

February 12, 2013

Corporate Relationship Department,
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001.
Fax No. 022-22723121/3027/2039/2061/2041.

National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E), Mumbai.
Fax No. 022-26598237/38

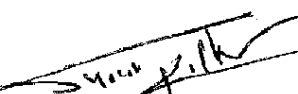
Dear Sir/ Madam,

Subject: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Reg. 13 (4) & (4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992.

Please find enclosed herewith disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 and Reg. 13 (4) & (4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 in respect of sale of 9,000 equity shares of IRB Infrastructure Developers Limited on February 8, 2013 through open market.

This is for your information and record.

Thanking you,


Suresh G. Kelkar
Bldg. B-1, Block No.305, Raheja Nest,
Chandivali, Andheri (East), Mumbai – 400 072

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL
ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

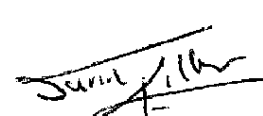
1. Name of the Target Company (TC)	IRB Infrastructure Developers Ltd		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Suresh G. Kelkar jointly with Mrs. Anjalee S. Kelkar		
3. Whether the acquirer belongs to Promoter/Promoter group	Promoter group		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
<u>Before the acquisition/disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	9,000	0.003%	0.003%
b) Voting rights (VR) otherwise than by equity shares			
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)			
Total (a+b+c)	9,000	0.003%	0.003%
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired / sold	9,000	0.003%	0.003%
b) VRs acquired otherwise than by equity shares			
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			

Total (a+b+c)	9,000	0.003%	0.003%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	NIL	NIL	NIL
b) VRs otherwise than by equity shares			
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) after acquisition			
Total (a+b+c)	NIL	NIL	NIL
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open Market		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 8, 2013		
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	332,364,110 equity shares of Rs. 10/- each		
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	332,364,110 equity shares of Rs. 10/- each		
10. Total diluted share/voting capital of the TC after the said acquisition/sale	332,364,110 equity shares of Rs. 10/- each		

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer

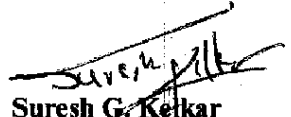

Suresh G. Kelkar

Place: Mumbai

Date: 12-02-2013

FORM D**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992****(Regulation 13 (4), 13(4A) and (6))**

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

1	Name, PAN No. & address of Promoter /Person who is part of Promoter Group/ Director/ Officer	Suresh G. Kelkar jointly with Anjalee S. Kelkar (Promoter Group & Director) PAN- ABCPK7422P Bldg. B-1, Block No.305, Raheja Nest, Chandivali, Andheri (East), Mumbai – 400 072
2	No. & % of shares/voting rights held by the Promoter /Person who is part of Promoter Group/Director/ Officer	9,000 0.003%
3	Date of receipt of allotment advice / acquisition / sale of shares / voting rights	February 8, 2013
4	Date of intimation to Company	February 12, 2013
5	Mode of acquisition (market purchase / public / rights/preferential offer etc.) / Sale	Market Sale
6	No. & % of Shares/ voting rights post acquisition / sale	NIL
7	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Sharekhan Limited Reg. No. (BSE) – INB011073351 Edelweiss Financial Advisors Ltd. Reg. No. (NSE) – INB231414534
8	Exchange on which the trade was executed	BSE & NSE
9	Buy quantity	N.A.
10	Buy Value (Rs.)	N.A.
11	Sale quantity	BSE : 8,000 NSE : 1,000
12	Sale Value (Rs.)	BSE : Rs. 9,76,811.30/- NSE : Rs. 1,22,468.20/-
	Place: Mumbai Date: February 12, 2013	 Suresh G. Kelkar