SHRIRAM
Transport Finance Company Limited
A WINNING RELATIONSHIP

SEC/FILING/BSE-NSE/19-20/68A-B

July 11, 2019

BSE Limited
P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code: 511218

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor,
Plot no. C/1, G- Block,
Bandra-Kurla Complex,
Mumbai – 400 051.
NSE Symbol: SRTRANSFIN

Dear Sirs,

Sub.: Disclosure under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations')

In connection with issuance of rupee/foreign currency bonds on public/private basis in international markets under the U.S.$2,000,000,000 Global Medium Term Note Programme, subject to market conditions, we wish to inform you that the Company is making the following announcement to Bloomberg today:

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES (AS DEFINED IN REGULATION S UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT")), OR IN OR INTO INDIA OR ANY OTHER JURISDICTION IF SUCH AN ACTION IS PROHIBITED BY APPLICABLE LAW.

** SHRIRAM TRANSPORT FINANCE US$ 5.95% DUE 2022s REOPENING: IPG **

Issuer	Shriram Transport Finance Company Limited
Issuer Rating	BB+ Stable / BB+ Stable (S&P / Fitch)
Expected Issue Ratings	BB+ / BB+ (S&P / Fitch)
Structure	Senior Secured Notes
Security	Charge on a specified pool of receivables exclusively earmarked for this issuance
Format	Regulation S Registered (Category 1)
Existing Notes	US$500m 5.95% Senior Notes due 24 October 2022 (ISIN: USY7758EEC13)
Fungibility	Immediately Fungible with the Existing Notes

Initial Price Guidance	5.625% area
Tap Size	US$ TBD
Coupon	5.95% p.a., fixed, semi-annual
Maturity	24 October 2022
Settlement	17 July 2019 (T+4)
Change of Control	Investor put option at 101% if Shriram Capital Limited ceases to be, directly or indirectly, the single largest shareholder in the Issuer or loses management control in the Issuer, accompanied by a Rating Decline
Use of Proceeds	For the purpose of onward lending and other activities as may be permitted by the ECB Directions
Maintenance Covenants	Included but not limited to: · Security Coverage Ratio >= 1.0 · Security will at all times consist of Standard Assets
Terms	SGX Listing, US$200k/1k denoms, English law
Sole Bookrunner	HSBC
Timing	Today's business
Net Road show	www.netroadshow.com/nrs/home/#!/?show=86384475 (Recommended) OR Visit www.netroadshow.com and enter the deal entry code: STFC2019 (not case-sensitive)

FCA / ICMA stabilization applies.

MiFID II professionals / ECPs-only – Manufacturer target market (MiFID II product governance) is eligible counterparties and professional clients only (all distribution channels).

Notification under Section 309B(1)(c) of the Securities and Futures Act (Chapter 289) of Singapore (the SFA) - In connection with Section 309B of the SFA and the Securities and Futures (Capital Markets Products) Regulations 2018 (the CMP Regulations 2018), the Company has determined the classification of the notes as 'prescribed capital markets products' (as defined in the CMP Regulations 2018).

This announcement is confidential and solely for the use of the person it is addressed to and its advisers. This announcement is not and does not constitute or form a part of, and should not be construed as, any offer, solicitation or invitation to sell, issue, purchase or subscribe for any securities of the Company in or into the United States, India or any other jurisdiction. No securities have been or will be registered under the Securities Act or the securities laws of any state of the United States, India or any other jurisdiction. If

any offering proceeds, the securities will only be offered and sold outside the United States in reliance on Regulation S ("Regulation S") under the U.S. Securities Act. No public offering is being made in the United States, India or in any other jurisdiction where such an offering is restricted or prohibited or where such offer would be unlawful. Any offering of securities will be made by means of an offering circular. Such offering circular will contain detailed information about the Company making the offer and its management and financial statements. No action has been taken in any jurisdiction that would permit a public offering to occur in any jurisdiction. Neither this announcement nor any portion hereof may be sent or distributed in or into the United States, or in or into India or any jurisdiction where it is unlawful to do so. Any failure to comply with these restrictions may result in a violation of the Securities Act or the applicable laws, regulations and guidelines of India and other jurisdictions. No money, securities or other consideration is being solicited by this announcement or the information contained herein and, if sent in response to this announcement or the information contained herein, will not be accepted. Neither this communication nor any information herein nor the fact of its distribution shall form the basis of, or be relied on in connection with, any contract or commitment or investment decision whatsoever. A rating is not a recommendation to buy, sell or hold the securities and may be subject to suspension, reduction or withdrawal at any time by the rating agency.

This announcement should not be considered as an advertisement, invitation, offer, sale or solicitation of an offer to subscribe for or purchase any securities, whether by way of private placement or to the public in India nor shall it or any part of it form basis of or relied on in connection with any contract, commitment or any investment decision in relation thereto in India. The Notes, referred to above, will not be offered or sold, and have not been offered or sold in India by means of any offering document or other document or material relating to the Notes, directly or indirectly, to any person or to the public in India. This communication or any offering memorandum or prospectus (or equivalent disclosure document) produced in connection with the offering of securities is not an offer document or an offering circular or a "private placement offer letter" or a "prospectus" under the Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended or any other applicable law in India. This announcement has not been and will not be registered as a "prospectus" or a statement in lieu of prospectus in respect of a public offer, information memorandum or "private placement offer letter" or any other offering material with any Registrar of Companies in India and no such document will be circulated or distributed to any person in India.

This is for your information and in compliance with the applicable provisions of the Listing Regulations.

Thanking you.

Yours faithfully,

For **SHRIRAM TRANSPORT FINANCE COMPANY LIMITED**

VIVEK MADHUKAR ACHWAL

Digitally signed by VIVEK MADHUKAR ACHWAL
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Date: 2019.07.11 07:08:57 +05'30'

VIVEK ACHWAL
COMPANY SECRETARY