

Ref. No. 3281/STCL/DT/2023-24

07th July 2023 –

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	POONAWALLA FINCORP LIMITED 201 and 202, 2nd floor, AP81, Koregaon Park Annex, Mundhwa PUNE Pune MH 411036	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G- Block, Bandra-Kurla Complex, Bandra (E) Mumbai – 400 051
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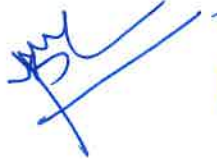
Dear Sir,

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – POONAWALLA FINCORP LIMITED.

Please find attached the Disclosures which are required to be made under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of the release of shares of POONAWALLA FINCORP LIMITED in favour SBICAP Trustee company Ltd, as debenture Trustee for the NCDs raised by Jupiter Capital Limited (Issuer/Pledgor) and the subject shares are pledged by the pledgor in our favour for the benefit of debenture holders as a security.

You are requested to take note of the same on your records.

Yours faithfully,

For SBICAP Trustee Company Limited**Authorized Signatory**

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

Name of the Target Company (TC)	POONAWALLA FINCORP LIMITED		
Name(s) of the acquirer/releaser and Persons Acting in Concert (PAC) with the acquirer	SBICAP Trustee Company Limited ("STCL")		
Whether the acquirer belongs to Promoter/Promoter group	NO		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & National Stock Exchange of India Ltd		
Details of the acquisition / disposal 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/ disposal under consideration, holding of :			
a) Shares carrying voting rights	b) 65,804	b) 0.0086%	b) 0.0086%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	e) 65,804	e) 0.0086%	e) 0.0086%
e) Total (a+b+c+d)			
Details of acquisition/sale/release			
a) Shares carrying voting rights acquired/sold			
b) VRs acquired /sold otherwise than by shares			
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			
d) Shares encumbered / invoked/released by the acquirer	d) 17,000	d) 0.0022%	d) 0.0022%
e) Total (a+b+c+/-d)	e) 17,000	e) 0.0022%	e) 0.0022%

After the acquisition/sale/release, holding of:			
a) Shares carrying voting rights			
b) Shares encumbered with the acquirer	b) 48,804	b) 0.0064%	b) 0.0064%
c) VRs otherwise than by 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) after acquisition			
e) Total (a+b+c+d)	e) 48,804	e) 0.0064%	e) 0.0064%
Mode of acquisition/ sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter se transfer etc)/ release	Release of Shares		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares/release whichever is applicable	05-07-2023 (Date of release of shares)		
Equity share capital / total voting capital of the TC before the said acquisition / sale/ release	76,79,47,592 equity shares of Rs.2/- each aggregating Rs.1,53,58,95,184/- (as per BSE shareholding pattern as on dated March 2023)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale/ release	76,79,47,592 equity shares of Rs.2/- each aggregating Rs.1,53,58,95,184/- (as per BSE shareholding pattern as on dated March 2023)		
Total diluted share/voting capital of the TC after the said acquisition / release	76,79,47,592 equity shares of Rs.2/- each aggregating Rs.1,53,58,95,184/- (as per BSE shareholding pattern as on dated March 2023)		

(*) Total share capital/ voting capital to be taken as per the latest filing (March 31, 2023) 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.

(***) STCL acts as a Security Trustee, Debenture Trustee, Share Pledge Trustee etc. It is not the business of STCL to lend the money to any entity / company / individual or borrow the money or to provide the security to any lender / borrower. STCL only holds the security created in its favour for the benefit of the debenture holders / lender as required under the transaction documents. Further, in case the default in repayment of loans / debentures is made by the borrower / Issuer Company, STCL will required to enforce the security created in its favour, as per the instructions / direction of the lenders / debenture holders as required under the transaction documents.

Place: Mumbai

Date: 07/07/2023

Signature of the acquirer/ seller/ Authorised Signatory
For SBICAP Trustee Company Limited




Authorized Signatory