

24th March, 2015

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

BSE Ltd.
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort
Mumbai 400 001

Dear Sir,

Sub: Disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended – Intimation in respect of acquisition under Regulation 10(1) of the said Regulations

We write to inform you that we propose to acquire 72,18,410 equity shares of Rs.10 each of Cholamandalam Investment and Finance Company Limited, representing 5.02% of its equity, from Ambadi Investments Pvt Ltd ('AIPL'), our holding Company.

The proposed acquisition is exempt under Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011, being inter se transfer of shares amongst holding company and subsidiary of such holding company.

Please note that this information is provided to you pursuant to Regulation 10 (5) of SEBI (SAST) Regulations, 2011. The format prescribed by SEBI in terms of the said Regulation is enclosed duly filled.

Thanking you,

Yours faithfully,
For AMBADI HOLDINGS PRIVATE LTD


A VELLAYAN
DIRECTOR

Encl:

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

1.	Name of the Target Company (TC)	Cholamandalam Investment and Finance Company Limited
2.	Name of the acquirer(s)	AMBADI HOLDINGS PRIVATE LIMITED
3.	Whether the acquirer(s) is/are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters.	The acquirer is a wholly owned subsidiary of Ambadi Investments Pvt Ltd, which is part of the existing promoter group.
4.	Details of the proposed acquisition	
	a. Name of the persons(s) from whom shares are to be acquired	AMBADI INVESTMENTS PRIVATE LTD
	b. Proposed date of acquisition	On 31 st March, 2015
	c. Number of shares to be acquired from each person mentioned in 4(a) above	72,18,410 equity shares of Rs.10 each
	d. Total shares to be acquired as % of share capital of TC	5.02%
	e. Price at which shares are proposed to be acquired.	Rs.91 per share
	f. Rationale, if any, for the proposed transfer.	Inter se transfer amongst holding company and subsidiary of such holding company
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs.525.77
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	Not applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Yes, attached as per Annexure

For Ambadi Holdings Private Limited

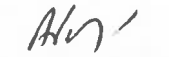

Director

9.	Declaration by the acquirer, that the transferor and transferee ~~have complied~~ / will comply with applicable disclosure requirements in Chapter V of Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)	Yes, attached as per Annexure																							
10.	Declaration by the acquirer that all conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes, attached as per Annexure																							
11.	Shareholding details	<table><tr><th colspan="3">Before the transaction</th><th colspan="2">After the transaction</th></tr><tr><th>No of shares / voting rights</th><th>% w.r.t total share capital of TC</th><th>No of shares / voting rights</th><th>% w.r.t total share capital of TC</th><th></th></tr><tr><td>a. Acquirer~~s~~ and PAC (other than sellers) * - AMBADI HOLDINGS PRIVATE LTD</td><td>755,92,658 52.62%</td><td>82,811,068</td><td>57.64%</td><td></td></tr><tr><td>b. Seller~~s~~ - Ambadi Investments Private Limited</td><td>72,18,410 5.02%</td><td>Nil</td><td>Nil</td><td></td></tr></table>				Before the transaction			After the transaction		No of shares / voting rights	% w.r.t total share capital of TC	No of shares / voting rights	% w.r.t total share capital of TC		a. Acquirer ~~s~~ and PAC (other than sellers) * - AMBADI HOLDINGS PRIVATE LTD	755,92,658 52.62%	82,811,068	57.64%		b. Seller ~~s~~ - Ambadi Investments Private Limited	72,18,410 5.02%	Nil	Nil	
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b. Seller ~~s~~ - Ambadi Investments Private Limited	72,18,410 5.02%	Nil	Nil																						

Date: 24th March, 2015

Place: Chennai

For AMBADI HOLDINGS PRIVATE LIMITED


A VELLAYAN
DIRECTOR

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Annexure

24th March, 2015

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Dear Sir,

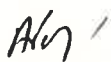
Sub: Inter se Transfer – Declarations required under Sl. Nos. 8, 9 and 10 of the Format for Disclosures under Regulation 10(5) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

We, Ambadi Holdings Private Limited, the acquirer, do hereby declare and confirm in respect of the proposed inter se transfer between Ambadi Investments Private Limited (Holding Company, the seller) and Ambadi Holdings Pvt Ltd (subsidiary company, the acquirer).

- (i) The acquisition price would not be higher by more than 25% of the price computed in point 6 as per the format for Disclosure under Regulation 10(5) of SEBI (SAST) Regulations, 2011.
- (ii) The transferor and transferee ~~have complied~~ / will comply with the applicable disclosure requirements in Chapter V of SEBI (SAST) Regulations, 2011 (corresponding provisions of the repealed SEBI (SAST) Regulations, 1997).
- (iii) All the conditions specified under Regulation 10(1)(a)(iii) of SEBI (SAST) Regulations, 2011 with respect to exemptions have been complied with.

Kindly take the same on record and do the needful.

Yours faithfully,
For AMBADI HOLDINGS PRIVATE LIMITED


A VELLAYAN
DIRECTOR