

## 'ANNEXURE - B'

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

|                                                                                                                                                                                             |                                                                            |                                                          |                                                          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------|----------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                                          | THE MOTOR & GENERAL FINANCE LIMITED                                        |                                                          |                                                          |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                            | RAJIV GUPTA / ARTI GUPTA                                                   |                                                          |                                                          |
| 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                                                                                                                       | NATIONAL STOCK EXCHANGE,MUMBAI (NSE)<br>BOMBAY STOCK EXCHANGE,MUMBAI (BSE) |                                                          |                                                          |
| 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:                                                                                                                            |                                                                            |                                                          |                                                          |
| a) Shares carrying voting rights                                                                                                                                                            | 1611394                                                                    | 8.322%                                                   | 8.322%                                                   |
| b) Voting rights (VR) otherwise than by shares                                                                                                                                              | 0                                                                          | 0                                                        | 0                                                        |
| 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)                    | 0                                                                          | 0                                                        | 0                                                        |
| <b>Total (a+b+c)</b>                                                                                                                                                                        | <b>1611394</b>                                                             | <b>8.322%</b>                                            | <b>8.322%</b>                                            |
| Details of acquisition/sale                                                                                                                                                                 |                                                                            |                                                          |                                                          |
| a) Shares carrying voting rights acquired/sold                                                                                                                                              | 5446                                                                       | 0.028%                                                   | 0.028%                                                   |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                              | 0                                                                          | 0                                                        | 0                                                        |
| 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      | 0                                                                          | 0                                                        | 0                                                        |
| <b>Total (a+b+c)</b>                                                                                                                                                                        | <b>5446</b>                                                                | <b>0.028%</b>                                            | <b>0.028%</b>                                            |
| After the acquisition/sale, holding of:                                                                                                                                                     |                                                                            |                                                          |                                                          |
| a) Shares carrying voting rights                                                                                                                                                            | 1616840                                                                    | 8.350%                                                   | 8.350%                                                   |
| b) VRs otherwise than by shares                                                                                                                                                             | 0                                                                          | 0                                                        | 0                                                        |
| 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. | 0                                                                          | 0                                                        | 0                                                        |
| <b>Total (a+b+c)</b>                                                                                                                                                                        | <b>1616840</b>                                                             | <b>8.350%</b>                                            | <b>8.350%</b>                                            |
| 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                                                               | 29.08.2013                                                                 |                                                          |                                                          |
| 8. Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                 | 19363595                                                                   |                                                          |                                                          |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                   | 19363595                                                                   |                                                          |                                                          |
| 10. Total diluted share/voting capital of the TC after the said acquisition/sale.                                                                                                           | NOT APPLICABLE                                                             |                                                          |                                                          |

(\*) 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.

Signature of the acquirer / seller / Authorised Signatory  
 Place: NEW DELHI  
 Date: 30.08.2013