



Investment works

April 1, 2020

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001, India

Sub: Compliance of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended (“Takeover Regulations”)

Unit: IIFL Finance Ltd.; Scrip Code: IIFL | 532636 | INE530B01024

Dear Sir/Madam,

Pursuant to Regulation 29(1) of the Takeover Regulations, we CDC Group plc, the undersigned, hereby inform you that we have acquired 58,501,587 equity shares of IIFL Finance Ltd. (Formerly Known as IIFL Holdings Limited) (“**Company**”) on March 30, 2020 (constituting 15.46% of the total paid-up share capital of the Company), pursuant to the Composite Scheme of Arrangement amongst IIFL Finance Limited (Formerly known as IIFL Holdings Limited), IIFL Distribution Services Limited, IIFL Wealth Management Limited, IIFL Securities Limited, India Infoline Finance Limited, India Infoline Media and Research Services Limited and their respective Shareholders (“**Scheme**”), approved by Hon’ble National Company Law Tribunal (NCLT) on March 07, 2019.

Please find attached hereto, the disclosure relating to the aforesaid acquisition in the format prescribed under the Takeover Regulations.

Kindly take the above on record.

Thank you.

Yours faithfully,

Authorised Signatory
For **CDC Group plc**

Encl.: As above



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Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	IIFL Finance Limited (Formerly known as IIFL Holdings Limited)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	CDC Group Plc 'CDC Group'		
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 BSE Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:	-	-	-
a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by equity shares 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) e) Total (a+b+c+d)			
Details of acquisition			
a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by equity shares 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) e) Total (a+b+c+d)	58,501,587	15.46%	15.46%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	58,501,587	15.46%	15.46%



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c) Voting rights (VR) otherwise than by equity shares 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) e) Total (a+b+c+d)			
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Shares allotted by IIFL Finance Limited pursuant to the order passed by Hon'ble National Company Law Tribunal (NCLT) dated March 07, 2019 approving the Composite Scheme of Arrangement amongst IIFL Finance Limited (Formerly known as IIFL Holdings Limited), IIFL Distribution Services Limited, IIFL Wealth Management Limited, IIFL Securities Limited, India Infoline Finance Limited, India Infoline Media and Research Services Limited and their respective Shareholders (" Scheme ").		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity Shares		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	30 March 2020		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 63,93,72,732 divided into 31,96,86,366 equity shares of Rs. 2 each.		
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 75,66,81,844 divided into 37,83,40,922 equity shares of Rs. 2 each.		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 75,66,81,844 divided into 37,83,40,922 equity shares of Rs. 2 each.		

Signature of the acquirer / Authorised Signatory

Place: London

Date: April 1, 2020

Note:



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() 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.*

*(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.*