

India Globalization Capital, Inc.

Form 4

September 18, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
UBS AG

2. Issuer Name **and** Ticker or Trading  
Symbol  
India Globalization Capital, Inc.  
[IGC]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
BAHNHOFSTRASSE 45  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/20/2008

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

CH-8001, ZURICH,  
SWITZERLAND

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |        |                  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount | (A) or (D) Price |   |  |   |
| Common Stock                    | 04/09/2008                           |  | S                              |   | 1,000  | D \$ 4.81        | 31,165  | I <sup>(1)</sup>   | See Footnote <sup>(1)</sup>                           |
| Common Stock                    | 04/09/2008                           |  | S                              |   | 100    | D \$ 4.86        | 31,065  | I <sup>(1)</sup>   | See Footnote <sup>(1)</sup>                           |
| Common Stock                    | 04/09/2008                           |  | S                              |   | 2,800  | D \$ 4.7         | 28,265  | I <sup>(1)</sup>   | See Footnote <sup>(1)</sup>                           |
| Common Stock                    | 04/10/2008                           |  | P                              |   | 300    | A \$ 4.79        | 28,565  | I <sup>(1)</sup>   | See Footnote  |

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|              |            |   |       |   |            |        |              |                         |
|--------------|------------|---|-------|---|------------|--------|--------------|-------------------------|
|              |            |   |       |   |            |        |              | <u>(1)</u>              |
| Common Stock | 04/10/2008 | S | 300   | D | \$ 4.79    | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/14/2008 | P | 4,300 | A | \$ 4.81    | 32,565 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/14/2008 | S | 1,300 | D | \$ 4.82    | 31,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/14/2008 | S | 3,000 | D | \$ 4.8     | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/15/2008 | P | 1,000 | A | \$ 4.75    | 29,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/15/2008 | S | 1,000 | D | \$ 4.75    | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/16/2008 | P | 200   | A | \$ 4.86    | 28,465 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/16/2008 | S | 200   | D | \$ 4.85    | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/22/2008 | P | 3,000 | A | \$ 4.9     | 31,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/22/2008 | S | 3,000 | D | \$ 4.9     | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/22/2008 | P | 3,000 | A | <u>(2)</u> | 31,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/22/2008 | S | 3,000 | D | <u>(2)</u> | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/23/2008 | P | 300   | A | \$ 4.85    | 28,565 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/23/2008 | S | 300   | D | \$ 4.85    | 28,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |

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|              |            |   |       |   |         |        |              |                         |
|--------------|------------|---|-------|---|---------|--------|--------------|-------------------------|
| Common Stock | 04/24/2008 | P | 300   | A | \$ 4.77 | 28,565 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/24/2008 | P | 500   | A | \$ 4.8  | 29,065 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/24/2008 | P | 3,000 | A | \$ 4.82 | 32,065 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/24/2008 | S | 3,500 | D | \$ 4.82 | 28,565 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/25/2008 | P | 4,700 | A | \$ 4.75 | 33,265 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/25/2008 | S | 300   | D | \$ 4.76 | 32,965 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/25/2008 | S | 1,300 | D | \$ 4.75 | 31,665 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/28/2008 | P | 6,008 | A | \$ 4.83 | 37,673 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/28/2008 | S | 6,008 | D | \$ 4.83 | 31,665 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/30/2008 | P | 1,000 | A | \$ 4.9  | 32,665 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 04/30/2008 | S | 1,000 | D | \$ 4.9  | 31,665 | I <u>(1)</u> | See Footnote <u>(1)</u> |
| Common Stock | 05/01/2008 | P | 2,000 | A | \$ 4.86 | 33,665 | I <u>(1)</u> | See Footnote <u>(1)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Am<br>Underlying Sec<br>(Instr. 3 and 4) |                    | 8. A<br>or N<br>or |   |
|---|---|---|---|---|--|--|-----|---|--------------------|--------------------|---|
|   |   |   |   | Code                                    | V  | (A)  | (D) | Date Exercisable                                      | Expiration<br>Date | Title              |   |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/10/2008                              |   | S                                       |  | 20,300   |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 2 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/10/2008                              |   | S                                       |  | 5,700  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/10/2008                              |   | S                                       |  | 29,000   |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 2 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/11/2008                              |   | P                                       |  | 4,490  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/11/2008                              |   | P                                       |  | 1,010  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    |   |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/11/2008                              |   | P                                       |  | 5,000  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/11/2008                              |   | S                                       |  | 5,000  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/11/2008                              |   | S                                       |  | 5,500  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/14/2008                              |   | P                                       |  | 7,700  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/14/2008                              |   | P                                       |  | 9,100  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 9 |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/14/2008                              |   | S                                       |  | 1,600  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    |   |
| Warrants<br>(Right to<br>Buy)                       | \$ 5  | 04/14/2008                              |   | S                                       |  | 7,500  |     | 03/07/2008 <sup>(3)</sup>                             | 03/03/2011         | Common<br>Stock    | 4 |

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|                               |      |            |   |        |                           |            |                 |
|-------------------------------|------|------------|---|--------|---------------------------|------------|-----------------|
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/14/2008 | S | 4,700  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/15/2008 | P | 12,100 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/15/2008 | S | 366    | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/15/2008 | S | 4,600  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/16/2008 | P | 10,000 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/16/2008 | S | 10,000 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/17/2008 | P | 3,600  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/17/2008 | P | 11,820 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/17/2008 | S | 2,604  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/17/2008 | S | 1,820  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/17/2008 | S | 10,700 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/18/2008 | P | 36,800 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/18/2008 | P | 3,000  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/18/2008 | S | 1,563  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to         | \$ 5 | 04/18/2008 | S | 3,000  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |

Buy)

|                               |      |            |   |        |                           |            |                 |
|-------------------------------|------|------------|---|--------|---------------------------|------------|-----------------|
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/18/2008 | S | 2,400  | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/18/2008 | S | 19,900 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |
| Warrants<br>(Right to<br>Buy) | \$ 5 | 04/21/2008 | P | 10,000 | 03/07/2008 <sup>(3)</sup> | 03/03/2011 | Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| UBS AG<br>BAHNHOFSTRASSE 45<br>CH-8001, ZURICH, SWITZERLAND |               | X         |         |       |

## Signatures

|   |            |
|---|------------|
| /s/ Gordon Kiesling, Executive Director, UBS<br>AG          | 09/17/2008 |
| <u>                    </u> **Signature of Reporting Person | Date       |
| /s/ Anthony DeFilippis, Executive Director,<br>UBS AG       | 09/17/2008 |
| <u>                    </u> **Signature of Reporting Person | Date       |

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

THE REPORTED SECURITIES ARE OWNED DIRECTLY IN PART BY UBS FINANCIAL SERVICES, INC. AND IN PART BY  
(1) UBS SECURITIES LLC, BOTH OF WHICH ARE WHOLLY OWNED SUBSIDIARIES OF UBS AG. UBS AG IS INDIRECT BENEFICIAL OWNER OF THE REPORTED SECURITIES.

THE REPORTED SECURITIES REFLECT A PURCHASE OF 3,000 UNITS OF INDIA GLOBALIZATION CAPITAL, INC FOR  
(2) \$6.40 PER UNIT AND SALE OF 3,000 UNITS FOR \$6.40 PER UNIT. EACH SUCH UNIT CONSISTS OF ONE SHARE OF COMMON STOCK AND TWO WARRANTS (EACH TO PURCHASE ONE SHARE OF COMMON STOCK) ("UNITS").

INDIA GLOBALIZATION CAPITAL, INC. FILED ITS ANNUAL REPORT FOR THE FISCAL YEAR ENDED MARCH 31, 2008 ONE DAY AFTER ITS EXTENDED DEADLINE FOR FILING, AND THUS THE ISSUER'S REGISTRATION STATEMENT ON FORM S-3 REGISTERING THE REPORTED SECURITIES ISSUABLE UPON EXERCISE OF THE WARRANTS CEASED TO BE  
(3) EFFECTIVE. AS A RESULT, ON JULY 16, 2008, THE WARRANTS BECAME UNEXERCISABLE, AND THE REPORTING PERSON CEASED TO HAVE A REPORTING OBLIGATION WITH RESPECT TO THE REPORTED SECURITIES. THIS FORM 4 REFLECTS BENEFICIAL OWNERSHIP OF THE REPORTING PERSON AS OF JULY 15, 2008, AND DOES NOT REFLECT ANY SUBSEQUENT ACTIVITY.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.