

May 04, 2020

|                                                                                                                                                                                        |                                                                                                                                                                                                               |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>BSE Limited,</b><br>Department of Corporate Services<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai 400001<br>India<br><b>Symbol: 5PAISA</b><br><b>Scrip Code: 540776</b> | <b>National Stock Exchange of India Ltd</b><br>Department of Corporate Services<br>Exchange Plaza,<br>C-1, Block G, Bandra Kurla Complex,<br>Bandra (E),<br>Mumbai - 400051<br>India<br><b>Symbol: 5PAISA</b> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Dear Sirs,

**Sub: Disclosure under Regulations 30(1) and 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "SEBI Takeover Regulations") – 5paisa Capital Limited**

Pursuant to Regulations 30(1) and 30(2) of the SEBI Takeover Regulations, please find enclosed the disclosure of shareholding of FIH Mauritius Investments Ltd and HWIC Asia Fund (Class A Shares) in 5paisa Capital Limited as on March 31, 2020.

This is for your information and record.

Thank you.

Yours faithfully,



Authorised Signatory

On behalf of **FIH Mauritius Investments Ltd** and **HWIC Asia Fund (Class A Shares)**

Enclosed: A/a

**Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part A- Details of Shareholding:**

|                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                      |                                                                                                                                                         |                                                                                                                                                         |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                                                                                                                                                                                                                                                                                      | <b>Spaisa Capital Limited ("TC")</b>                                                                                                                                                                                                                 |                                                                                                                                                         |                                                                                                                                                         |
| 2. Name(s) of the stock exchange(s) where the shares of the TC are listed                                                                                                                                                                                                                                                                                                                                                               | <b>BSE Limited and National Stock Exchange of India Ltd.</b>                                                                                                                                                                                         |                                                                                                                                                         |                                                                                                                                                         |
| 3. Particulars of the Shareholder(s):<br><br>a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.<br><br>or<br>b. Name(s) of promoter(s), member of the promoter group and PAC with him. | <p><u>Acquirer:</u> FIH Mauritius Investments Ltd ("<b>FIHM</b>")</p> <p><u>PAC:</u> HWIC Asia Fund (Class A shares) ("<b>HWIC Asia</b>")</p> <p>Note: Acquirer and PAC do not belong to the Promoter or Promoter group of the TC.</p>               |                                                                                                                                                         |                                                                                                                                                         |
| 4. Particulars of the shareholding of person(s) mentioned at (3) above                                                                                                                                                                                                                                                                                                                                                                  | <b>No. of Shares</b>                                                                                                                                                                                                                                 | <b>% w.r.t. total equity share / voting capital wherever applicable</b>                                                                                 | <b>% of total diluted share / voting capital of TC (*)</b>                                                                                              |
| As of <b>March 31st, 2020</b> , holding of:                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                      |                                                                                                                                                         |                                                                                                                                                         |
| a) Shares:                                                                                                                                                                                                                                                                                                                                                                                                                              | <p><b>FIHM:</b><br/>6,771,314 (Six Million Seven Hundred Seventy-One Thousand and Three Hundred Fourteen) equity shares of TC.</p> <p><b>HWIC Asia:</b><br/>2,269,002 (Two Million Two Hundred Sixty-Nine Thousand and Two) equity shares of TC.</p> | <p><b>FIHM:</b><br/>26.58% of the paid up share/voting capital of TC#</p> <p><b>HWIC Asia:</b><br/>8.91% of the paid up share/voting capital of TC#</p> | <p><b>FIHM:</b><br/>26.58% of the diluted share/voting capital of TC#</p> <p><b>HWIC Asia:</b><br/>8.91% of the diluted share/voting capital of TC#</p> |
| b) Voting Rights (otherwise than by shares)                                                                                                                                                                                                                                                                                                                                                                                             | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                     | Nil                                                                                                                                                     |
| c) Warrants                                                                                                                                                                                                                                                                                                                                                                                                                             | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                     | Nil                                                                                                                                                     |

|                                                                                   |                                                                                                                                                                                                                                                      |                                                                                                                                                         |                                                                                                                                                         |
|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|
| d) Convertible Securities                                                         | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                     | Nil                                                                                                                                                     |
| e) Any other instrument that would entitle the-holder to receive shares in the TC | Nil                                                                                                                                                                                                                                                  | Nil                                                                                                                                                     | Nil                                                                                                                                                     |
| Total                                                                             | <p><b>FIHM:</b><br/>6,771,314 (Six Million Seven Hundred Seventy-One Thousand and Three Hundred Fourteen) equity shares of TC.</p> <p><b>HWIC Asia:</b><br/>2,269,002 (Two Million Two Hundred Sixty-Nine Thousand and Two) equity shares of TC.</p> | <p><b>FIHM:</b><br/>26.58% of the paid up share/voting capital of TC#</p> <p><b>HWIC Asia:</b><br/>8.91% of the paid up share/voting capital of TC#</p> | <p><b>FIHM:</b><br/>26.58% of the diluted share/voting capital of TC#</p> <p><b>HWIC Asia:</b><br/>8.91% of the diluted share/voting capital of TC#</p> |

- (#) As per the undertaking submitted by the Acquirer and PAC to SEBI by way of letter dated November 7, 2017, although the collective shareholding of the Acquirer and the PAC is 35.48% of the paid up share capital of the TC, the Acquirer and PAC have undertaken not to exercise voting rights in respect of equity shares that represent more than 25% (Twenty Five percent) of the paid up equity share capital of the TC at the time of voting on the relevant resolution.



Signature of the Authorised Signatory

For and on behalf of **FIH Mauritius Investments Ltd** and **HWIC Asia Fund (Class A Shares)**

Place: Mauritius

Date: May 04, 2020

**Note:**

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Part-B\*\***

**Name of the Target Company: Spaisa Capital Limited**

| <b>Name(s) of the person and Persons Acting in Concert (PAC) with the person</b> | <b>Whether the person belongs to Promoter/ Promoter group</b> | <b>PAN of the person and PACs</b>                                                   |
|----------------------------------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------------------------------|
| FIH Mauritius Investments Ltd                                                    | Not part of Promoter/Promoter Group                           |  |
| PAC: HWIC Asia Fund (Class A Shares)                                             | Not part of Promoter/Promoter Group                           |  |



Signature of the Authorised Signatory

For and on behalf of **FIH Mauritius Investments Ltd** and **HWIC Asia Fund (Class A Shares)**

Place: Mauritius

Date: May 04, 2020

pdfelement

**Note:**

(\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.