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FM/CS/2018/485

May 30, 2018

Mr. Jitendra Bhati  
VP - Compliance & Secretarial  
**Indostar Capital Finance Ltd.**  
Tower 2A, One Indiabulls Center,  
20th Floor, Senapati Bapat Marg,  
Jupiter Mills Compound,  
Mumbai-400013  
022-43157000

Dear Sir,

**Sub: Reporting under Regulation 29(1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011**

We wish to inform you that SBI Mutual Fund under its various schemes has acquired shares of your Company resulting to acquisition of above 5% of the paid up share capital of your Company. Pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, please find enclosed report detailing our holding in your Company.

The holding of SBI Mutual Fund, under its various schemes, as at close of business hours on May 29, 2018 was 4,585,639 shares which is 5.0315% of paid up share capital of your Company.

Thanking you,

Yours faithfully,

**For SBI Funds Management Private Limited**

*V. Datar*

**Vinaya Datar**  
Head - Compliance & Company Secretary

Encl: As Above

c.c. 1. National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra Kurla Complex  
Bandra (East)  
Mumbai - 400 051

2. General Manager  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Trustee: **SBI Mutual Fund Trustee Company Private Limited** (CIN: U65991MH2003PTC138496)

9th Floor, Crescenzo, Plot C-38 & 39, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.  
Tel.: +91 22 61793000 | Fax: +91 22 67425687-91 | Website: www.sbimf.com

**Part-A- Details of the Acquisition**

| Name of the Target Company (TC)   |           | Indostar Capital Finance Ltd.  |   |
|---|-----------|--|---|
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer   |           | SBI MUTUAL FUND under its various schemes                            |   |
| Whether the acquirer belongs to Promoter/Promoter group   |           | N.A.   |   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed  |           | BSE Ltd & National Stock Exchange of India Ltd                       |   |
| Details of the acquisition as follows   | Number    | % w.r.t. total share/<br>voting capital wherever<br>applicable (*)   | % w.r.t. total diluted share/voting capital<br>of the TC (**) |
| <b>Before the acquisition under consideration, holding of acquirer along with PACs of :</b>   |           |  |   |
| a) Shares carrying voting rights  | 4,517,988 | 4.9573%  | NA  |
| b) Share in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)  | NA        | NA   | NA  |
| c) Voting rights (VR) otherwise than by equity shares   | NA        | NA   | NA  |
| 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)                        | NA        | NA   | NA  |
| e) Total (a+b+c+d)  | 4,517,988 | 4.9573%  | NA  |
| <b>Details of acquisition (Details of acquisition mentioned in the Annexure)</b>  |           |  |   |
| a) Shares carrying voting rights acquired   | 67,651    | 0.0742%  | NA  |
| b) VRs acquired otherwise than by equity shares   | NA        | NA   | NA  |
| 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               | NA        | NA   | NA  |
| d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)  | NA        | NA   | NA  |
| e) Total (a+b+c+d)  | 67,651    | 0.0742%  | NA  |
| <b>After the acquisition, holding of acquirer alongwith PACs of :</b>   |           |  |   |
| a) Shares carrying voting rights  | 4,585,639 | 5.0315%  | NA  |
| b) VRs otherwise than by equity shares  | NA        | NA   | NA  |
| 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) after acquisition      | NA        | NA   | NA  |
| d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) Shares pledged with the acquirer   | NA        | NA   | NA  |
| d) Total (a+b+c+d)  | 4,585,639 | 5.0315%  | NA  |
| Mode of acquisition (e.g. open market / public issue/ rights issue / preferential allotment / inter-se transfer, etc.)  |           | Market Purchase  |   |
| 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 or/ 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. |           | Acquired 67,651 shares on 29-May-2018                                |   |
| Equity share capital / total voting capital of the TC before the said acquisition   |           | Rs. 91,13,89,610/- divided into 9,11,38,961 shares of Rs. 10/- each. |   |
| Equity share capital/ total voting capital of the TC after the said acquisition   |           | Rs. 91,13,89,610/- divided into 9,11,38,961 shares of Rs. 10/- each. |   |
| Total diluted share/voting capital of the TC after the said acquisition   |           | NA   |   |

*Sharma*  
Raviprakash Sharma  
Dealer

*for MUB*  
Aparna Nigude  
Executive Director & Chief Risk Officer

Place: Mumbai  
Date: 30-May-2018  
Note:

(\*) Total share capital/ voting 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.



**SBI MUTUAL FUND**

Part-B\* PARTNER FOR LIFE

Name of the Target Company: Indostar Capital Finance Ltd.

**SBI Funds Management Private Limited**

A joint venture between SBI & AMUNDI

Raviprakash Sharma

Dealer

Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: 30-May-2018

for Aparna Nirgude  
Executive Director & Chief Risk Officer


**Note:**

(\*) Total share capital/ voting 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

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

| Annexure                 |                                |                         |                                |                         |                               |                         |
|--------------------------|--------------------------------|-------------------------|--------------------------------|-------------------------|-------------------------------|-------------------------|
| Scheme                   | Share holding before Allotment |                         | Shares acquired on 29-May-2018 |                         | Share holding after Allotment |                         |
|                          | No of Shares                   | % holding of Eq Capital | No of Shares                   | % holding of Eq Capital | No of Shares                  | % holding of Eq Capital |
| SBI Equity Hybrid Fund   | 2,418,182                      | 2.6533%                 | 67,651                         | 0.0742%                 | 2,485,813                     | 2.7275%                 |
| SBI Contra Fund          | 262,236                        | 0.2877%                 | -                              | -                       | 262,236                       | 0.2877%                 |
| SBI Focussed Equity Fund | 1,837,590                      | 2.0163%                 | -                              | -                       | 1,837,590                     | 2.0163%                 |
| <b>Total</b>             | <b>4,517,988</b>               | <b>4.9573%</b>          | <b>67,651</b>                  | <b>0.0742%</b>          | <b>4,585,639</b>              | <b>5.0315%</b>          |

  
Raviprakash Sharma  
Dealer

  
for Aparna Nigude  
Executive Director & Chief Risk Officer