# FORM D

## Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

## [Regulation 13(4), 13(4A) and 13(6)]

**Details of change in shareholding or voting rights held by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of a listed company**

| Name, PAN No. & Address of Promoter / Person who is part of Promoter Group / Director / Officer | No. & % of shares / voting rights held by the Promoter / Person who is part of Promoter Group / Director / Officer (Pre acquisition) | Date of receipt of allotment advice / acquisition / sale of shares / voting rights | Date of intimation to company | Mode of acquisition (market purchase / public / rights / preferential offer, etc.) / sale | No. & % of shares / voting rights post acquisition / sale | 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 (Rs.) |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Coronet Properties and Investments Private Limited | 13,86,286 (7.88%)* | N.A. | N.A. | N.A. | 13,86,286 (7.88%)* | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| PAN: AAACC4938J<br>Address: 1901 / 1902, A Wing, Oberoi Gardens, Thakur Village, Kandivali East, Mumbai 400101. | N.A. | February 10, 2015 | February 12, 2015 | Preferential Offer | 19,11,286 (8.99%)# | N.A. | N.A. | 5,25,000$ | Rs. 2,10,00,000/-** | N.A. - | N.A. - |

**Note:**

* The percentage of shares / voting rights prior to acquisition and the percentage of shares / voting rights after acquisition are based on the existing Paid-up Capital i.e. 1,75,99,829 Equity Shares; after allotment of 10,50,000 Warrants (5,25,000 to our Company and 5,25,000 to Baronet Properties and Investments Private Limited, another Promoter Group Company and PAC), made on February 10, 2015; but before the conversion of these Warrants and before allotment of 26,00,000 Equity Shares to Non-Promoters Persons / Entities.

$ This Form is being filed in respect of allotment of 5,25,000 Warrants, carrying right to subscribe to equal number of Equity Shares, made on February 10, 2015 to our Company, on preferential basis by Zicom. However, the percentage of shares / voting rights acquired cannot be computed, as our Company will acquire equal number of Equity Shares against the said Warrants at a future date.

\# The percentage Shareholding subsequent to acquisition has been computed after considering allotment of 26,00,000 Equity Shares to Non-Promoters Persons / Entities and full conversion of 10,50,000 Warrants (5,25,000 to our Company and 5,25,000 to Baronet Properties and Investments Private Limited, another Promoter Group Company and PAC) into equal number of Equity Shares i.e. 2,12,49,829 Equity Shares of Rs. 10/- each amounting to Rs. 21,24,98,290/-.

** Buy Value of the 5,25,000 Warrants calculated @ Rs. 40/- per Warrant, which is 25% of the face value of the equal number of Equity Shares to be acquired against the said Warrants. Buy Value of the said 5,25,000 Shares, when applied and allotted would in aggregate be Rs. 8,40,00,000/-, calculated @ Rs. 160/- per Share. The difference between the face value of the Warrant and the face value of the Share, i.e. Rs. 120/- (Rs. 160 – Rs. 40) per share aggregating to Rs. 6,30,00,000/- on the said 5,25,000 Shares towards their buy value would be paid by us at the time of acquisition of the Shares.

**This Form be considered as being also filed by Mr. Manohar Bidaye and Mr. Pramoud Rao, the Directors and Shareholders of our Company, who equally (i.e. 50% each) holds Shares of the Company, and who are also the Promoters and Directors of Zicom.**

**For Coronet Properties and Investments Private Limited**

**Director**

**Manohar Bidaye**

**Pramoud Rao**