

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	05/16/2008		S		1,500	D \$ 4.79	31,165	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/19/2008		P		1,062	A \$ 4.59	32,227	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/19/2008		S		1,062	D \$ 4.59	31,165	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/20/2008		P		1,225	A \$ 4.13	32,390	I <u>(1)</u>	See Footnote

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								<u>(1)</u>
Common Stock	05/20/2008	S	38	D	\$ 4.44	32,352	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/20/2008	S	1,225	D	\$ 4.13	31,127	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	P	700	A	\$ 5.24	31,827	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	P	500	A	\$ 5.33	32,327	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	P	1,000	A	\$ 5.21	33,327	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	P	14,846	A	\$ 4.36	48,173	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	S	1,000	D	\$ 4.34	47,173	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	S	9,425	D	\$ 4.26	37,748	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	S	2,425	D	\$ 3.93	35,323	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	S	6,047	D	\$ 5.15	29,276	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/21/2008	S	275	D	\$ 5	29,001	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	P	10,839	A	\$ 5.31	39,840	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	P	1,695	A	\$ 5.05	41,535	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	P	21,595	A	\$ 5.43	63,130	I <u>(1)</u>	See Footnote <u>(1)</u>

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Common Stock	05/22/2008	P	500	A	\$ 5.33	63,630	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	P	3,800	A	\$ 4.99	67,430	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	847	D	\$ 5.37	66,583	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	200	D	\$ 5.28	66,383	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	200	D	\$ 5.3	66,183	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	13,334	D	\$ 5.25	52,849	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	6,356	D	\$ 5.34	46,493	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	3,000	D	\$ 5.3	43,493	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	1,300	D	\$ 5.47	42,193	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	3,861	D	\$ 5.09	38,332	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	400	D	\$ 5.5	37,932	I <u>(1)</u>	See Footnote <u>(1)</u>
Common Stock	05/22/2008	S	6,200	D	\$ 5.52	31,732	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.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)		8. A or N or	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Warrants (Right to Buy)	\$ 5	04/24/2008		S		10,100		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	1
Warrants (Right to Buy)	\$ 5	04/25/2008		P		10,000		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	1
Warrants (Right to Buy)	\$ 5	04/25/2008		P		56,000		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	5
Warrants (Right to Buy)	\$ 5	04/25/2008		P		9,900		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	9
Warrants (Right to Buy)	\$ 5	04/25/2008		S		9,900		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	9
Warrants (Right to Buy)	\$ 5	04/25/2008		S		66,000		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	6
Warrants (Right to Buy)	\$ 5	04/28/2008		P		20,387		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	2
Warrants (Right to Buy)	\$ 5	04/28/2008		S		20,387		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	2
Warrants (Right to Buy)	\$ 5	04/29/2008		P		10,000		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	1
Warrants (Right to Buy)	\$ 5	04/29/2008		P		33,700		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	3
Warrants (Right to Buy)	\$ 5	04/29/2008		S		100		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	1
Warrants (Right to Buy)	\$ 5	04/29/2008		S		3,500		03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	3

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Warrants (Right to Buy)	\$ 5	04/29/2008	S	33,700	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	3
Warrants (Right to Buy)	\$ 5	04/30/2008	P	8,074	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	04/30/2008	P	2,000	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	04/30/2008	S	2,000	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	04/30/2008	S	2,774	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	04/30/2008	S	5,300	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	05/01/2008	P	3,200	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	05/01/2008	P	4,713	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	05/01/2008	S	4,713	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	05/01/2008	S	3,200	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	05/01/2008	S	4,800	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	
Warrants (Right to Buy)	\$ 5	05/02/2008	P	10,000	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	1
Warrants (Right to Buy)	\$ 5	05/02/2008	P	6,029	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	0
Warrants (Right to Buy)	\$ 5	05/02/2008	P	12,000	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	1
Warrants (Right to	\$ 5	05/02/2008	S	800	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock	

Buy)

Warrants (Right to Buy)	\$ 5	05/02/2008	S	3,000	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock
Warrants (Right to Buy)	\$ 5	05/02/2008	S	12,000	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock
Warrants (Right to Buy)	\$ 5	05/02/2008	S	3	03/07/2008 <sup>(2)</sup>	03/03/2011	Common Stock

## Reporting Owners

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

## Signatures

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

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  
(2) 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.

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