

NEWTIME INFRASTRUCTURE LIMITED

(Formerly Known as "Intra Infotech Limited")

Registered Office: - Lotus Plaza, 732/1, Sector-14, Old M G Road, Gurgaon-122001, Haryana

Recommendations of the Committee of Independent Directors (IDC) on the Open Offer to the Shareholders of Newtime Infrastructure Limited under Regulation 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI SAST Regulations), as amended till date

Date	05.12.2013
Name of the Target Company (TC)	Newtime Infrastructure Limited
Details of the Offer pertaining to TC	Open Offer made by M/s Futurevision Consultants (P) Limited and M/s Faith Advisory Services (P) Limited ("Hereinafter collectively referred to as "Acquirers") alongwith PACs namely Mrs Anita Dham to acquire upto 44289960 equity shares ("Offer Shares"), representing 26% of the total paid up equity share capital of Newtime Infrastructure Limited (Target Company). Offer Price: Rs 13/- (Rupees Thirteen Only) per equity share as mentioned in the Draft Letter of Offer filed with SEBI.
Name of the Acquirers and PACs	M/s Futurevision Consultants (P) Limited and M/s Faith Advisory Services (P) Limited alongwith PACs namely Mrs Anita Dham
Name of the Manager to the offer	D & A Financial Services (P) Ltd SEBI Registration No.: INM000011484
Members of the Committee of Independent Directors	(a) Ms Anuradha Kapur (b) Mr Gopal Krishan Chopra
IDC Member's relationship with the TC (Director, Equity shares owned, any other contract/relationship), if any	Members of the Committee do not have any relationship or interest in the Company except to the extent of the sitting fees paid and the reimbursement of expenses by the company in their capacity as Directors.
Trading in Equity Shares/other securities of the TC by IDC Members	Members of the Committee does not hold any shares or securities in the Target Company
IDC Member's relationship with the Acquirer/PAC	No relationship exists between the members of the IDC and the Acquirers/PACs.
Trading in Equity Shares/other securities Acquirer/PAC by IDC Members	Members of the Committee does not hold any shares or securities of the of the Acquirers/PACs.
Recommendation on the Open Offer, as to whether the offer is fair and reasonable	IDC members believe that the Open Offer made to the shareholders of Newtime Infrastructure Limited is fair and reasonable.
Summary of reasons for recommendation	In forming the aforesaid opinion/recommendations the IDC has considered the following:- (a) The Offer Price of Rs. 13/- per fully paid up equity share offered by Acquirers is more than the price paid to outgoing promoters who sold their holdings via SPA at Rs. 1/- per fully paid up equity share. (b) The Offer Price is higher than the price as arrived after taking into consideration Net Asset Value Per Share, PECV Value per share and Market Value per share as calculated by the valuer. The Open Offer by the Acquirers, is being made at the highest price amongst the selective criteria and is in line with the Regulations prescribed under the SEBI (SAST) Regulations, and hence appear to be fair and reasonable.
Details of Independent Advisors, if any	NIL
Any other matter(s) to be highlighted	NIL

"To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respects, true and correct and not misleading, whether by omission of any information or otherwise and includes all the information required to be disclosed by the Committee of Independent Directors of Newtime Infrastructure Limited under the SEBI (SAST) Regulations."

For Newtime Infrastructure Limited

Sd/-

Sd/-

Place : New Delhi

(Anuradha Kapur)

(Gopal Krishan Chopra)

Date : 05.12.2013

Chairperson of Committee

Member