

Date: September 21, 2019

CIFL/BSE-32/2019-20

To,
The Manager – Listing,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Ref :- Scrip Code - BSE-530879

Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by Capital India Finance Limited ("Company")

Dear Sir/Madam,

In compliance with the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform that:

- a) the Company has on September 20, 2019, acquired 10,000 (Ten Thousand) equity shares of Rs.10/- each aggregating to Rs. 1,00,000/- (Rupees One Lakh only) from the existing shareholders of Rapipay Fintech Holding Private Limited ("RFHPL") through share purchase agreement dated September 20, 2019. Consequent to the aforesaid acquisition, RFHPL has become wholly owned subsidiary of the Company in accordance with the provision of the Companies Act, 2013 and other applicable laws with the controlling interest of 100% in the paid-up capital of RFHPL;
- b) RFHPL has on September 21, 2019 allotted 93,55,100 (Ninety-Three Lakhs Fifty Five Thousand One Hundred) equity shares of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 9,35,51,000 (Rupees Nine Crore Thirty Five Lakhs Fifty One Thousand only), upon exercise of conversion right provided to the Company being majority holder of zero coupon optionally convertible debentures, pursuant to clause 3.21 of the Debenture Trust Deed dated March 29, 2019 read with First Amendment Deed to Debenture Trust Deed dated September 16, 2019 entered into between Vistra ITCL (India) Limited ("Debenture Trustee") and RFHPL;
- c) RFHPL holds 52.99% controlling stake in Rapipay Fintech Private Limited, ("RFPL"). Therefore, pursuant to the above transactions, the Company will become beneficial owner of 52.99% controlling stake in RFPL. RFPL is a Digital Wallet company (having Semi Closed PPI license from Reserve Bank of India) and operates on an Assisted mode (B2B) via a franchised network of retailers (neighbourhood stores) across India, providing services to the unbanked and underserved sections of the society.

Corporate office :
A-1402, One Bkc, 14th Floor,
G - Block, Bandra Kurla Complex,
Bandra (East) Mumbai,
Maharashtra- 400051

Registered Office :
2nd Floor, DLF Centre,
Sansad Marg,
New Delhi - 110001

P : +91 22 4503 6000
E : info@capitalindia.com
CIN No: L74899DL1994PLC128577
(Capital India Finance Ltd - Formerly known as Bhilwara Tex-Fin Ltd)

P : +91 11 4954 6000
W : www.capitalindia.com





CAPITAL INDIA

Rediscover Business

The information in compliance with the circular *vide* no. CIR/CFD/CMD/4/2015 dated September 9, 2015 issued by Securities and Exchange Board of India and Listing Regulations is enclosed herewith as "Annexure-A".

Kindly take the above information on record and oblige.

Thanking you,

Yours faithfully,

For Capital India Finance Limited

Rachit Malhotra

Company Secretary & Compliance Officer
Membership No.: A39894



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S. No.	Details of Events	Information of such event(s)
1.	Name of the Target entity	Rapipay Fintech Holding Private Limited
	Asset Size	Rs. 8.91 Crore as on September 20, 2019
	Turnover	N.A.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired	No
3.	Industry to which entity being acquired belongs	Holding & Investment
4.	Objects and effects of acquisition	Diversification of business
5.	Brief details of the governmental or regulatory approvals required for the acquisition	No government or regulatory approval are required
6.	Nature of consideration- whether cash or share swap and details of the same	i) Acquisition of equity shares from existing shareholders through cash consideration; and ii) Conversion of outstanding zero coupon optionally convertible debentures into equity shares.
7.	Cost of acquisition or the price at which the shares are acquired	Consolidated cost of Rs. 9,36,51,000 (Rupees Nine Crore Thirty Six Lakhs Fifty One Thousand only).
8.	Percentage of shareholding/ control acquired and/or number of shares acquired	Total no. of equity shares acquired upon transfer and conversion are 93,65,100 (Ninety Three Lakhs Sixty Five Thousand One Hundred) comprising 100% of paid-up share capital of RFHPL.
9.	Brief background of the entity acquired	
a)	Line of business	Holding & Investment
b)	Date of incorporation	05-Feb-2019
c)	Last three year's turnover	N.A.
d)	Country of presence	India

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