

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. BSE Scrip Code: 532636</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. NSE Symbol: IIFL</b>
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Dear Sir(s)/Madam(s),

**Sub: - Disclosure under Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2015**

With reference to the captioned subject please find enclosed herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

Kindly take the same on record and acknowledge receipt.

Yours truly,

**Nirmal Bhanwarlal Jain  
(Promoter & Executive Director)  
DIN: 00010535  
IIFL Finance Limited**

**Place: Mumbai  
Date: March 24, 2020**

**Copy to:  
Company Secretary  
IIFL Finance Limited**

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

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	<p><u>Buyer:</u></p> <p>Nirmal Bhanwarlal Jain</p> <p><u>PAC:</u></p> <ol style="list-style-type: none"> <li>1. Venkataraman Rajamani</li> <li>2. Madhu N Jain</li> <li>3. Aditi Athavankar</li> <li>4. Orpheus Trading Pvt Ltd</li> <li>5. Ardent Impex Pvt Ltd</li> <li>6. Aditi Athavankar (in her capacity as trustee of Kalki Family Private Trust)</li> <li>7. Mansukhlal Jain &amp; Harshita Nirmal Jain (in their capacity as trustee of Nirmal Madhu Family Private Trust)</li> </ol>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ol style="list-style-type: none"> <li>1. BSE Limited</li> <li>2. National Stock Exchange of India Limited</li> </ol>		
Details of the acquisition / 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 acquisition/disposal under consideration, holding of:</b>			
a) Shares carrying voting rights			
- Venkataraman Rajamani	1,09,84,432	3.44	3.44
- Nirmal Bhanwarlal Jain	4,71,65,154	14.75	14.75
- Madhu N Jain	1,20,75,000	3.78	3.78

- Aditi Athavankar	2,00,000	0.06	0.06
- Ardent Impex Pvt Ltd	35,18,904	1.10	1.10
- Orpheus Trading Pvt Ltd	13,00,000	0.41	0.41
- Aditi Athavankar (in her capacity as trustee of Kalki Family Private Trust)	90,00,000	2.82	2.82
- Mansukhlal Jain & Harshita Nirmal Jain (in their capacity as trustee of Nirmal Madhu Family Private Trust)	1,00,00,000	3.13	3.13
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)			
<b>e) Total (a+b+c+d)</b>	<b>9,42,43,490</b>	<b>29.48</b>	<b>29.48</b>
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/ <del>sold</del>			
- Nirmal Bhanwarlal Jain	17,483	0.01	0.01
- Venkataraman Rajamani	-	-	-
- Madhu N Jain	-	-	-
- Aditi Athavankar	-	-	-
- Ardent Impex Pvt Ltd	-	-	-
- Orpheus Trading Pvt Ltd	-	-	-
- Aditi Athavankar (in her capacity as trustee of Kalki Family Private Trust)	-	-	-
- Mansukhlal Jain & Harshita Nirmal Jain (in their capacity as trustee of Nirmal Madhu Family Private Trust)	-	-	-

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.			
<b>Total (a+b+c+/-d)</b>	<b>17,483</b>	<b>0.01</b>	<b>0.01</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights			
- Venkataraman Rajamani	1,09,84,432	3.44	3.44
- Nirmal Bhanwarlal Jain	4,71,82,637	14.76	14.76
- Madhu N Jain	1,20,75,000	3.78	3.78
- Aditi Athavankar	2,00,000	0.06	0.06
- Ardent Impex Pvt Ltd	35,18,904	1.10	1.10
- Orpheus Trading Pvt Ltd	13,00,000	0.41	0.41
- Aditi Athavankar (in her capacity as trustee of Kalki Family Private Trust)	90,00,000	2.82	2.82
- Mansukhlal Jain & Harshita Nirmal Jain (in their capacity as trustee of Nirmal Madhu Family Private Trust)	1,00,00,000	3.13	3.13
b) Shares encumbered with the acquirer			
c) VRs 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) after acquisition			
<b>e) Total (a+b+c+d)</b>	<b>9,42,60,973</b>	<b>29.49</b>	<b>29.49</b>
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential	Open Market		

allotment / inter-se transfer etc.)	
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 24, 2020
Equity share capital / total voting capital of the TC before the said acquisition/sale	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/sale	Rs. 63,93,72,732 divided into 31,96,86,366 equity shares of Rs. 2 each.
Total diluted share/voting capital of the TC after the said acquisition/sale	Rs. 63,93,72,732 divided into 31,96,86,366 equity shares of Rs. 2 each.

**Note:**

(\*) 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.

**Nirmal Bhanwarlal Jain**  
**(Promoter & Executive Director)**  
**DIN: 00010535**  
**IIFL Finance Limited**

**Place: Mumbai**  
**Date: March 24, 2020**