

April 07, 2021

BSE Limited Listing Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001 India BSE Scrip Code: 542773	National Stock Exchange of India Ltd Listing Department Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai 400051 India NSE Symbol: IIFLSEC
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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") – IIFL Securities 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 IIFL Securities Limited as on March 31, 2021.

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)**

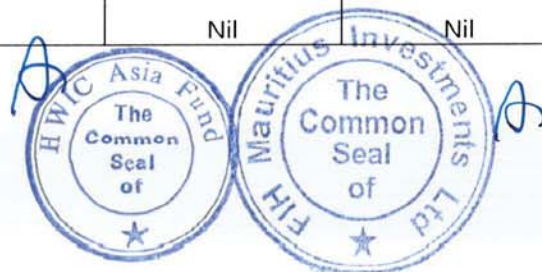


Enclosed: A/a

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)	IIFL Securities Limited ("TC")		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited and National Stock Exchange of India Ltd.		
3. Particulars of the Shareholder(s): 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. or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	<p><u>Acquirer:</u> FIH Mauritius Investments Ltd ("FIHM")</p> <p><u>PAC:</u> HWIC Asia Fund (Class A shares) ("HWIC Asia")</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	No. of Shares	% w.r.t. total equity share/ voting capital wherever applicable	% of total diluted share / voting capital of TC(*)
As of March 31st, 2021 , holding of:			
a) Shares:	<p>FIHM: 84,641,445 (Eighty Four Million Six Hundred Forty One Thousand and Four Hundred Forty Five) equity shares of TC</p> <p>HWIC Asia: 28,362,530 (Twenty Eight Million Three Hundred Sixty Two Thousand Five Hundred and Thirty) equity shares of TC</p>	<p><u>Share Capital</u></p> <p>FIHM: 27.94% of the paid up share capital of TC</p> <p>HWIC Asia: 9.36% of the paid up share capital of TC</p> <p><u>Voting Capital</u> (FIHM + HWIC Asia) - 25%#</p>	<p><u>Share Capital</u></p> <p>FIHM: 27.94% of the paid up share capital of TC</p> <p>HWIC Asia: 9.36% of the paid up share capital of TC</p> <p><u>Voting Capital</u> (FIHM + HWIC Asia) - 25%#</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	FIHM: 84,641,445 (Eighty Four Million Six Hundred Forty One Thousand and Four Hundred Forty Five) equity shares of TC HWIC Asia: 28,362,530 (Twenty Eight Million Three Hundred Sixty Two Thousand Five Hundred and Thirty) equity shares of TC	<u>Share Capital</u> FIHM: 27.94% of the paid up share capital of TC HWIC Asia: 9.36% of the paid up share capital of TC <u>Voting Capital</u> (FIHM + HWIC Asia) - 25%#	<u>Share Capital</u> FIHM: 27.94% of the paid up share capital of TC HWIC Asia: 9.36% of the paid up share capital of TC <u>Voting Capital</u> (FIHM + HWIC Asia) - 25%#

- # The Acquirer and PAC have not acquired any equity shares carrying voting rights in the TC but have been allotted shares in the TC pursuant to a demerger (under a Composite Scheme of Arrangement) of IIFL Finance Limited on June 6, 2019. The Acquirer and PAC have, pursuant to an undertaking to TC dated August 2, 2019, undertaken to not exercise voting rights in excess of 25% (Twenty Five percent) of the paid up equity share capital of the TC at the time of voting on the relevant resolution.

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Signature of the Authorised Signatory

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



Place: Mauritius

Date: April 07, 2021

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: IIFL Securities Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group
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: April 07, 2021

Note:

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