

**'ANNEXURE - 2'**

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

1. Name of the Target Company (TC)	THE MOTOR & GENERAL FINANCE LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	RAJIV GUPTA / ARTI GUPTA		
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	NATIONAL STOCK EXCHANGE, MUMBAI (NSE) BOMBAY STOCK EXCHANGE, MUMBAI (BSE)		
5. Details of the acquisition / disposal / holding of shares voting right / 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(**)
<b>Before the acquisition/disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	1998783	10.322%	10.322%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/other)	0	0.000%	0.000%
c) Voting rights (VR) otherwise than by shares	0	0.000%	0.000%
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)	0	0.000%	0.000%
<b>e) Total (a+b+c)</b>	<b>1998783</b>	<b>10.322%</b>	<b>10.322%</b>
<b>Details of acquisition / sale</b>			
f) Shares carrying voting rights acquired/sold	1583	0.008%	0.008%
g) VRs acquired /sold otherwise than by shares	0	0.000%	0.000%
h) 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	0	0.000%	0.000%
i) Shares encumbered / invoked / released by the acquirer	0	0	0
<b>j) Total (a+b+c)</b>	<b>1583</b>	<b>0.008%</b>	<b>0.008%</b>
<b>After the acquisition / sale, holding of :</b>			
e) Shares carrying voting rights	2000366	10.331%	10.331%
f) Shares encumbered with the acquirer	0	0.000%	0.000%
g) VRs otherwise than by shares	0	0.000%	0.000%
h) 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.	0	0.000%	0.000%
<b>i) Total (a+b+c)</b>	<b>2000366</b>	<b>10.331%</b>	<b>10.331%</b>
6. Mode of acquisition / sale (e.g.) open market / off-market / public issue / rights issue / preferential allotment /inter-se transfer etc).	OFF- MARKET		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	06.04.2015		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	19363595		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	19363595		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	NOT APPLICABLE		

(\*) 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.

  
(RAJIV GUPTA)

  
(ARTI GUPTA)

Signature of the acquirer / seller / Authorised Signatory

Place: NEW DELHI

Date: 07.04.2015