Date:April 4, 2013

Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	**The National Stock Exchange of India Ltd.** Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051
SREI INFRASTRUCTURE FINANCE LTD 86 C, Vishwakarma, Topsia Road-South, Kolkata 700046	**The Calcutta Stock Exchange Limited** 7, Lyons Range Kolkata 700001

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 31 (1) and 31 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to the creation of encumbrance on shares of SREI INFRASTRUCTURE FINANCE LTD (the "Target Company").

Pursuant to the disclosure required to be made under Regulation 31(1) & 31(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed herewith the disclosure in respect of the creation of encumbrance by Adhyatma Commercial Private Limited on the shares of the Target Company.

Hemant Kanoria

Hemant Kanoria
Promoter
Srei Infrastructure Finance Ltd

Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target company (TC)	SREI INFRASTRUCTURE FINANCE LIMITED
Name of the Promoter(s) on whose shares encumbrance was created/ invoked/ released (tick the relevant one)	ENCUMBRANCE ON SHARES HELD BY M/S ADHYATMA COMMERCIAL PVT. LTD. IN THE TARGET COMPANY WHO ARE PERSONS ACTING IN CONCERT WITH MR. HEMANT KANORIA, PROMOTER OF THE TARGET COMPANY, HAS BEEN CREATED.
Date of reporting	1ST APRIL, 2013
Names of the stock exchanges where the shares of the target company are listed	BSE LTD., THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED., THE CALCUTTA STOCK EXCHANGE LIMITED

Details of the promoters' holding:
(The term "event" indicates creation/ invocation/ release of encumbrance, as the case may be)

Promoter (s) or PACs with him	Pre-event holding		Details of events pertaining to encumbrance		Post event holding (encumbered shares to be excluded)		(*) Details of encumbrance (pledge/lien or other- give details
Names	Number	% of total share capital	Type – creation/ invocation/ release	Date (s)	Number	% of Total share capital	
Adhyatma Commercial Pvt. Ltd. (PAC) with Promoter Mr. Hemant Kanoria	40,888,990	8.1276%	Creation of Pledge/ encumbrance to the extent of 50,00,000 shares	26.03.2013	99,83,287	1.9844%	Pledge created in favour of Capital First Limited (Formerly known as Future Capital Holdings Limited) to the extent of 0.9939%

(*) Details shall include the details regarding the person (s) on whose favour the encumbrance has been created and other important features of such encumbrance.

Signature of the Authorized Signatory

Hemant Kanoria

Hemant Kanoria
Promoter

Place: Kolkata
Date : 04.04.2013