815.50			0.013
21-Apr-11	Motilal Oswal Securities Limited	20,925	2,708,671.40			0.229
26-Apr-11	DIRECT	345,000	49,991,529.00			0.266
05-May-11	Motilal Oswal Securities Limited	400,000	58,800,000.00			0.006
05-May-11	Motilal Oswal Securities Limited	8,612	1,138,289.12			0.002
19-Mar-12	Closing Balance	2,599	317,444.00			1.782



For, SADBHAV ENGINEERING LIMITED,
[Signature]
 COMPANY SECRETARY

Date	Particulars	Debit	Credit	Balance
06-Sep-08	Opening Balance	-	-	0.194
06-May-09	Badraval & Karani Securities India Pvt. Ltd.	INB 011040533	Purchase	0.723
06-May-09	Badraval & Karani Securities India Pvt. Ltd.	INB 231040537	Purchase	0.090
11-Feb-10	Wallfort Financial Services Ltd.	INB 2308572430	Sale	0.040
06-May-10	Dhanki Securities Private Limited	INB 230995632	Sale	0.033
17-Jun-10	Dhanki Securities Private Limited	INB 230995632	Sale	0.017
16-Aug-10	Motilal Oswal Securities Limited	INB 231041238	Purchase	0.011
30-Sep-10	DIRECT	-	-	0.010
24-Nov-10	CLSA India Ltd.	INB 230826436	Purchase	0.017
07-Dec-10	DIRECT	-	-	1.727
27-Dec-10	India Infoline Ltd.	INB 231097537	Sale	0.033
03-Jan-11	Dhanki Securities Private Limited	INB 230995632	Sale	0.200
07-Feb-11	Motilal Oswal Securities Limited	INB 011041237	Sale	0.399
07-Feb-11	Kotak Securities Ltd.	INB 230808130	Purchase	0.432
07-Feb-11	Kotak Securities Ltd.	INB 230808130	Sale	0.432
07-Feb-11	Kotak Securities Ltd.	INB 010808153	Purchase	0.432
07-Feb-11	Kotak Securities Ltd.	INB 010808153	Sale	0.399
07-Feb-11	Motilal Oswal Securities Limited	INB 231041238	Purchase	0.432
07-Feb-11	Motilal Oswal Securities Limited	INB 231041238	Sale	0.399
10-Feb-11	DIRECT	-	-	0.399
20-Apr-11	IDBI Capital Market Services Ltd.	INB 010706639	Purchase	0.291
20-Apr-11	IDBI Capital Market Services Ltd.	INB 230706631	Sale	0.031
26-Apr-11	DIRECT	-	-	0.063
19-Aug-11	Dhanki Securities Private Limited	INB 230995632	Sale	0.266
10-Oct-11	Dhanki Securities Private Limited	INB 010995638	Sale	0.165
19-Mar-12	Dhanki Securities Private Limited	INB 230995632	Sale	0.333
19-Mar-12	Closing Balance	-	-	0.266



For, SADBHAV ENGINEERING LIMITED
COMPANY SECRETARY

Annexure F

Hindu Business Standard

Trade Date	Trading Member	ISIN Registration No. of the Trading Member	Exchange on which the trade was executed	Transaction	Buy Quantity	Buy Value (Amount in Rs.)	Sell Quantity	Sell Value (Amount in Rs.)	% of shares / voting rights post-acquisition / Sale
28-Sep-03	Opening Balance				154,911	-	-	-	0.283
02-Feb-10	Wallfort Financial Services Ltd	INB 230852439	NSE	Sale	-	-	15,000	13,629,548.43	0.010
09-Feb-10	Wallfort Financial Services Ltd	INB 010852433	BSE	Sale	-	-	1,300	1,614,560.86	0.001
10-Feb-10	Wallfort Financial Services Ltd	INB 230852430	NSE	Sale	-	-	3,700	4,595,289.61	0.002
03-Mar-10	Nomura Financial Advisory and Securities (India) Pvt. Ltd.	INB 231259034	NSE	Sale	-	-	14,480	17,983,724.09	0.010
09-Mar-10	Edelweiss Securities Pvt. Ltd.	INB 230893733	NSE	Sale	-	-	20,504	23,463,350.73	0.014
30-Mar-10	Daiwa Capital Markets India Private Limited	INB 231292930	NSE	Sale	-	-	6,927	8,603,125.47	0.005
04-May-10	Radiwala & Karani Securities India Pvt. Ltd.	INB 231040537	NSE	Sale	-	-	50,000	62,096,494.77	0.033
10-Sep-10	Nomura Financial Advisory and Securities (India) Pvt. Ltd.	INB 231259034	NSE	Sale	-	-	45,000	55,388,645.29	0.030
29-Oct-10	Uthanki Securities Private Limited		NSE	Purchase	13,400	9,713,000.00	-	-	0.009
11-Nov-10	Modul Oswal Securities Limited	INB 230995632	NSE	Purchase	25,000	36,331,563.00	-	-	0.017
15-Nov-10	Modul Oswal Securities Limited	INB 011641257	BSE	Purchase	40,000	58,142,100.00	-	-	0.027
07-Dec-10	Modul Oswal Securities Limited	INB 231041238	NSE	Purchase	20,000	28,472,277.00	-	-	0.013
10-Feb-11	DIRECT		BSE	Purchase	3,297,600	-	-	-	2.193
03-Jun-11	IDFC Securities Ltd		NSE	Purchase	482,000	17,085,000.00	-	-	0.267
06-Jun-11	Edelweiss Securities Pvt. Ltd.	INB 231291437	NSE	Sale	-	-	200,000	23,738,016.33	0.133
18-Aug-11	Dhanki Securities Private Limited	INB 230995733	NSE	Sale	-	-	100,000	11,865,008.16	0.067
19-Aug-11	Dhanki Securities Private Limited	INB 010995638	BSE	Sale	-	-	400,000	47,476,032.66	0.266
10-Oct-11	Dhanki Securities Private Limited	INB 230995632	NSE	Sale	-	-	200,000	23,738,016.33	0.133
19-Mar-12	Closing Balance	INB 230995632	NSE	Sale	2,666,000	-	500,000	59,345,040.82	0.333
									1.773



For, SADBHAV ENGINEERING LIMITED

COMPANY SECRETARY

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Annexure G

HANC RIF of mainly Income Plan - Short Term Plan

Trade Date	Accounting Member through which the trade was executed	INB Registration No. of the Trading Member	Exchange on which the trade was executed	Transaction	Buy Quantity	Buy Value (Amount in Rs.)	Sell Quantity	Sell Value (Amount in Rs.)	% of shares / voting rights post-acquisition / Sale
26-Sep-08	Operating Balance								
13-Mar-09	Practical Financial Services Pvt Ltd.	INB 230644330	NSE	Purchase	1300	264,896.50	-	-	0.001
17-Mar-09	Index Securities & Finance Ltd	INB 010633435	BSE	Purchase	650	185,481.00	-	-	0.000
20-Sep-10	Index Securities & Finance Ltd	INB 230601039	NSE	Purchase	850	242,786.59	-	-	0.001
07-Dec-10	DIRECT		NSE	Purchase	125	90,625.00	-	-	0.000
10-Feb-11	DIRECT		BSE	Purchase	23,625	-	-	-	0.016
19-Mar-12	Closing Balance		NSE	Purchase	3,750	159,375.00	-	-	0.002
					30,000				0.020

For, SADBHAV ENGINEERING LIMITED

COMPANY SECRETARY

