ADHYATMA COMMERCIAL PVT. LTD.

Date: 16.02.2012

To
The Secretary
Srei Infrastructure Finance Limited
'Vishwakarma',
86C, Topsia Road (South)
Kolkata – 700 046

Re. : Disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 & Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992

Dear Sirs,

1. Adhyatma Commercial Private Limited (hereinafter referred to as "ACPL") is acting in concert with the Promoter (Mr. Hemant Kanoria) of Srei Infrastructure Finance Limited (the Target Company) and hence ACPL is part of the Promoter/Promoters' Group of the Target Company.

2. ACPL has acquired **50000** Equity Shares of Rs. 10/- each aggregating to **0.01%** of the total paid up Capital of the Target Company from the open market on **Wednesday, the 15th February, 2012.**

3. Post aforesaid acquisition, the shareholding of ACPL is **1,24,47,756** equity shares representing **2.47%** of the total Paid-up Capital in the Target Company.

4. Post aforesaid acquisition, the aggregate shareholding of ACPL/Promoter/Promoters' Group is **23,45,62,072** equity shares representing **46.62%** of the total Paid-up Capital in the Target Company.

5. The relevant Disclosures under above Regulations of SEBI are enclosed herewith in the prescribed formats for your kind information and record.

Thanking You,

Yours faithfully,

For **Adhyatma Commercial Private Limited**

Director/Authorised Signatory

Encl. : as above

cc: The Secretary

1. **The Calcutta Stock Exchange Limited**
   7 Lyons Range
   Kolkata – 700 001
   Fax: 033-2220 2514, 2221 4664, 2210 4492/4500/9606
2. **Bombay Stock Exchange Limited**
   Phiroze Jeejeebhoy Towers
   Dalal Street, Mumbai - 400 001
   Fax: 022-2272 2037, 2272 2039, 2272 2041

3. **National Stock Exchange of India Limited**
   Exchange Plaza, 5th Floor, Plot no. C/1, G Block
   Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051
   Fax: 022 – 2659 8237/38; 66418125/8126

Securities and Exchange Board of India

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 Limited		
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	ADHYATMA COMMERCIAL PRIVATE LIMITED (Acquirer) HEMANT KANORIA (Promoter) SUNIL KANORIA & FAMILY (PAC) DEIGRATIA INTERNATIONAL PTE LIMITED (PAC) ADISRI INVESTMENT PRIVATE LIMITED(PAC) BHARAT CONNECT PRIVATE LIMITED (PAC) HARI PRASAD SANJEEV KUMAR HUF (PAC) HARI PRASAD HEMANT KUMAR HUF (PAC) SUJIT KANORIA HUF (PAC) HEMANT KANORIA HUF (PAC) HARI PRASAD KANORIA FAMILY NIDHI (PAC) ANANT RAJ KANORIA & FAMILY(PAC) RAGHAV RAJ KANORIA & FAMILY (PAC) CHAMPA DEVI KANORIA & FAMILY (PAC) SUNIL KANORIA HUF (PAC) HARI PRASAD KANORIA & FAMILY (PAC) SANGITA KANORIA & FAMILY(PAC) DIVITA KANORIA & FAMILY(PAC) SUJIT KANORIA & FAMILY(PAC) MADHULIKA KANORIA & FAMILY(PAC) SUNITA KANORIA & FAMILY(PAC) NITYA SHREE KANORIA & FAMILY(PAC) SIDDHISHREE KANORIA & FAMILY(PAC) AVANISHREE KANORIA & FAMILY(PAC) SANJEEV KANORIA HUF (PAC) SANJEEV KANORIA & FAMILY(PAC) MANISHA LOHIA & FAMILY(PAC) MUKUND RAJ KANORIA & FAMILY(PAC) VATSAL RAJ KANORIA & FAMILY(PAC) PAC = Persons acting in concert		
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	NSE, BSE & 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	234512072	46.61	46.61
b)	Voting rights (VR) 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)			
Total (a+b+c)		234512072	46.61	46.61
	Details of the acquisition			
a)	Shares carrying voting rights acquired	50000	0.01	0.01
b)	VRs acquired 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			
Total (a+b+c)		50000	0.01	0.01
	After the acquisition holding of:			
a)	Shares carrying voting rights	234562072	46.62	46.62
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			
Total (a+b+c)		234562072	46.62	46.62
6	Mode of acquisition (e.g. open market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	OPEN 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.	15.02.2012		

8	Equity share capital / total voting capital of the TC before the said acquisition	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
9	Equity share capital/ total voting capital of the TC after the said acquisition	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
10	Total diluted share / voting capital of the TC after the said acquisition	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330

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 Adhyatma Commercial Pvt. Ltd.

Director / Authorised Signatory
Place: Kolkata
Date: 16.02.2012

Securities and Exchange Board of India

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	ADHYATMA COMMERCIAL PRIVATE LIMITED (Acquirer)		
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	NSE, BSE & 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: ADHYATMA COMMERCIAL PRIVATE LIMITED (Acquirer)			
a)	Shares carrying voting rights	12397756	2.46	2.46
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 TC (specify holding in each category)			
Total (a+b+c)		12397756	2.46	2.46
	Details of the acquisition /~~Sale~~			
a)	Shares carrying voting rights acquired/~~sold~~	50000	0.01	0.01
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)		50000	0.01	0.01
	After the acquisition /~~sale~~, holding of:			
a)	Shares carrying voting rights	12447756	2.47	2.47
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)		12447756	2.47	2.47

6	Mode of acquisition /~~sale~~ (e.g. open market/ off -market /public issue / rights issue / preferential allotment / inter-se transfer, etc.)	OPEN MARKET
7	Date of acquisition/~~sale of shares/~~ VR or date of receipt of intimation of allotment of shares, whichever is applicable	15.02.2012
8	Equity share capital / total voting capital of the TC before the said acquisition/~~sale~~	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
9	Equity share capital/ total voting capital of the TC after the said acquisition/~~sale~~	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
10	Total diluted share / voting capital of the TC after the said acquisition/~~sale~~	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330

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 Adhyatma Commercial Pvt. Ltd.

Director / Authorised Signatory
Place: Kolkata
Date: 16.02.2012

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(4), 13(4A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is a part of Promoter Group of Srei Infrastructure Finance Ltd.

Name, PAN No. & Address of ~~Promoter~~/ Person who is a part of Promoter Group/~~Director/ Officer~~	No. and percent-age of shares / voting rights held by the ~~Promoter~~/ Person who is a part of Promoter Group/ ~~Director/ Officer~~	Date of receipt of allotment advice / acquisition / ~~sale~~ of Shares/ voting rights	Date of Intima-tion to Company	Mode of acquisi-tion (market purchase/ public / rights / preferential offer etc.)/ ~~Sale~~	No. & % of shares / voting rights post-Acquisiti-on/ ~~sale~~	Trading member through whom the trade was executed with SEBI Regn. No. of the TM	Exch-ange on which the trade was execut-ed	Buy quan-tity	Buy Value (Rs.)	Sell quantity	Sell Value (Rs.)
ADHYATMA COMMERCIAL PVT. LTD. 3, MIDDLE ROAD, HASTINGS, KOLKATA - 700022 PAN No. AAHCA5672J	12397756 (2.46%)	15.02.2012	16.02.2012	OPEN MARKET	12447756 (2.47%)	AUM CAPITAL MARKET PVT. LTD. INB231276438	NSE	50000	1642478	NIL	NIL

For Adhyatma Commercial Private Limited

Authorised Signatory

Place: KOLKATA
Date : 16.02.2012