

CA Rover Holdings
C/o GFin Corporate Services Ltd
6th Floor, GFin Tower, 42 Hotel Street, Cybercity, Ebene 72201, Mauritius
Tel: (230) 404 3900 Fax: (230) 454 6824

March 19, 2021

To,

The Compliance Officer
SBI Cards and Payment
Services Limited
Unit 401 & 402, 4th Floor,
Aggarwal Millennium
Tower E-1,2,3, Netaji
Subhash Place, Wazirpur,
New Delhi 110 034, India

The Managing Director
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai, India 400 001

The Managing Director
The National Stock Exchange of
India Limited
Exchange Plaza, Plot no. C/1, G
Block,
Bandra Kurla Complex, Bandra
(East)
Mumbai, India 400 051

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover
Regulations")

Dear Sir,

We, CA Rover Holdings (the "**Seller**") have sold 40,000,000 equity shares of the face value of Rs. 10 each ("**Equity Shares**") of SBI Cards and Payment Services Limited (the "**Target Company**"), representing 4.25% of the total issued and paid-up Equity Share capital of the Target Company, by way of one or more share sales on the screen-based trading of BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**", and together with BSE, the "**Stock Exchanges**") (the "**Sale**").

As required under regulation 29(2) of the SEBI Takeover Regulations, we enclose with this letter, a disclosure of the change in our shareholding in the Target Company, pursuant to the Sale. The enclosed disclosure is in the relevant format notified by SEBI in respect of regulation 29(2) of the SEBI Takeover Regulations.

This letter is intended for the information and records of the Target Company and the Stock Exchanges.

Thanking You.

Yours sincerely,

For CA Rover Holdings



Authorised Signatory

Name: Adiilah Ibrahim Balladin

Address: C/o GFin Corporate Services Ltd, 6th Floor, GFin Tower, 42 Hotel Street,
Cybercity, Ebene 72201, Mauritius

Encl: a/a

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Disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	SBI Cards and Payment Services Limited		
Name(s) of the seller	CA Rover Holdings		
Whether the seller belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE Limited		
Details of the disposal as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Before the disposal under consideration, holding of :			
a) Shares carrying voting rights	149,173,488	15.86	15.86
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a + b + c + d)	149,173,488	15.86	15.86
Details of sale			
a) Shares carrying voting rights sold	40,000,000	4.25	4.25
b) VRs 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	-	-	-
d) Shares encumbered /invoked/released by the acquirer	-	-	-

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e) Total (a + b + c + d)	40,000,000	4.25	4.25
After the sale, holding of:			
a) Shares carrying voting rights	109,173,488	11.61	11.61
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) 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	-	-	-
e) Total (a + b + c + d)	109,173,488	11.61	11.61
Mode of sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Sale by way of one or more share sales on the screen-based trading of BSE Limited and National Stock Exchange of India Limited		
Date of sale of shares	March 17, 2021		
Equity share capital / total voting capital of the TC before the said sale*	Rs. 9,405,254,560		
Equity share capital/ total voting capital of the TC after the said sale*	Rs. 9,405,254,560		
Total diluted share/voting capital of the TC after the said sale**	Rs. 9,405,254,560		

(*) Total share capital/ voting capital is as per the latest filing done by the Target Company to the Stock Exchange i.e. the shareholding pattern filed by the Target Company for the quarter ended December 31, 2020.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the Target Company (excluding outstanding vested options under ESOP scheme). 855,508 Equity Shares are available for allotment pursuant to valid exercise of 855,508 outstanding vested stock options available to the eligible employees under the ESOP Scheme.

For **CA Rover Holdings**



Authorised Signatory

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Date: March 19, 2021