

FORM D

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(4), 13(4A) and 13(6)]**

Details of change in shareholding or voting rights held by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of M/s. Srei Infrastructure Finance Limited

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/ Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/ Director/ Officer.	Date of allotment/ acquisition/ sale of shares/ voting rights.	Date of intimation to company.	Made of acquisition (market purchase/ public rights offer, etc.) / sale.	No. & % of shares/ voting rights post acquisition/ sale.	Trading Member through whom the trade was executed with SEBI Registration No. of the TM.	Exchange on which the trade was executed.	Buy quantity.	Buy value (Rs.)	Sell quantity.	Sell value.
Adisri Investment Private Limited PAN: AAFCA1232J 3, Middle Road, Hastings, Kolkata - 700 022	8,67,02,840 (17.234%)	31.12.2014 (Note 1)	31.12.2014	Off Market	NIL	N.A.	N.A.	N.A.	N.A.	8,67,02,840	Not applicable, since the transaction is without consideration

Note 1: This disclosure pertains to inter se transfer of 8,67,02,840 (17.234%) equity shares of M/s. Srei Infrastructure Finance Limited (Target Company) amongst Adisri Commercial Private Limited (Transferee and also a part of the Promoter / Promoter Group) and Adisri Investment Private Limited (Transferor and also a part of the Promoter / Promoter Group) of the Target Company pursuant to an internal restructuring of the shareholders of the Promoter / Promoter Group, without consideration. There is however no change in the total shareholding of the Promoter / Promoter Group in the Target Company.

Place : Kolkata

Date : 31.12.2014

For Adisri Investment Private Limited
ADISRI INVESTMENT PRIVATE LIMITED
Ajay Kumar Ghosh

DIRECTOR / AUTHORISED SIGNATORY