

ANNEXURE**Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	SPML Infra Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Client Rosehill Limited		
Whether the acquirer belongs to Promoter/Promoter group	The acquirer does not belong to the promoter/promoter group of the TC.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) BSE Limited (ii) National Stock Exchange of India Limited		
Details of the acquisition/disposal as follows	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	3,521,575	9.61%	9.61%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	3,521,575	9.61%	9.61%
Details of acquisition /sale			
a) Shares carrying voting rights acquired / sold	1,972,301	5.38%	5.38%
b) VRs acquired /sold 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 /sold .	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	1,972,301	5.38%	5.38%
After the acquisition /sale, holding of:			
a) Shares carrying voting rights	5,493,876	14.99%	14.99%
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	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	5,493,876	14.99%	14.99%

Mode of acquisition /sale (e.g. open market / off-market/public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Off-market (Client Rosehill Limited has made the acquisition under the foreign direct investment route.)
Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	20 August 2018
Equity share capital / total voting capital of the TC before the said acquisition /sale	36,650,276 shares having a face value of INR2 each aggregating to INR73,300,552
Equity share capital/ total voting capital of the TC after the said acquisition /sale	36,650,276 shares having a face value of INR2 each aggregating to INR73,300,552
Total diluted share/voting capital of the TC after the said acquisition /sale	36,650,276 shares having a face value of INR2 each aggregating to INR73,300,552

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement [*now under Clause 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015*]

(**) 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:


 Client Rosehill Limited

Place: Ebene, Mauritius

Date: 20 August 2018