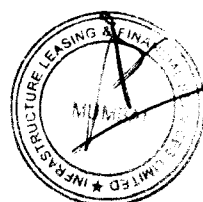


ANNEXURE – 2

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

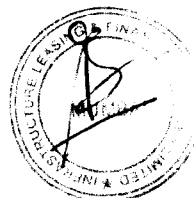
Name of the Target Company (TC)	IL&FS Engineering and Construction Company Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<u>Acquirer</u> Infrastructure Leasing and Financial Services Limited (IL&FS) <u>Persons Acting in Concert</u> IL&FS Financial Services Limited (IFIN)		
Whether the acquirer belongs to Promoter/Promoter group	Yes, Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. National Stock Exchange of India Limited		
Details of the acquisition / 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 acquisition under consideration, holding of :			
a) Shares carrying voting rights	IL&FS – 18,096,995	16.12	16.12
	IFIN – 18,441,482	16.43	16.43
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-		



Contd.....P/2

-: 2 :-

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 T C (specify holding in each category)	-		
e) Total (a+b+c+d)	IL&FS – 18,096,995	16.12	16.12
	IFIN – 18,441,482	16.43	16.43
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	IL&FS – 4,408,045	2.45	2.45
	IFIN – 4,491,955	2.50	2.50
b) Voting Rights 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	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+d) #	IL&FS – 4,408,045	2.45	2.45
	IFIN – 4,491,955	2.50	2.50



Contd.....P/3

-: 3 :-

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	IL&FS – 22,505,040	18.57	18.57
	IFIN – 22,933,437	18.93	18.93
b) Shares in the nature of encumbranced with the acquirer	-		
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 T C (specify holding in each category)	-		
e) Total (a+b+c+d)	IL&FS – 22,505,040	18.57	18.57
	IFIN – 22,933,437	18.93	18.93
Mode of acquisition / sale (e.g. open market /off-market/public issue/rights issue / preferential allotment / inter-se transfer etc).	Preferential Allotment		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 8, 2015		
Equity share capital / total voting capital of the TC before the said acquisition / sale	112,258,671 Shares		
Equity share capital / total voting capital of the TC after the said acquisition / sale	121,158,671 Shares		
Total diluted share/voting capital of the TC after the said acquisition	121,158,671 Shares		

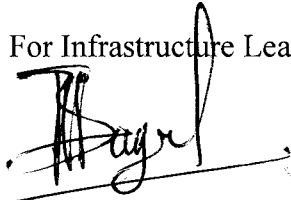


Contd.....P/4

-: 4 :-

- (*) Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (**) 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.
- # The percentages depicted viz., 2.45% and 2.50%, of IL&FS and IFIN respectively are the percentage acquisition as required to be computed under Regulation 3 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

For Infrastructure Leasing & Financial Services Limited



Avinash Bagul
Chief Operating Officer &
Company Secretary



Date : September 10, 2015
Place : Mumbai