

March 15, 2019

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.
Company Scrip Code: - 500189

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai-400 051.
Company Script Code: HINDUJAVEN

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Subscription to the equity shares offered to the Company by Hinduja Leyland Finance Limited (HLFL) on rights basis

Dear Sir/ Madam,

The Investment Committee/ Board on March 14, 2019, accorded its approval (i) to subscribe 2,22,862 equity shares of Rs. 10/- each of Hinduja Leyland Finance Limited (HLFL) offered to the Company on rights basis at a price of Rs. 153/- per share (including premium of Rs. 143/- per share) in the proportion of 1 new equity share for every 72 equity shares held i.e. (1:72) in HLFL; and (ii) to subscribe such additional number of equity shares of Rs. 10/- each of HLFL, which may be renounced in favour of the Company by the existing members of HLFL, at a price of Rs. 153/- per share (including premium of Rs. 143/- per share) pursuant to Letter of Offer dated March 07, 2019.

The Company's shareholding after subscribing to the equity shares offered on rights basis will increase to 1,62,68,907 equity shares (as against 1,60,46,045 equity shares) which would be equivalent to 3.46% on the enhanced equity paid up capital of HLFL (excluding renunciation portion, if any)

Following are the details required to be disclosed as specified in Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sr. No	Particulars	Response
a.	Name of the target entity, details in brief such as size, turnover etc.	Hinduja Leyland Finance Limited (HLFL). Revenue from Operations as on March 31, 2018 is Rs. 1,95,936 Lakhs. Net worth as on March 31, 2018 is Rs. 2,13,323.49 Lakhs.
b.	a. Whether the acquisition would fall within related party transaction(s) b. whether the promoter/ promoter group/ group companies have any interest in the entity being acquired?	No. The subscription to equity shares offered on rights basis by HLFL would not fall within the related party transaction(s) of the Company. Yes, being the Shareholder of HLFL.

Cin. No.: L51900MH1985PLC036896

Hinduja Ventures Limited : In Centre, 49/50, M.I.D.C., 12th Road, Andheri (E), Mumbai - 400 093.
Phone: 6691 0945 / 2824 8379 Fax: 6691 0988 Web: www.hindujaventures.com



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	c. If yes, nature of interest and details thereof and whether the same is done at "arm's length	Yes, the proposed subscription shall be at arm's length.
c.	Industry to which the entity being acquired belongs.	NBFC engaged in Asset Financing and other financial services (Financial service activities, except insurance and pension funding).
d.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Being an existing shareholder of HLFL, it was considered beneficial to take advantage of the right conferred on the Company by HLFL by way of rights issue.
e.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.
f.	Indicative time period for completion of the acquisition	April 30, 2019.
g.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration.
h.	Cost of acquisition or the price at which the shares are acquired	Rs. 153/- per equity shares (at a premium of Rs. 143/- per share) for subscribing to (i) 2,22,862 equity shares and (ii) such additional shares of HLFL, which may be renounced in favour of the Company by the existing members of HLFL, offered on rights basis by HLFL.
i.	Percentage of shareholding / control acquired and / or number of shares acquired	No. of equity shares: 2,22,862 Percentage: 0.047% of the enhanced paid capital of the Company.
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	HLFL was incorporated on November 12, 2008. HLFL is a RBI registered Non-Banking Finance Company. The Company is engaged in the business of vehicle finance, construction equipment finance and loan against property.

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		Last 3 years Turnover of HLFL/ Revenue from Operations of HLFL are as under: March 31, 2018: Rs. 1,95,936 Lakhs March 31, 2017: Rs. 1,48,631 Lakhs March 31, 2016: Rs. 1,14,569 Lakhs
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You are requested to take the same on record.

Thanking You,

Yours Faithfully
For Hinduja Ventures Limited


Ashok Mansukhani
Managing Director
DIN: 00143001

