SREI

SIFL/SECT/KM/11-12/372

November 23, 2011

The Secretary **The Calcutta Stock Exchange Limited** 7 Lyons Range Kolkata – 700 001 Fax: 033-2220 2514, 2221 4664, 2210 4492/4500/9606

Dear Sir,

Sub: Disclosure under Regulation 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

Please note that Adhyatma Commercial Private Limited (hereinafter referred to as "ACPL"), is acting in concert with the Promoter (Mr. Hemant Kanoria) of Srei Infrastructure Finance Limited (the Target Company) and ACPL is part of the Promoter/ Promoters' Group of the Target Company.

ACPL, the acquirer & the person acting in concert with the promoter, has acquired 1,31,000 Equity Shares of Rs. 10/- each being 0.02% of the total paid up Capital of the Company on 21st November, 2011.

Post aforesaid acquisition, the aggregate shareholding of Promoter/Promoters' Group has increased to 23,27,90,316 equity shares representing 46.27% of the total paid up Capital of the Company and aggregate shareholding of ACPL is 1,06,76,000 equity shares representing 2.12% of the total paid up Capital in the target Company.

We are enclosing the details of aforesaid acquisition of Equity Shares in terms of Regulation 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.

We are also enclosing herewith the disclosures received by the Company from ACPL in respect of the aforesaid acquisition.



SREI

Kindly acknowledge receipt.

Thanking you,

Yours sincerely,

For Srei Infrastructure Finance Limited

deep Ka. laknoter

Company Secretary

Encl: as above

cc: The Secretary

- Bombay Stock Exchange Limited
 Phiroze Jeejeebhoy Towers
 Dalal Street, Mumbai 400 001
 Fax: 022-2272 2037, 2272 2039, 2272 2041
- National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Fax: 022 – 2659 8237/38; 66418125/8126

Srei Infrastructure Finance Limited Registered Office : 'Vishwakarma', 86C, Topsia Road (South), Kolkata - 700 046 Tel. : +91 33 22850112-15, 61607734 Fax : +91 33 22857542/8501 Email : corporate@srei.com Website : www.srei.com

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(2), 13(2A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is a part of Promoter Group of Srei Infrastructure Finance Ltd.

				p or sici mi	i asti uctui	e r mance Ltu.					
Name, PAN No. & Address of Promoter / Person who is a part of Promoter Group/ Director/ Officer	No. and percent- age of shares / voting rights held by the Promoter/ Person who is a part of Promoter Group/ Director/ Officer	Date of receipt of allotment advice / acquisition / sale of Shares/ voting rights	Date of Intima- tion to Company	Mode of acquisi- tion (market purchase/ public / rights / preferential offer etc.)/ Sale	No. & % of shares / voting rights post- Acquisiti- on/ sale	Trading member through whom the trade was executed with SEBI Regn. No. of the TM	Exch- ange on which the trade was execut- ed	Buy quan- tity	Buy Value (Rs.)	Sell quantity	Sell Value (Rs.)
ADHYATMA COMMERCIAL PVT. LTD. 3, MIDDLE ROAD, HASTINGS, KOLKATA - 700022 PAN No. AAHCA5672J	10545000 (2.10%)	21.11.2011	23.11.2011	OPEN MARKET	10676000 (2.12%)	AUM CAPITAL MARKET PVT. LTD. INB231276438	NSE	131000	3117127	NIL	NIL

For Srei Infrastructure Finance Limited

Sanderp Ko. laboration

Company Secretary

Place: KOLKATA Date : 23-11-2011

ADHYATMA COMMERCIAL PVT. LTD.

Date: 23.11.2011

То The Secretary **Srei Infrastructure Finance Limited** 'Vishwakarma', 86C, Topsia Road (South) Kolkata - 700 046

Re. : Disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 & Regulations 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992

Dear Sirs.

- 1. Adhyatma Commercial Private Limited (hereinafter referred to as "ACPL") is acting in concert with the Promoter (Mr. Hemant Kanoria) of Srei Infrastructure Finance Limited (the Target Company) and hence ACPL is part of the Promoter/Promoters' Group of the Target Company.
- 2. ACPL has acquired 1,31,000 Equity Shares of Rs. 10/- each aggregating to 0.02% of the total paid up Capital of the Target Company from the open market on Monday, the 21st November, 2011.
- 3. Post aforesaid acquisition, the shareholding of ACPL is 1,06,76,000 equity shares representing 2.12% of the total Paid-up Capital in the Target Company.
- acquisition. the aggregate shareholding of 4. Post aforesaid ACPL/Promoter/Promoters' Group is 23,27,90,316 equity shares representing 46.27% of the total Paid-up Capital in the Target Company.
- 5. The relevant Disclosures under above Regulations of SEBI are enclosed herewith in the prescribed formats for your kind information and record.

Thanking You,

Yours faithfully,

For Adhyatma Commercial Private Limited

Director/Anthorised Signatory

Encl. : as above

The Secretary

1.	The Calcutta Stock Exchange Limited
	7 Lyons Range
	Kolkata – 700 001
	Fax: 033-2220 2514, 2221 4664, 2210 4492/4500/9606
2.	Bombay Stock Exchange Limited
	Phiroze Jeejeebhoy Towers

National Stock Exchange of India Limited 3. Exchange Plaza, 5th Floor, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Fax: 022 - 2659 8237/38; 66418125/8126

Fax: 022-2272 2037, 2272 2039, 2272 2041

Dalal Street, Mumbai - 400 001

cc:

Securities and Exchange Board of India

, *S*

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

	rune of the raiget sempany ()	Srei Infrastructure Fina		
2		ADHYATMA COMME	RCIAL PRIVATE LIMITED	(Acquirer)
		HEMANT KANORIA (I		
		SUNIL KANORIA & F/		
			ATIONAL PTE LIMITED (F	
			PRIVATE LIMITED(PAC	
			PRIVATE LIMITED (PAC)	
			EEV KUMAR HUF (PAC)	
			NT KUMAR HUF (PAC)	
		SUJIT KANORIA HUF		
	s	HEMANT KANORIA		
			RIA FAMILY NIDHI (PAC))
		ANANT RAJ KANORI RAGHAV RAJ KANOI		
,				
		SUNIL KANORIA HUI	RIA & FAMILY (PAC)	
		HARI PRASAD KANC		
		SANGITA KANORIA		
		DIVITA KANORIA & F		
		SUJIT KANORIA & F		
		MADHULIKA KANOR		
		SUNITA KANORIA &		
		NITYA SHREE KANC		
		SIDDHISHREE KANC		
		AVANISHREE KANO		
		SANJEEV KANORIA		
		SANJEEV KANORIA		
		MANISHA LOHIA & F		
		MUKUND RAJ KANO		
	· · · · · · · · · · · · · · · · · · ·	VATSAL RAJ KANOF		
		PAC = Persons acting		
0	3 Whether the acquirer belongs to			
C	Promoter/Promoter group	YES		
	Name(s) of the Stock Exchange(s) where the	4		E
4	shares of TC are Listed	NSE, BSE & CSE		
			% w.r.t.total share/voting	% w.r.t. total diluted share /voting capital
5	Details of the acquisition of shares /voting	Number	capital wherever	of the TC (*)
	rights/holding of the Acquirer and PAC		applicable	
	Before the acquisition under consideration,	a	1997 - B. 1997 -	
	holding of:			
a) Shares carrying voting rights	232659316	46.25	i 46.
b) Voting rights (VR) otherwise than by equity shares			
	Warrants/convertible securities/any other			8
	instrument that entitles the acquirer to receive			
C	shares carrying voting rights in the TC (specify			2 ^{2 3} 2
	holding in each category)			
otal (a+b		232659316	46.25	5 46.
	Details of the acquisition			
2	a) Shares carrying voting rights acquired	131000	0.02	2 0.
) VRs acquired otherwise than by equity shares 			-
D	Warrants/convertible securities/any other			
	instrument that entitles the acquirer to receive			
C	shares carrying voting rights in the TC (specify			
	holding in each category)acquired			
otal (a+l		131000	0.02	2 0.
oran furt		101000	0.0.	
	After the acquisition holding of:	232790316	6 46.27	7 46.
	a) Shares carrying voting rights b) VRs otherwise than by equity shares	202100010	10.21	
a	Warrants/convertible securities/any other			
	instrument that entitles the acquirer to receive			
C	c) shares carrying voting rights in the TC (specify			
	holding in each category)after acquisition			
		232790310	6 46.2	7 46
otal (a+		20210031	40.2	
otal (a+	Mode of acquisition (e.c. onen market/ nublic		OPENIM	ARKET
otal (a+	Mode of acquisition (e.g. open market/ public			
	issue / rights issue / preferential allotment / inter-		OFENWA	
	Mode of acquisition (e.g. open market/ public issue / rights issue / preferential allotment / inter- 6 se transfer, etc.)		OFENM	
Total (a+	issue / rights issue / preferential allotment / inter- 6 se transfer, etc.)		OFENIN	
	issue / rights issue / preferential allotment / inter-			2011
	6 se transfer, etc.) Date of acquisition of /date of receipt of intimation		21.11.	2011

Equity share 8 before the sa	capital / total voting capital of the TC id acquisition	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
	capital/ total voting capital of the TC	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
	share / voting capital of the TC after	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330

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Note: (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible secu-rities/warrants into equity shares of the TC

For Adhyatma Commercial Pvt. Ltd. A

Directer / Authorised Signatory Place: Kolkata Date: 23.11.2011

Securities and Exchange Board of India

1	Name of the Target Company (TC)	Srei Infrastructure Fir	ance Limited	
2	Name (s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer		RCIAL PRIVATE LIMITED) (Acquirer)
3	Whether the acquirer belongs to Promoter/Promoter group	YES		×. •
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE, BSE & CSE	¥	
5	Details of the acquisition /disposal /holding of shares / voting rights/ holding of the Acquirer and PAC	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: ADHYATMA COMMERCIAL PRIVATE LIMITED (Acquirer)			
a)	Shares carrying voting rights	10545000	2.10	2.1
b)	Voting rights (VR) 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)		н. -	
otal (a+b-		10545000	2.10	2.1
	Details of the acquisition / Sale			
	Shares carrying voting rights			
a)	acquired/ sold	131000	0.02	0.0
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			
otal (a+b		131000	0.02	2 0.0
	After the acquisition /sale, holding	a de la companya de la		
21	of: Shares carrying voting rights	10676000	2.12	2 2.1
statement of the local division of the local	VRs otherwise than by shares	1007,0000	2.12	
c)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying			
Total (a+b	L	10676000	2.12	2 2.

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

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/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	21.11.2011
5	Equity share capital / total voting capital of the TC before the said acquisition/ sale	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
<u>c</u>	Equity share capital/ total voting capital of the TC after the said acquisition/ sale	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330
10	Total diluted share / voting capital of the TC after the said acquisition/ sale	503086333 Equity shares of Rs. 10 each aggregating to Rs. 5030863330

Note:

(*) 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

For Adhyatma Commercial Pvt. Ltd.

an

Director / Authorised Signatory Place: Kolkata Date: 23.11.2011

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 [Regulation 13(2), 13(2A) and 13(6)]

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is a part of Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is a part of

		Pro	moter Grou	D 01 SFCI 101	asur ucture	Promoter Group of Srei Hilfasu ucture Fillance Liu.			(:	-
Name, PAN No. & Address	No. and	Date of	Date of	Mode	No. &	Trading	Exch-	Buy	Buy	Sell	Sell
of Promoter/ Person who is	percent-	receipt of	Intima-	of	% of	member	ange on	quan-	value	quantity	value
a part of Promoter	age of	allotment	tion to	acquisi-	shares /	through	Which	. fith	(RS.)		(RS.)
Groun/Director/ Officer	shares /	advice /	Company	tion	voting	whom	the				
	votina	acquisition		(market	rights	the trade	trade				
	riahts	1		purchase/	post-	was	was				
	held by	sale of		public /	Acquisiti-	executed	execut-				
	the	Shares/		rights /	on/	with SEBI	eq				
	Promoter/	votina riahts		preferential	sale	Regn.					
	Person	0		offer etc.)/		No. of the TM					
	who is a			Sale	3 						
	part of										
	Promoter										
	Group/										
	Director/ Officer										
ADHYATMA COMMERCIAL	10545000	21.11.2011	23.11.2011	OPEN	10676000	AUM CAPITAL	NSE	131000	311/12/	NIC	NIL
PVT. LTD.	(2.10%)		9	MAKKEI	(2.12%)	ITD					
	54				10	INR231276438					
3, MIDDLE ROAD, HASTINGS, KOLKATA -											
10002	v			2. 2. ¹⁰							
PAN NO AAHCA5672J											

For Adhyatma Commercial Private Limited

Authorised Signatory d

Place: KOLKATA Date: 23-11-2011