

Indiabulls Ventures Limited

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SECOND CORRIGENDUM TO NOTICE OF EXTRAORDINARY GENERAL MEETING

Indiabulls Ventures Limited ('the Company') has issued Notice dated May 4, 2018, as amended by Corrigendum dated May 18, 2018, published in Business Standard – English and Business Standard – Hindi on May 19, 2018, convening an Extraordinary General Meeting (EGM) of the Company on Thursday, the 31st day of May, 2018 at 10:00 AM at Mapple Emerald, Rajokri, New Delhi- 110 038, to consider and approve, inter alia, a special resolution for the issue and allotment of 45,839,888 (Forty Five Million Eight Hundred Thirty Nine Thousand Eight Hundred Eighty Eight) fully paid equity shares of the Company to certain foreign investors by way of preferential allotment as mentioned in detail in the Notice.

This second corrigendum, in continuation of the first Corrigendum dated May 18, 2018 is being issued to give notice to further clarify in respect of the details as mentioned herein and pursuant to the provisions of Regulation 73(1)(e) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ('ICDR Regulations') read with SEBI Circular No. CIR/MIRSD/2/2013 dated January 24, 2013 along with SEBI Circular No. CIR/MIRSD/ 11/ 2012 dated September 5, 2012 to disclose details regarding the ultimate beneficial ownership of three of the Investors (as defined in the EGM Notice) namely M/s Valiant Mauritius Partners Offshore Ltd., M/s Valiant Mauritius Partners Ltd and M/s Valiant India Opportunities Ltd.

Accordingly, members are requested to kindly note that S. No. 9 (e), (f) and (g) of the Explanatory Statement of Item No. 1 to the EGM notice stands replaced as under:

- (e) Valiant Mauritius Partners Offshore Ltd is a Category II Foreign Portfolio Investor registered with SEBI under the SEBI (FPI) Regulations. Its beneficial owner is Valiant Capital Master Fund, L.P ("Fund 1"), a fund managed by Valiant Capital Management L.P. (the "GP"). There is no natural person, other than Mr. Christopher Hansen, who, whether acting alone or together, or through one or more juridical person, has ownership of or entitlement to more than 15% of the shares or capital or profits of the GP. The ultimate controlling interest of the GP is with Mr. Christopher Hansen.
- (f) Valiant Mauritius Partners Ltd is a Category II Foreign Portfolio Investor registered with SEBI under the SEBI (FPI) Regulations. Its beneficial owner is Valiant Capital Partners, L.P ("Fund 2"), a fund managed by Valiant Capital Management L.P. (the "GP"). There is no natural person, other than Mr. Christopher Hansen, who, whether acting alone or together, or through one or more juridical person, has ownership of or entitlement to more than 15% of the shares or capital or profits of the GP. The ultimate controlling interest of the GP is with Mr. Christopher Hansen.
- (g) Valiant India Opportunities Ltd is a Category III Foreign Portfolio Investor registered with SEBI under the SEBI (FPI) Regulations. Its beneficial owner is Valiant India Opportunities Master Fund, L.P ("Fund 3"), a fund managed by Valiant Capital Management L.P. (the "GP"). There is no natural person, other than Mr. Christopher Hansen, who, whether acting alone or together, or through one or more juridical person, has ownership of or entitlement to more than 15% of the shares or capital or profits of the GP. The ultimate controlling interest of the GP is with Mr. Christopher Hansen.

The shareholders are requested to consider the resolution vide Item No. 1 of the notice dated May 4, 2018, keeping in view the above mentioned amendments / additional information. This second Corrigendum should be read with the EGM Notice and the first corrigendum as mentioned above and other relevant documents or intimation wherever relevant.

By order of the Board of Directors
For **Indiabulls Ventures Limited**
Sd/-

Lalit Sharma

Place: New Delhi
Date: May 29, 2018

Company Secretary
Membership No.:A24111