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: Revised Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 –reg.

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. For the above a disclosure under regulation 29 (2) of SEBI (substantial Acquisition of Shares and Takeovers) Regulations, 2011 was made on 8th November, 2012.

In the all the filing with stock exchanges under the Listing Agreement, Newbridge India Investments II Ltd, (who has also been allotted equity shares in amalgamation of Shriram Holdings (Madras) Private Ltd with Shriram Transport Finance Company Ltd) has been mentioned as **"Person Acting in Concert" (PAC).**

In this connection, we now file the revised disclosure under the said regulation by including Newbridge India Investments II Ltd, as **"Person Acting in Concerts".**

We hereby confirm that in this revised disclosure, there are no other changes in the numbers/ other data etc ,except the inclusion of Newbridge India Investments II Ltd as **"PAC",** as compared to the disclosure made on 8th November, 2012.

We regret the inconvenience caused in this regard.

Kindly acknowledge receipt

Thanking you,

Yours faithfully

For SHRIRAM CAPITAL LIMITED,

S Murali
Executive Director
CFO & Company Secretary

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - Revised

1. Name of the Target Company (TC)	SHRIRAM TRANSPORT FINANCE COMPANY LTD		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	SHRIRAM CAPITAL LIMITED ("SCL") PACs – Newbridge India Investments II Ltd ("Newbridge II"), Newbridge India Investments III Ltd, Newbridge Asia IV, L.P. and Southern Pine Pte 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 LTD, NATIONAL STOCK EXCHANGE OF (INDIA) LTD		
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	**1,14,10,366** (Acquirer) **Nil** (PACs including Newbridge II)	**5.04** (Acquirer) -	**5.04** (Acquirer) -
b) Voting rights (VR) otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
Total (a+b+c)	**1,14,10,366**	**5.04**	**5.04**

Details of acquisition/sale a) Shares carrying voting rights acquired/sold	**4,70,92,412** (Acquirer) **4,59,97,468#** (PAC-Newbridge II)	**20.75** (Acquirer) **20.28** (Newbridge II)	**20.75** (Acquirer) **20.28** (Newbridge II)
b) VRs acquired /sold otherwise than by 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	-	-	-
Total (a+b+c)	**4,70,92,412** (Acquirer) **4,59,97,468#** (PAC-Newbridge II)	**20.75** (Acquirer) **20.28** (PAC-Newbridge II)	**20.75** (Acquirer) **20.28** (PAC-Newbridge II)
After the acquisition/sale, holding of: a) Shares carrying voting rights	**5,85,02,778** (Acquirer) **4,59,97,468#** (PAC-Newbridge II)	**25.79** (Acquirer) **20.28** (PAC-Newbridge II)	**25.79** (Acquirer) **20.28** (PAC-Newbridge II)
b) VRs otherwise than by 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.			
Total (a+b+c)	**5,85,02,778** (Acquirer)	**25.79** (Acquirer)	**25.79** (Acquirer)

	4,59,97,468# (PAC-Newbridge II)	**20.28** (PAC-Newbridge II)	**20.28** (PAC-Newbridge II)
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Allotment of shares pursuant to Scheme of Arrangement / Amalgamation as approved by the Hon'ble High Court of Madras.*		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Intimation of allotment has been received by SCL on November 7, 2012		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs.226,37,80,680 /-		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs.226,87,89,360/-		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs.226,87,89,360 /-		

Note : Out of the above mentioned PACs in Point No.2, Newbridge II alone is allotted **4,59,97,468** shares of Shriram Transport Finance Company Limited ("STFC") by virtue of its holding in Shriram Holdings (Madras) Private Limited ("SHMPL") and consequent to the merger. None of the other PACs were allotted any shares as they were not having any holding in SHMPL.

* Note : 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 consequent intimation received by the company on 7th November, 2012.

For SHRIRAM CAPITAL LIMITED

S MURALI
Executive Director
CFO & Company Secretary

Place: Chennai
Date: 09.11.2012