

Dheeraj Consultancy Pvt. Ltd.

CAPRI, 1st Floor, Anant Kanekar Marg, Bandra (E), Mumbai - 400 051.
Tel.: +91-22-2658 2098 CIN : U74300MH1998PTC114405

March 16, 2017

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Scrip Code: 532873

Security Symbol: HDIL

Sub: Intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

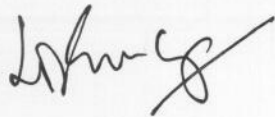
Target Company: Housing Development and Infrastructure Limited

Pursuant to Regulation 10(5) read with Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations"), this is to inform you that Mr. Rakesh Kumar Wadhawan, being a person named as Promoter in the Prospectus and in the Shareholding Pattern filed with the Stock Exchange i.e. Bombay Stock Exchange and National Stock Exchange of India, intends to transfer 1,46,36,916 (One Crore Forty Six Lac Thirty Six Thousand and Sixteen) Equity Shares of Housing Development and Infrastructure Limited to the Company, also a person named as part of Promoter in the Prospectus and in the Shareholding Pattern filed with the Stock Exchange(s).

This being an "inter-se" transfer of shares amongst Promoters, the same falls within exemptions under Regulations 10(1)(a)(ii) of Takeover Regulations.

In this connection, the necessary disclosure under Regulation 10(5) for the aforesaid transfer in the prescribed format is enclosed herewith for your information and records.

for Dheeraj Consultancy Private Limited



Director
DIN: 00418226



Encl: as above

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)	Housing Development and Infrastructure Limited																																																																					
2	Name of the acquirer(s)	Dheeraj Consultancy Private Limited																																																																					
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	Rakesh Kumar Wadhawan																																																																					
b	Proposed date of acquisition	March 20, 2017																																																																					
c	Number of shares to be acquired from each person mentioned in 4(a) above	1,46,36,916 equity shares																																																																					
d	Total shares to be acquired as % of share capital of TC	3.37%																																																																					
e	Price at which shares are proposed to be acquired	Prevailing Market Price i.e. Rs. 76/-																																																																					
f	Rationale, if any, for the proposed transfer	N.A.																																																																					
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)																																																																					
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.	National Stock Exchange of India Limited: volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice - Rs. 60.92/-																																																																					
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.																																																																					
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.	We declare that the acquisition price would not be higher by more than 25% of the price compared in point No. 6																																																																					
9	i) 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) ii) The aforesaid disclosures made during previous 3 years prior to the date of prposed acquisition to be furnished.	We hereby declare that the Transferor (Rakesh Kumar Wadhawan) and transferee (Dheeraj Consultancy Private Limited) have complied/ will comply with the disclosure requirments in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997), as applicable.																																																																					
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declare that all the conditions, as applicable to this transaction, as specified under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to exemptions have been duly complied with.																																																																					
11	Shareholding details	<table><tr><th colspan="2">Before the proposed transaction</th><th colspan="2">After the proposed transaction</th></tr><tr><th>No. of shares /voting rights</th><th>% w.r.t total share capital of TC</th><th>No. of shares /voting rights</th><th>% w.r.t total share capital of TC</th></tr><tr><td colspan="4">a Acquirer(s) and PACs (other than sellers)(*)</td></tr><tr><td>1 Dheeraj Consultancy Private Limited</td><td>138,85,714</td><td>3.199</td><td>285,22,630</td><td>6.572</td></tr><tr><td>2 Sarang Wadhawan</td><td>191,59,115</td><td>4.415</td><td>191,59,115</td><td>4.415</td></tr><tr><td>3 Malti Rakesh Kumar Wadhawan</td><td>81,00,000</td><td>1.866</td><td>81,00,000</td><td>1.866</td></tr><tr><td>4 Anu Sarang Wadhawan</td><td>5,03,222</td><td>0.115</td><td>5,03,222</td><td>0.115</td></tr><tr><td>5 Anjana Rameshchandar Sakhuja</td><td>11,37,142</td><td>0.262</td><td>11,37,142</td><td>0.262</td></tr><tr><td>6 Nikita Trehan</td><td>57,142</td><td>0.013</td><td>57,142</td><td>0.013</td></tr><tr><td>7 Dinshaw Trapinex Builders Private Limited</td><td>138,85,714</td><td>3.199</td><td>138,85,714</td><td>3.199</td></tr><tr><td>8 Privilege Distilleries Private Limited</td><td>101,85,171</td><td>2.346</td><td>101,85,171</td><td>2.346</td></tr><tr><td>9 Interactive Multimedia Technologies Private Limited</td><td>153,90,385</td><td>3.546</td><td>153,90,385</td><td>3.546</td></tr><tr><td colspan="4">b Seller (s)</td></tr><tr><td>1 Rakesh Kumar Wadhawan</td><td>7,60,47,661</td><td>17.522</td><td>6,14,10,745</td><td>14.150</td></tr></table>				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 Dheeraj Consultancy Private Limited	138,85,714	3.199	285,22,630	6.572	2 Sarang Wadhawan	191,59,115	4.415	191,59,115	4.415	3 Malti Rakesh Kumar Wadhawan	81,00,000	1.866	81,00,000	1.866	4 Anu Sarang Wadhawan	5,03,222	0.115	5,03,222	0.115	5 Anjana Rameshchandar Sakhuja	11,37,142	0.262	11,37,142	0.262	6 Nikita Trehan	57,142	0.013	57,142	0.013	7 Dinshaw Trapinex Builders Private Limited	138,85,714	3.199	138,85,714	3.199	8 Privilege Distilleries Private Limited	101,85,171	2.346	101,85,171	2.346	9 Interactive Multimedia Technologies Private Limited	153,90,385	3.546	153,90,385	3.546	b Seller (s)				1 Rakesh Kumar Wadhawan	7,60,47,661	17.522	6,14,10,745	14.150
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