

July 10, 2020

From:

BCP V Multiple Holdings Pte. Ltd.

Income at Raffles
16 Collyer Quay #19-00
Singapore 049318

To:

BSE Limited, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Tel: 91-22-22721233/4, 91-22- 66545695 Fax : 91-22-22721919 E-mail: corp.relations@bseindia.com Scrip Code: 541336	The National Stock Exchange of India Limited, Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai 400051 Tel: 022 2659 8100/ 2659 8114 / 66418100 Fax: 022 2659 8120 E-mail: takeover@nse.co.in Scrip Code: INDOSTAR	IndoStar Capital Finance Limited, One Indiabulls Center, 20 th Floor, Tower 2A, Jupiter Mills Compound, Senapati Bapat Marg, Mumbai - 400013 Tel: +91 22 4315 7000 Fax: +91 22 4315 7010 E-mail: icf.legal@indostarcapital.com
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Dear Sir/ Madam,

Subject: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended

This is to inform you that BCP V Multiple Holdings Pte. Ltd. has acquired 2,92,41,258 (two crore ninety two lakh forty one thousand two hundred and fifty eight) equity shares of IndoStar Capital Finance Limited, pursuant to the mandatory tender offer, on July 8, 2020.

Further, BCP V Multiple Holdings Pte. Ltd. has acquired 50,00,000 (fifty lakh) equity shares of IndoStar Capital Finance Limited from Indostar Capital pursuant to the share purchase agreement dated January 31, 2020, on July 9, 2020.

In view of the above, please find attached the requisite disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.

Yours faithfully,

For and on behalf of BCP V Multiple Holdings Pte. Ltd.



Name: Aanandjit Sunderaj

Designation: Director

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

Name of the Target Company (TC)	IndoStar Capital Finance Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	BCP V Multiple Holdings Pte. Ltd. (Acquirer), together with Brookfield Business Partners L.P. (PAC)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
<i>Details of the acquisition / disposal as follows</i>	<i>Number</i>	<i>% w.r.t. total share/voting capital wherever applicable(*)</i>	<i>% w.r.t. total diluted share/voting capital of the TC (**)</i>
Before the acquisition under consideration, holding of:			
(a) Shares carrying voting rights	3,01,72,414	24.50%	21.09%
(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 category)	1,20,68,966 compulsorily convertible preference shares	-	8.44%
(e) Total (a+b+c+d)	4,22,41,380	24.50%	29.53%
Details of acquisition / sale:			
(a) Shares carrying voting rights acquired / sold	3,42,41,258	27.80%	23.94%
(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) Total (a+b+c+/-d)	3,42,41,258	27.80%	23.94%
After the acquisition / sale, holding of:			
(a) Shares carrying voting rights	6,44,13,672	52.30%	45.03%
(b) Shares encumbered with the acquirer	Nil	Nil	Nil
(c) VRs otherwise than by shares	Nil	Nil	Nil
(d) Warrants/convertible securities/any other instrument that entitles the	1,20,68,966 compulsorily	-	8.44%

acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	convertible preference shares		
(e) Total (a+b+c+d)	7,64,82,638	52.30%	53.46%
Mode of acquisition / sale (e.g. open market / public issue / rights issue / preferential allotment / <i>inter se</i> transfer / encumbrance, etc.)	Mandatory Tender Offer and BCP V Multiple Holdings Pte. Ltd. has purchased 50,00,000 equity shares from Indostar Capital pursuant to the share purchase agreement dated January 31, 2020		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 8, 2020 for acquisition of equity shares pursuant to the mandatory tender offer / July 9, 2020 for acquisition of equity shares pursuant to the share purchase agreement		
Equity share capital / total voting capital of the TC before the said acquisition / sale	INR 1,23,17,03,290 comprising 12,31,70,329 Equity Shares of face value of INR 10 each <i>(Before conversion of 1,20,68,966 compulsorily convertible preference shares and outstanding employee stock options)</i>		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	INR 1,23,17,03,290 comprising 12,31,70,329 Equity Shares of face value of INR 10 each <i>(Before conversion of 1,20,68,966 compulsorily convertible preference shares and outstanding employee stock options)</i>		
Total diluted share/voting capital of the TC after the said acquisition	INR 1,43,05,92,720 comprising 14,30,59,272 Equity Shares of face value of INR 10 each <i>(After conversion of 1,20,68,966 compulsorily convertible preference shares and outstanding employee stock options)</i>		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants and outstanding employee stock options into equity shares of the TC.

Signature of the acquirer / Authorised Signatory



Place: Singapore

Date: July 10, 2020