



Date: 30 April 2024

To:

The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, C - 1, Block G  
Bandra – Kurla Complex  
Bandra - (E)  
Mumbai – 400 051  
**Symbol: SBFC**

The Department of Corporate Services  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
**Scrip Code: 543959**

To:

The Compliance Officer  
**SBFC Finance Limited**

Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East)  
Mumbai - 400 059

Dear Sir/ Madam,

**Name of Company: SBFC Finance Limited**

**Sub: Filing of disclosure under Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI Takeover Regulations”)**

We, Arpwood Capital Private Limited, Promoter of SBFC Finance Limited (“**the Company**”) hereby file the disclosures in the format prescribed under Regulation 29(2) of the SEBI Takeover Regulations, with respect to disposal of equity shares of the Company.

I request you to please take these disclosures on record. Yours sincerely,

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Raj Kataria  
Director,  
Arpwood Capital Private Limited

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**ARPWOOD CAPITAL PRIVATE LIMITED**

Regd. Off: 51B, 5<sup>th</sup> Floor, Maker Chambers IV,  
Jamnalal Bajaj Marg, Nariman Point, Mumbai – 400 021  
Tel: +91 22 6621 7000 | Fax: +91 22 6621 7099  
Corporate Identity No: U65100MH2013PTC241310



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

|  |   |  |   |
|--|---|--|---|
| 1. Name of the Target Company (TC)   | SBFC Finance Limited  |  |   |
| 2. Name(s) of the <del>acquirer</del> Seller and Persons Acting in Concert (PAC) with the <del>acquirer</del> Seller   | Seller: Arpwood Capital Private Limited<br>PAC: Arpwood Partners Investment Advisors LLP and Eight45 Services LLP |  |   |
| 3. Whether the <del>acquirer</del> Seller belongs to Promoter/Promoter Group   | Yes, the Seller is a Promoter of the TC   |  |   |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed  | BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE")                                      |  |   |
| 5. Details of the <del>acquisition</del> /disposal as follows  | <b>Number</b>   | <b>% w.r.t. total share/voting capital wherever applicable (*)</b> | <b>% w.r.t. total diluted share/voting capital of the TC (**)</b> |
| <b>Before the <del>acquisition</del>/disposal under consideration, holding of:</b>   |   |  |   |
| a) Shares carrying voting rights   | 1,10,71,022   | 1.03%  | 1.03%   |
| b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)   | N/A   | N/A  | N/A   |
| c) Voting rights (VR) otherwise than by shares   | N/A   | N/A  | N/A   |
| d) Warrants / convertible securities / any other instrument that entitles the <del>acquirer</del> Seller to receive shares carrying voting rights in the TC (specify holding in each category)                                       | N/A   | N/A  | N/A   |
| <b>Total (a+b+c+d)</b>   | 1,10,71,022   | 1.03%  | 1.03%   |
| <b>Details of <del>acquisition</del>/sale</b>  |   |  |   |
| a) Shares carrying voting rights <del>acquired</del> / sold  | 1,10,71,022   | 1.03%  | 1.03%   |
| b) VRs <del>acquired</del> / sold otherwise than by shares   | N/A   | N/A  | N/A   |
| c) Warrants / convertible securities / any other instrument that entitles the <del>acquirer</del> Seller to receive shares carrying voting rights in the TC (specify holding in each category) <del>acquired</del> / sold            | N/A   | N/A  | N/A   |
| d) Shares encumbered/invoked/released by the <del>acquirer</del> Seller  | N/A   | N/A  | N/A   |
| <b>Total (a+b+c+/-d)</b>   | 1,10,71,022   | 1.03%  | 1.03%   |
| <b>After the <del>acquisition</del>/sale, holding of the Seller:</b>   |   |  |   |
| a) Shares carrying voting rights   | NIL   | 0.0%   | 0.0%  |
| b) Shares encumbered with the <del>acquirer</del> Seller   | N/A   | N/A  | N/A   |
| c) VRs otherwise than by shares  | N/A   | N/A  | N/A   |
| d) Warrants / convertible securities / any other instrument that entitles the <del>acquirer</del> Seller to receive shares carrying voting rights in the TC (specify holding in each category) after <del>acquisition</del> disposal | N/A   | N/A  | N/A   |

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|   |   |      |      |
|---|---|------|------|
| <b>Total (a+b+c+d)</b>  | NIL   | 0.0% | 0.0% |
| 6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.) | Open Market   |      |      |
| 7. Date of acquisition/sale of shares/ <del>VR</del> or date of receipt of intimation of allotment of shares, whichever is applicable         | 30 <sup>th</sup> April 2024   |      |      |
| 8. Equity share capital / total voting capital of the TC before the said acquisition/ sale <sup>#</sup>                                       | <b>Number of Shares:</b> 1,07,37,54,986<br><b>Amount (in ₹):</b> 10,73,75,49,860<br>(Face value of ₹ 10/- per equity share)<br>As per the shareholding pattern of the TC for the quarter ended March 31, 2024 |      |      |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale <sup>#</sup>   | <b>Number of Shares:</b> 1,07,37,54,986<br><b>Amount (in ₹):</b> 10,73,75,49,860<br>(Face value of ₹ 10/- per equity share)<br>As per the shareholding pattern of the TC for the quarter ended March 31, 2024 |      |      |
| 10. Total diluted share/voting capital of the TC after the said acquisition sale <sup>#</sup>   | <b>Number of Shares:</b> 1,07,37,54,986<br><b>Amount (in ₹):</b> 10,73,75,49,860<br>(Face value of ₹ 10/- per equity share)<br>As per the shareholding pattern of the TC for the quarter ended March 31, 2024 |      |      |

(\*) 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 excluding outstanding ESOPs.

#Note: The percentages and total share capital are calculated as per the shareholding pattern of SBFC Finance Limited for the quarter ended March 31, 2024 and does not take into account any ESOP allotments post March 31, 2024. Diluted share capital excludes the outstanding ESOPs



[SIGNATURE PAGE ATTACHED SEPERATELY]

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Yours sincerely,

*Raj Kataria*

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Raj Kataria

Director,

**Arpwood Capital Private Limited**

**Place:** Mumbai

**Date:** 30 April 2024

*[SIGNATURE PAGE OF ARPWOOD CAPITAL PRIVATE LIMITED TO THE DISCLOSURE UNDER REGULATION 29 (2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011]*

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