

Standard Chartered Private Equity (Mauritius) Limited

6th Floor, Tower A, I Cybercity, Ebene, Mauritius

30 August 2019

BSE Limited ("BSE")

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001
India

Via email and fax to +91 22 2272 3121/ 2037/ 2041

National Stock Exchange of India Ltd. ("NSE")

Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E)
Mumbai - 400051
India

Via email and fax to +91 22 2659 8237 / 38

Redington India Limited

Redington (India) Limited
SPL Guindy House,
95 Anna Salai,
Guindy, Chennai 600 032

Via email and fax to +91 44 2235 2790

Dear Sirs,

DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL DIVESTMENT OF SHARES AND TAKEOVERS) REGULATION, 2011

Standard Chartered Private Equity (Mauritius) Limited have sold 3,210,732 (0.83%) shares of the company via on market transaction.

Enclosed is a copy of the disclosure form made by Standard Chartered Private Equity (Mauritius) Limited. Please contact Pallavi Raje at +65 6596 4999 if you require any clarifications.

Regards,



Pallavi Raje
Director

Attachment: 5 pages (excluding this cover letter)

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

Name of the Target Company (TC)	Redington (India) Limited														
Name(s) of the seller acquirer and Persons Acting in Concert (PAC) with the seller acquirer	Seller: Standard Chartered Private Equity (Mauritius) Limited (SCPEM) PAC: Standard Chartered Private Equity (Mauritius) III Limited (SCPEM III)														
Whether the acquirer 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 the BSE Limited														
Details of the acquisition / disposal as follows															
<u>Before the acquisition/disposal under consideration, holding of:</u>															
a) Shares carrying voting rights <i>(Refer to Notes 1 and 2)</i>	<table border="1"> <thead> <tr> <th>Entity Name</th> <th>No. of Shares</th> <th>% total sh/voting sh</th> <th>% total diluted sh/voting sh</th> </tr> </thead> <tbody> <tr> <td>SCPEM (Seller)</td> <td>3,210,732</td> <td>0.83%</td> <td>0.83%</td> </tr> <tr> <td>SCPEM III (PAC)</td> <td>7,341,668</td> <td>1.89%</td> <td>1.89%</td> </tr> </tbody> </table>	Entity Name	No. of Shares	% total sh/voting sh	% total diluted sh/voting sh	SCPEM (Seller)	3,210,732	0.83%	0.83%	SCPEM III (PAC)	7,341,668	1.89%	1.89%		
Entity Name	No. of Shares	% total sh/voting sh	% total diluted sh/voting sh												
SCPEM (Seller)	3,210,732	0.83%	0.83%												
SCPEM III (PAC)	7,341,668	1.89%	1.89%												
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	NIL	NIL												
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL												
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each	NIL	NIL	NIL												
e) Total (a+b+c+d)	10,552,400	2.72%	2.72%												
<u>Details of acquisition/sale</u>															

a) Shares carrying voting rights acquired/sold SCPEM (Seller)	3,210,732	0.83%	0.83%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) ¹ Total (a+b+c+/-d)	3,210,732	0.83%	0.83%
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights (Refer to Notes 1 and 2)	SCPEM (seller): NIL SCPEM III (PAC): NIL ¹ ²	SCPEM (seller): NIL SCPEM III (PAC): NIL	SCPEM (seller): NIL SCPEM III (PAC): NIL
b) Shares encumbered with the acquirer	NIL	NIL	NIL

¹ On or around the same date as the date on which SCPEM is transferring the shares of target company, SCPEM III is transferring 7,341,668 equity shares of the target company as well. SCPEM III is separately making a disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to the aforesaid transfer.

² The general partner of Marina IV(Singapore) Pte. Ltd., Marina IV LP and Marina Horizon (Singapore) Pte. Ltd. has been recently transferred to a third party, and, as a consequence, such entities ceased to be a PAC with SCPEM and SCPEM III at the time of such transfer. Accordingly, their shareholding has not been disclosed. Refer Annexure I regarding disassociation with the Marina Funds.

c) VRs otherwise than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL
e) ¹ Total (a+b+c+d)	NIL	NIL	NIL
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	On market – block deal		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 30, 2019		
Equity share capital / total voting capital of the TC before the said acquisition / sale	389,081,315		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	389,081,315		
Total diluted share/voting capital of the TC after the said acquisition	389,081,315		

(*) 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.

Signature of the acquirer / seller / Authorised Signatory

Palayi

Place: SINGAPORE

Date: 3rd September 2019

Annexure I – Note for disassociation with the Marina Funds

Pursuant to a transaction agreement between (i) Finventures UK Limited (**Finventures**); (ii) Standard Chartered Bank (**SCB**, and together with Finventures, the **Sellers**); (iii) Affirma Capital (Singapore) Pte. Ltd. (formerly known as Celebes (Singapore) Pte. Ltd.) (**Affirma Capital**); (iv) ICG Augusta Partners LP; and (iv) Augusta Fund 1, LP (the **Augusta Fund**) (the **Agreement**), the Sellers have agreed amongst other things and subject to the satisfaction of certain conditions (a) to a management buy-out by Affirma Capital of the Standard Chartered group's principal finance private equity business (the **Management Buy-Out**); and (b) a sale of the Standard Chartered group's interests in a portfolio of private equity investments to the Augusta Fund. Completion of the Management Buy-Out took place on 31 July 2019.

As part of the Management Buy-Out, the Sellers sold the general partner entities to the Marina Funds (Marina West, Marina Finance, Marina III, Marina IV and Marina V) to Affirma Capital. Prior to completion of the Management Buy-Out, the Sellers held general partner (**GP**) and in some cases limited partner (**LP**) interests in the Marina Funds. The LP interests in the Marina Funds are held by the GPs of the Marina Funds. As a result of the sale of the GP entities to the Marina funds, the Sellers no longer hold any LP or GP interests in the Marina funds.

Marina IV (Singapore) Pte. Ltd. and Marina Horizon (Singapore) Pte. Ltd. are subsidiaries of Marina IV LP and through the sale of the GP entity to Marina IV, the Sellers no longer hold an interest in any of these three entities.

