SHRIRAM Capital
INCLUSIVE GROWTH SINCE 1974

Date: 09.11.2012

Shriram Transport Finance Co Ltd
Mookambika Complex,
4, Lady Desika Road
Mylapore
Chennai 600004

Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai 400 001

National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (E) Mumbai 400 051

Dear Sir,

Sub: **Disclosures under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

As per the Scheme of Arrangement ("Scheme") approved by the Hon'ble High Court of Madras, Shriram Holdings (Madras) Private Limited ("SHMPL") merged with Shriram Transport Finance Company Limited ("STFC") and the shareholders of SHMPL were allotted shares in accordance with the approved swap ratio, specified in the Scheme, on 5.11.2012 by STFC and the intimation of allotment received by the Company on 7.11.2012. Shriram Capital Limited, being one of the shareholders of SHMPL, has been allotted 4,70,92,412 equity shares of STFC.

Accordingly, Pursuant to Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, We enclose herewith the disclosure in respect of our acquisition in the prescribed format.

Kindly acknowledge receipt

Thanking you,

Yours faithfully

For SHRIRAM CAPITAL LIMITED,

S Murali
Executive Director
CFO & Company Secretary

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Shriram Transport Finance Company Limited			
2.	Name of the acquirer(s)	Shriram Capital Limited			
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Ltd.			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Shriram Capital Limited has been allotted 47,092,412 shares of Shriram Transport Finance Company Limited pursuant to the amalgamation of Shriram Holdings (Madras) Private Limited into Shriram Transport Finance Company Limited under a scheme of amalgamation under Sections 391 to 394 of the Companies Act, 1956 sanctioned by the Madras High Court. Intimation of allotment was received by Shriram Capital Limited on November 7, 2012.			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	No			
7.	Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller		-		-
	b. Date of acquisition		-		-
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above		-		-
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC		-		-
	e. Price at which shares are proposed to be acquired / actually acquired		-		-

8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer ~~/ Transferee~~(*)	11410366	5.04	58502778	25.79
	b	Each Seller / Transferor	-	-	-	-

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For Shriram Capital Limited

S Murali
Executive Director
CFO & Company Secretary

Place: CHENNAI

Date: November 9, 2012

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