FCH/LS/ 239 /2011-12
March 21, 2012

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Mumbai – 400 050.

The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001.

Sub.: *Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011*

Ref.: *BSE- Scrip Code: 532938; NSE - Symbol - FCH*

Dear Sir/Madam,

Please find attached herewith disclosure pursuant to Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Future Capital Holdings Limited

Chetan Gandhi
Head - Legal & Secretarial

FUTURE CAPITAL HOLDINGS LIMITED Mumbai

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	SREI Infrastructure Finance Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Future Capital Holdings Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. Calcutta Stock Exchange Limited 2. Bombay Stock Exchange Limited 3. National Stock Exchange of India Limited		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t.total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition under consideration, holding of: a) Shares carrying voting rights	----	----	-----
b) Voting rights (VR) otherwise than by equity shares	----	----	-----
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-----	-----	-----
Total (a+b+c)	-----	-----	-----

Details of acquisition a) Shares carrying voting rights acquired	3,89,92,840	7.75%	7.75%
b) VRs acquired otherwise than by equity shares	---	---	---
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	---	---	---
Total (a+b+c)	3,89,92,840	7.75%	7.75%
After the acquisition, holding of: a) Shares carrying voting rights	3,89,92,840	7.75%	7.75%
b) VRs otherwise than by equity shares	---	---	---
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	---	---	---
Total (a+b+c)	3,89,92,840	7.75%	7.75%
6. Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	By way of pledge of shares offered as part of collateral encumberance created in consideration of borrowing by a client.		
7. Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other	March 19, 2012		

instrument that entitles the acquirer to receive shares in the TC.	
8. Equity share capital / total voting capital of the TC before the said acquisition	50,30,86,333 equity shares of Rs. 10/- each aggregating to Rs. 5,03,08,63,330
9. Equity share capital/ total voting capital of the TC after the said acquisition	50,30,86,333 equity shares of Rs. 10/- each aggregating to Rs. 5,03,08,63,330
10. Total diluted share/voting capital of the TC after the said acquisition	50,30,86,333 equity shares of Rs. 10/- each aggregating to Rs. 5,03,08,63,330

Note:

(*) 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.

Signature of the acquirer / Authorised Signatory

FUTURE CAPITAL HOLDINGS LIMITED Mumbai

Place: Mumbai

Date: March 21, 2012