SHRIRAM
INCLUSIVE GROWTH SINCE 1974

Date: 29.3.2012

Shriram City Union Finance Ltd
Mookambika Complex,
4, Lady Desika Road
Mylapore
Chennai 600004

Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai 400 001

Madras Stock Exchange Ltd.
Exchange Building
P.B.No.183,
11, Second Line Beach
Chennai 600 001

National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (E) Mumbai 400 051

**Dear Sir,**

Sub: **Disclosure under Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulations**

In terms of Regulation 13 (4A) of Securities Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2011 notified on 16th August, 2011 and uploaded on SEBI website on 23rd August, 2011, any person who is a promoter or part of promoter group of a listed Company, has to disclose change in shareholding if such change exceeds Rs.5 lakh in value or 25,000 shares or 1% of total shareholding or voting rights, whichever is lower from the last disclosure made under Listing Agreement.

Accordingly, Form D is being filed for change in our shareholding as prescribed under the above mentioned Regulations.

Kindly acknowledge receipt

Thanking you,

Yours faithfully
For SHRIRAM CAPITAL LIMITED,

S Murali
Executive Director
CFO and Company Secretary

# FORM D

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

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

**Regulation 13(4A) – Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed Company**

| Name PAN No. & Address of Promoter / Person who is part of Promoter Group / Director / Officer | No. & % of shares / voting rights held by the Promoter / Person who is part of Promoter Group / Director / Officer | Date of Receipt of allotment advice/ acquisition / sale of shares/ voting rights | Date of intimation to company | Mode of acquisition on (market purchase/ public/rights/ preferential offer etc.)/ sale | No. & % of shares/ voting rights post-acquisition/ sale | Trading member through whom the trade was executed with SEBI Registration no. of the TM | Exchange on which the trade was executed | Buy quantity | Buy value | Sell quantity | Sell value |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Shriram Capital Limited 123, Angappa Naicken Street, Chennai 600001 Ph:24990960 PAN NO. AABCS2726B | Nil | 27/03/2012 | 29/03/2012 | Preferential Issue | 23,00,000 4.41% | NA | NA | NA | Rs. 1,31,10,00,000 | NIL | NIL |

Notes:

1 Prior to this subscription, Shriram Capital Limited indirectly through its subsidiaries (Shriram Retail Holdings Private Limited and Shriram Enterprise Holdings Private Limited being Promoters of Shriram City Union Finance Limited) was holding 53.08% stake in Shriram City Union Finance Limited as of 31.12.11

2 Apart from the above, Shriram Capital Limited also acquired 59 lacs warrants at an exercise prise of Rs.570/- which is to be exercised within 18 months from 27.03.12 being the allotment date.

for Shriram Capital Limited

S Murali
Executive Director
CFO & Company Secretary

To

Shriram City Union Finance Limited
Bombay Stock Exchange Ltd
National Stock Exchange of (India) Ltd
Madras Stock Exchange Ltd