

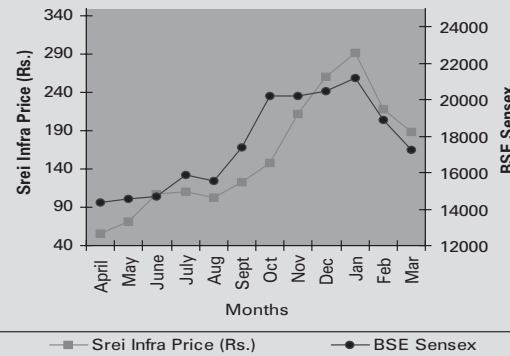
## SHAREHOLDERS' INFORMATION

<p><b>1. Annual General Meeting</b></p> <p>a) Date and Time b) Venue</p>	<p>Saturday, the 20th September, 2008 at 10.30 a.m. Science City Mini Auditorium, JBS Haldane Avenue, Kolkata - 700046</p>
<p><b>2. Financial Calendar (Tentative)</b></p> <p>a) Financial reporting for 2008-2009 Quarter ending 30th June, 2008 Quarter/Half year ending 30th September, 2008 Quarter ending 31st December, 2008 Year ending 31st March, 2009</p> <p>b) Annual General Meeting for the year ending on 31st March, 2009</p>	<p>July, 2008 October, 2008 January, 2009 May / June, 2009</p> <p>August / September, 2009</p>
<p><b>3. Book Closure Date</b></p>	<p>Friday, 12th September, 2008 to Saturday, 20th September, 2008 (both days inclusive)</p>
<p><b>4. Date for payment of Dividend</b></p>	<p>On or after 22nd September, 2008</p>
<p><b>5. Listing on Stock Exchanges</b></p>	<p>The Equity Shares and other Securities of the Company are presently listed on the following Stock Exchanges:</p> <p>a) The Calcutta Stock Exchange Association Limited 7, Lyons Range, Kolkata – 700 001</p> <p>b) The Stock Exchange, Mumbai Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001</p> <p>c) National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051</p> <p>The Global Depository Receipts (GDRs) issued by the Company are listed and admitted to trading on London Stock Exchange w.e.f. 21st April, 2005.</p> <p>The Debt securities of the Company are listed on the Wholesale Debt Market (WDM) Segment of the National Stock Exchange of India Limited (NSE).</p>
<p><b>6. Listing Fees</b></p>	<p>Listing fees for 2008-2009 have been paid to all the above-mentioned domestic and overseas Stock Exchanges as per the Listing Agreement.</p>
<p><b>7. ISIN Numbers</b></p>	<p>Equity Shares - INE872A01014 Unsecured Subordinated Bonds - INE872A10015 Global Depository Receipts (GDRs) - US78465V2043</p>
<p><b>8. Stock Codes (Equity Shares &amp; GDRs)</b></p>	<p>Equity Shares CSE - 29051, BSE - 523756 and NSE - SREINTFIN Global Depository Receipts (GDRs) London Stock Exchange - SRI</p>

**9. Stock Market Data**

Month	National Stock Exchange		Mumbai Stock Exchange	
	High Rs.	Low Rs.	High Rs.	Low Rs.
April, 2007	56.40	44.00	55.90	45.95
May, 2007	71.90	53.00	71.80	54.05
June, 2007	106.40	77.80	107.00	86.00
July, 2007	110.80	89.00	110.00	89.70
August, 2007	103.00	80.05	102.75	84.60
September, 2007	122.85	89.00	122.90	90.80
October, 2007	150.00	87.55	148.50	106.30
November, 2007	212.35	128.10	212.20	128.05
December, 2007	260.85	180.00	260.15	186.00
January, 2008	291.40	196.00	292.00	193.00
February, 2008	219.30	151.05	219.25	151.25
March, 2008	183.50	116.00	188.00	115.10

**Performance in comparison to BSE Sensex (monthly High)**



**10. Registered Office**

a) Address

“Vishwakarma”, 86C Topsia Road (South),  
Kolkata – 700 046

b) Telephone No.

91-33-3988 7734

c) Facsimile Nos.

91-33-2285 7542/8501

d) Website

www.srei.com

e) Email

corporate@srei.com

<b>11.</b>	<b>Registrar and Share Transfer Agent's details</b>					
a)	Name & Address	Maheshwari Datamatics Private Limited 6 Mangoe Lane, 2nd Floor Kolkata 700001				
b)	Telephone Nos.	91-33-2243 5029/5809, 2248 2248				
c)	Facsimile No.	91-33-2248 4787				
d)	Email	mdpl@cal.vsnl.net.in				
<b>12.</b>	<b>Financial Year</b>	1st April to 31st March				
<b>13.</b>	<b>Particulars of Past three AGMs</b>					
		<b>AGM</b>	<b>Year</b>	<b>Venue</b>	<b>Date</b>	<b>Time</b>
		22nd*	2006/07	'Science City Mini Auditorium', JBS Haldane Avenue, Kolkata-700046	25/09/2007 (Tuesday)	10:30 a.m.
		21st**	2005/06	'Science City Mini Auditorium', JBS Haldane Avenue, Kolkata-700046	19/08/2006 (Saturday)	10:30 a.m.
		20th***	2004/05	'Science City Mini Auditorium', JBS Haldane Avenue, Kolkata-700046	17/09/2005 (Saturday)	10:30 a.m.
		* One Special resolution was passed:				
		<ul style="list-style-type: none"> <li>To approve holding of an office or place of profit by Mr. K. K. Mohanty, Wholetime Director of the Company in Srei Insurance Services Limited, subsidiary of the Company.</li> </ul>				
		** One Special resolution was passed:				
		<ul style="list-style-type: none"> <li>To approve holding of an office or place of profit by Mr. S. Rajagopal, Independent &amp; Non Executive Director of the Company in Srei Venture Capital Limited, subsidiary of the Company.</li> </ul>				
		*** One Special resolution was passed:				
		<ul style="list-style-type: none"> <li>To approve payment of commission to Non-executive Directors of the Company annually for each of the three financial years of the Company commencing from Financial Year 2005-2006.</li> </ul>				
		An Extraordinary General meeting of the Company was also held on Monday, the 15th October, 2007 at "Vishwakarma", 86C Topsia Road (South), Kolkata - 700046 at 10.30 a.m. for issue of securities by way of preferential allotment on private placement basis to Promoters' Group of the Company.				

14. Distribution of Shareholding as on 31st March, 2008	<b>No. of Shares</b>	<b>No. of Shareholders</b>		<b>No. of Shares</b>	
		<b>Total</b>	<b>%</b>	<b>Total</b>	<b>%</b>
	Up to 500	26172	90.02	3582696	3.08
	501 to 1000	1545	5.31	1276163	1.10
	1001 to 2000	644	2.22	1010975	0.87
	2001 to 3000	213	0.73	546996	0.47
	3001 to 4000	98	0.34	353506	0.30
	4001 to 5000	111	0.38	524653	0.45
	5001 to 10000	119	0.41	879978	0.76
	10001 and above	170	0.59	107969831	92.97
	<b>Total</b>	<b>29072</b>	<b>100.00</b>	<b>116144798</b>	<b>100.00</b>
15. Dividend History (Last 5 Years)	<b>Financial Year ended</b>	<b>Dividend Per Share (Rs.)</b>	<b>Total Dividend* (Rs. in Lakhs)</b>		
	31.03.2007	1.00	1274.00		
	31.03.2006	1.65	2050.00		
	31.03.2005	1.50	1335.65		
	31.03.2004	1.50	903.00		
	31.03.2003	1.00	601.00		
*inclusive of dividend distribution tax					
16. Categories of Shareholders as on 31st March, 2008	<b>Category</b>	<b>No. of Shares held</b>	<b>% of Shareholding</b>		
	Promoters (including promoters group)	29096985	25.05		
	Foreign Institutional Investors (FIIs)	51769250	44.57		
	Banks, Mutual Funds & Institutional Investors	11514496	9.92		
	Public				
	- Private Corporate Bodies	10938746	9.42		
	- Indian Public	11119014	9.57		
	NRIs / OCBs	445723	0.38		
	Directors	103332	0.09		
	Deutsche Bank Trust Company Americas (GDRs – Shares Underlying)	1157252	1.00		
	<b>TOTAL</b>	<b>116144798</b>	<b>100.00</b>		

**17. Equity Share Capital history**

The Paid up Capital of the Company consists of 11,61,44,798 Equity shares of Rs. 10/- each fully paid up and allotted as under :

Date of Allotment	No. of Shares	Issue Price (Rs. per Share)
30.03.1985	2742	10
27.06.1986	31600	10
24.05.1987	16000	10
13.12.1988	5000	10
30.05.1990	608558	10
20.04.1991	256100	10
31.08.1992	3220000	10
13.01.1994	4140000	20
13.11.1997	45454545	22
05.09.1998	27688	15
01.06.1999	5500	10
18.04.2005	34594000	44.38
22.11.2005	21050056	33
20.02.2006	3556	37
13.05.2006	880	39
19.02.2007	200	28
11.05.2007	400	29
08.11.2007	800	41
31.03.2008	7200000	100
<b>Total</b>	<b>116617625</b>	
Less: Shares forfeited on 14.03.2000	472827	
<b>Total Shares as on date</b>	<b>116144798</b>	

**18. Credit Ratings**

Agency	CARE	FITCH	ICRA
Secured NCDs / Bonds	AA		
Fixed Deposits	AA(FD)	AA-(ind)	MAA-
Short term Debt Instruments	PR1+		A1+
Subordinated Bonds / Debts	AA-	AA-(ind)	LA+

<b>19.</b>	<b>Measures adopted to protect the interests of the Shareholders</b>	
a)	Share Transfer Processing	Requests for share transfers are cleared and advices mailed within a time period of 30 days from the date of receipt, if the same are found to be valid in all respects. The Share Transfer and Investors' Grievance Committee meets at least once in a fortnight. During the year 2007-2008, the Share Transfer and Investors' Grievance Committee met 26 times. Total number of shares physically transferred during the year 2007-2008 was 53,978 equity shares. There are no legal cases relating to transfer of shares.
b)	Bad Delivery	In case of Bad Delivery, the relevant documents are sent immediately after specifying the defects through a covering letter.
c)	Redressal of Grievances	Necessary system has been put in place in order to attend with promptness any grievances or queries by the Shareholders. An exclusive email id has also been designated by the Company for prompt redressal of shareholder grievances. The Shareholders can email their queries/grievances to investor.relations@srei.com.
d)	Prevention of Fraudulent Transfers	A locking provision is in existence whereby, whenever any intimation is received from the shareholders regarding loss of shares or of any legal dispute, the shares are immediately kept locked so that fraudulent transfer is stalled.
e)	Dematerialisation of Shares	<p>The Equity shares of the Company are permitted to be traded only in dematerialised form with effect from 24th July, 2000 and are available for demat under both the Depository Systems in India - National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).</p> <p>As on 31st March, 2008, a total of 10,48,50,400 Equity shares of the Company, which forms 90.28% of Share Capital, stand dematerialised.</p>
f)	Outstanding GDRs/ADRs/Warrants/any Convertible Instruments, conversion date and likely impact on Equity	In April, 2005, 86,48,500 Global Depository Receipts (GDRs) were issued by the Company through book building process at a price of US\$ 4.05 per GDR, each GDR representing four underlying Equity shares of the Company. The GDRs are presently listed and traded on the London Stock Exchange. As on 31st March, 2008, 11,57,252 Equity shares of the Company representing 1.00% of the paid up Share Capital of the Company are held by Deutsche Bank Trust Company Americas, Depository to the GDR holders as shares underlying the GDRs.

		<p>In year 2000, the Company had issued 52,66,075 unsecured subordinated bonds of Rs. 100/- each, bearing four detachable tradable warrants per bond. Each of these warrants entitles the holder to apply to the Company to be allotted one equity share. Such applications must be made on 25th August, 2005 or on each day falling 3, 6, 9, 12, 15, 18, 21 and 24 months thereafter. The purchase price for allotment under the warrants is at a 40% discount to the average of the daily highest and lowest price of the Company's shares on the National Stock Exchange during the preceding six calendar months, subject to a floor of Rs. 10 and a cap of Rs. 500 per equity share. The maximum number of equity shares capable of being allotted under this warrant scheme was 2,10,64,300.</p> <p>During the year 2007-2008, the Company allotted 1,200 Equity shares to the warrant holders who exercised their options and thereafter on 8th November, 2007, 8,408 warrants which remained outstanding in issuance were cancelled.</p> <p>In October, 2007, the Company issued and allotted 2,50,00,000 convertible Warrants to the entities belonging to the Promoters' Group of the Company. Each Warrant is convertible into one Equity share of Rs. 10/- each in one or more tranches at a price of Rs. 100/- per Equity share (including premium of Rs. 90/-) within a period of 18 months from date of the allotment. In accordance with relevant Securities and Exchange Board of India (SEBI) Guidelines, the Warrants are locked-in for a period of three years from the date of their allotment.</p> <p>On 31st March, 2008, 72,00,000 Equity shares were allotted to the Promoters' Group of the Company on exercise of conversion option against Warrants held by them and the said Equity shares are presently under lock-in. As on 31st March, 2008, 1,78,00,000 warrants remain in issuance.</p>
20.	<b>Address for Shareholders' correspondence</b>	<p>The Company Secretary Srei Infrastructure Finance Limited 'Vishwakarma', 86C Topsia Road (South), Kolkata - 700 046 Email : secretarial@srei.com, investor.relations@srei.com</p>
21.	<b>Transfer of Unclaimed amounts to Investor Education and Protection Fund</b>	<p>Pursuant to Section 205C of the Companies Act, 1956, dividends that are unpaid/unclaimed for a period of seven years from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Given below are the dates of declaration of dividend and corresponding dates when unpaid/unclaimed dividends are due for transfer to IEPF:</p>

Financial Year	Date of Declaration of Dividend	Due Date of Transfer to IEPF
2000 - 2001	15th September, 2001	21st October, 2008
2001 - 2002	31st August, 2002	6th October, 2009
2002 - 2003	30th August, 2003	5th October, 2010
2003 - 2004	28th August, 2004	3rd October, 2011
2004 - 2005	17th September, 2005	23rd October, 2012
2005 - 2006	19th August, 2006	24th September, 2013
2006 - 2007	25th September, 2007	31st October, 2014

The shareholders are advised to claim the unencashed dividends lying in the unpaid dividend accounts of the Company before the due dates for crediting the same to the Investor Education and Protection Fund.

During the year under review, the Company has credited a sum of Rs. 2,54,766/- to the Investor Education and Protection Fund pursuant to Section 205C of the Companies Act, 1956 and the Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001. Cumulatively, the aggregate dividend amount transferred to the said Fund as on 31st March, 2008 stands at Rs. 15,19,468.79.

**22. Nomination**

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the depository participants as per bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

23.	<b>Electronic Clearing Service (ECS)</b>	<p>SEBI had vide its Circular No. DCC/FITTCIR-3/2001 dated October 15, 2001 advised that all companies should mandatorily use ECS facility, wherever available. In the absence of ECS facility, companies may use warrants for distributing the dividends and vide its Circular No. D&amp;CC/FITTCIR-04/2001 dated November 13, 2001, SEBI had advised companies to mandatorily print the Bank Account details furnished by the Depositories, on the dividend warrants. This ensures that the dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the accounts specified on the dividend warrants and ensures safety for the investors.</p> <p>However, members who wish to receive dividend in an account other than the one specified while opening the Depository Account, may notify their DPs about any change in the Bank Account details.</p>
24.	<b>Secretarial Audit for Reconciliation of Capital</b>	<p>As stipulated by SEBI, a qualified practising Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the concerned Stock Exchanges. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.</p>
25.	<b>Compliance Officer</b>	<p>Mr. Sandeep Lakhotia  Company Secretary  “Vishwakarma”, 86C Topsia Road (South)  Kolkata - 700 046  Tel : 91-33-3988 7734  Fax : 91-33-2285 7542/8501  E-mail : secretarial@srei.com, investor.relations@srei.com</p>