

Date: May 15, 2025

To,
The Manager
BSE Limited
P. J. Towers, Dalal Street
Mumbai – 400001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051

Dear Sir/Madam,

Subject: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('SEBI (SAST) Regulations, 2011')

With reference to the subject matter, we hereby inform that pursuant to scheme of arrangement of amalgamation with Nimbus Projects Limited (**Transferee Company/ Acquirer**) and Gupta Fincaps Private Limited, Urvashi Finvest Private Limited, Intellectual Securities Private Limited, Happy Graphics and Exhibition Private Limited, Link Vanijya Private Limited, Dynamo Infracon Private Limited, Pushpak Trading & Consultancy Private Limited, Mokha Vyapaar Private Limited and Padma Estates Private Limited ('Transferor Companies'), there will be a change in the shareholding of N.N. Financial Services Private Limited ("NNFSPL"), which is the promoter of Industrial Investment Trust Limited ("Target Company").

Post merger, the majority shares in N.N. Financial Services Private Limited will be held by the Transferee Company. Since N.N. Financial Services Private Limited is a promoter of the Target Company, this will amount to an indirect acquisition of shares in the Target Company by the Transferee Company, thereby triggering the threshold under Regulation 3(1) read with Regulation 5 of the SEBI (SAST) Regulations, 2011. The above acquisition of shares by Acquirer complies with the exemption criteria specified under Regulation 10(1)(d)(iii) of the SEBI SAST Regulations, 2011.

In this regard, we hereby enclose the report under Regulation 10(6) of the SEBI SAST Regulations, 2011 in respect of acquisition made in accordance of exemption provided for in Regulation 10(1)(d)(iii) of the SEBI SAST Regulations, 2011.

You are requested to take note of the same in your records.

For and on behalf of Acquirer


Mr. Bipin Agarwal
(Managing Director)
DIN: 00001276



Disclosures under Regulation 10(6)

Report to Stock Exchange in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Industrial Investment Trust Limited	
2.	Name of the Acquirer	Nimbus Projects Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited ('BSE') National Stock Exchange of India Limited ('NSE')	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Pursuant to the scheme of arrangement between the Transferor Companies and the Transferee Company, there will be a change in the shareholding of N.N. Financial Services Private Limited. Post merger, the majority shares in N.N. Financial Services Private Limited will be held by the Transferee Company. Since N.N. Financial Services Private Limited is a promoter of the Target Company, this will amount to an indirect acquisition of shares in the Target Company by the Acquirer / Transferee Company, thereby triggering the threshold under Regulation 3(1) read with Regulation 5 of the SEBI (SAST) Regulations, 2011.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Sub clause (iii) of Clause (d) of sub-regulation (1) of Regulation 10 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	No	
7.	Details of acquisition	Disclosures required to be made under Regulation 10(5)	Whether the disclosures under Regulation 10(5) are actually made
	a. Name of the transferor / seller	Not applicable	Not applicable
	b. Date of acquisition	Not applicable	Not applicable
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not applicable	Not applicable
	d. Total shares proposed to be acquired / actually acquired as a % of diluted	Not applicable	Not applicable



	share capital of TC				
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable		Not applicable	
8.	Shareholding details*	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
<u>a</u>	Each Acquirer / Transferee	0	0.00	0	0.00
<u>b</u>	Each Seller / Transferor	0	0.00	0	0.00

** Pursuant to the scheme of arrangement between the Transferor Companies and the Transferee Company, there will be a change in the shareholding of N.N. Financial Services Private Limited. Post merger, the majority shares in N.N. Financial Services Private Limited will be held by the Transferee Company. Since N.N. Financial Services Private Limited is a promoter of the Target Company, this will amount to an indirect acquisition of shares in the Target Company by the Acquirer / Transferee Company, thereby triggering the threshold under Regulation 3(1) read with Regulation 5 of the SEBI (SAST) Regulations, 2011, therefore there is no direct change in the shareholding of the Target Company reflected under pre- and post-transaction columns above.*

For and on behalf of Acquirer

Bipin Agarwal
Mr. Bipin Agarwal
(Managing Director)
DIN: 00001276



Date: May 15, 2025

Place: Delhi