**Annexure -A**

# Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|---|---|---|---|
| 1. Name of the Target Company(TC) | Srei Infrastructure Finance Ltd | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Bharat Connect Pvt. Ltd | | |
| 3. Whether the acquirer belongs to Promoter / Promoter Group | Yes | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE, NSE & CSE | | |
| 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 | 12,960,000 | 2.5761% | 2.5761% |
| b) Voting rights (VR) otherwise than by equity shares | Nil | Nil | Nil |
| 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) | Nil | Nil | Nil |
| Total (a+b+c) | 12,960,000 | 2.5761% | 2.5761% |

| | | | |
|---|---|---|---|
| Details of acquisition<br>a) Shares carrying voting rights acquired<br>b) VRs acquired otherwise than by equity shares<br>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) | 14,300,000<br>Nil<br>Nil | 2.8425%<br>Nil<br>Nil | 2.8425%<br>Nil<br>Nil |
| Total (a+b+c) | 14,300,000 | 2.8425% | 2.8425% |
| After the acquisition, holding of:<br>a) Shares carrying voting rights acquired<br>b) VRs acquired otherwise than by equity shares<br>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) | 2,72,60,000<br>Nil<br>Nil | 5.4186%<br>Nil<br>Nil | 5.4186%<br>Nil<br>Nil |
| Total (a+b+c) | 2,72,60,000 | 5.4186% | 5.4186% |
| 6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.) | Off-Market | | |
| 7. Date of acquisition of/date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities /any other instrument that entitles the acquirer to receive shares in the TC. | 30-05-2013 | | |

| | |
|---|---|
| 8. Equity share capital / total voting capital of the TC before the said acquisition | 503,086,333 fully paid up Equity Shares of Rs. 10 each |
| 9. Equity share capital / total voting capital of the TC after the said acquisition | 503,086,333 fully paid up Equity Shares of Rs. 10 each |
| 10. Total diluted share/voting capital of the TC after the said acquisition | 503,086,333 fully paid up Equity Shares of Rs. 10 each |

**Note-1: Total promoter group shareholding remains unchanged**

**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.

For Bharat Connect Pvt. Ltd.



Authorised Signatory

Place: Kolkata

Date: 31-05-2013

Annexure -B

# Format for Disclosures under Regulation 29(2) 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 | Bharat Connect Pvt. Ltd, alongwith Person Acting in Concert Adisri Investment Pvt. Ltd, Adhyatma Commercial Pvt. Ltd, Deigratia International Pte Ltd, Mr.Sunil Kanoria and Mr.Hemant Kanoria (Promoter) (Note-1) | | |
| 3. Whether the acquirer belongs to Promoter / Promoter Group | Yes | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE, NSE & CSE | | |
| 5. Details of the acquisition / ~~disposal~~ / ~~holding~~ 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 / ~~disposal~~ under consideration, holding of: | | | |
| a) Shares carrying voting rights | 24,53,63,964 | 48.7717% | 48.7717% |
| b) Voting rights (VR) otherwise than by shares | Nil | Nil | Nil |
| 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) | Nil | Nil | Nil |
| Total (a+b+c) | 24,53,63,964 | 48.7717% | 48.7717% |

| | | | |
|---|---|---|---|
| Details of acquisition / ~~sale~~<br>a) Shares carrying voting rights acquired /sold<br>b) VRs acquired /sold otherwise than by equity shares<br>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 | 14,300,000 **(NOTE-1)**<br>Nil<br>Nil | 2.8425 %<br>Nil<br>Nil | 2.8425 %<br>Nil<br>Nil |
| Total (a+b+c) | 14,300,000 | 2.8425% | 2.8425% |
| After the acquisition/~~sale~~, holding of:<br>a) Shares carrying voting rights acquired<br>b) VRs acquired otherwise than by shares<br>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. | 24,53,63,964<br>Nil<br>Nil | 48.7717%<br>Nil<br>Nil | 48.7717%<br>Nil<br>Nil |
| Total (a+b+c) | 24,53,63,964 | 48.7717% | 48.7717% |
| 6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.) | Off-Market | | |
| 7. Date of acquisition of/date of receipt of intimation of allotment of shares, whichever is applicable | 30.05.2013 | | |

| | |
|---|---|
| 8. Equity share capital / total voting capital of the TC before the said acquisition / sale | 503,086,333 fully paid up Equity Shares of Rs. 10 each |
| 9. Equity share capital / total voting capital of the TC after the said acquisition / sale | 503,086,333 fully paid up Equity Shares of Rs. 10 each |
| 10. Total diluted share/voting capital of the TC after the said acquisition / sale. | 503,086,333 fully paid up Equity Shares of Rs. 10 each |

**Note-1: Bharat Connect Pvt. Ltd has acquired shares from Deigratia International Pte Ltd, both being persons acting in concert and part of the Promoter group of the Target Company.**

**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.

For Bharat Connect Pvt. Ltd.

Authorised Signatory

Place: Kolkata

Date: 31.05.2013