

Proceedings of the Meeting held at Mumbai on August 26,2011

Participants :

Shriram City Union Finance Limited  
(The Issuer)

Integrated Enterprises (India) Ltd  
(Registrars to the Issue)

ICICI Securities Limited  
(Lead Manager to the Issue)

JM Financial Consultants Private Limited  
(Lead Manager to the Issue)

A.K Capital Services Limited  
(Lead Manager to the Issue)

Karvy Investor Services Limited  
(Co -Lead Manager to the Issue)

1. Shriram City Union Finance Limited (SCUF/Company/Issuer) made a Public Issue of Non-Convertible Debentures of face value of Rs.1000/- each, ("NCDS"), aggregating upto Rs. 37,500 lakhs ("Base Issue size") with an option to retain over-subscription upto Rs. 37,500 lakhs 'for issuance of additional NCDs, aggregating to a total of upto Rs.75,000 lakhs ("Issue Size"), through the Prospectus dated August 1, 2011 (the "Prospectus"). The aggregate value of NCDs decided to be allotted over and above the Base Issue size (in case the Company opts to retain any oversubscription in the Issue) and/or the aggregate value of NCDs upto the Base Issue size shall be collectively termed as "Overall Issue size". The issue opened on August 11, 2011 and was scheduled to close for subscription on August 27, 2011. However, on account of full subscription, the Issue was closed earlier on August 13, 2011. The issue was oversubscribed 4.50 times of the Base Issue Size and 2.25 times of the Issue Size.
2. In terms of the Prospectus, applicants belonging to the Institutional Portion, in the first instance, will be allocated NCDs upto 10% of the Overall Issue size, applicants belonging to the Non -Institutional Portion will be allocated NCDs upto 10% of the Overall Issue size, applicants belonging to the Reserved Individual Portion shall be allocated NCDs upto 60% of the Overall Issue size and the balance 20% of the Overall Issue size shall be allocated to Unreserved Individual Portion ("Allocation Ratio"). Allotments, in consultation with the Designated Stock Exchange, shall be made on a first-come first-serve basis, based on the date of presentation of each application to the Bankers to the Issue, in each Portion subject to the Allocation Ratio.
3. **Basis of Allotment:** Allotment to all the eligible investors has been made on 'first come first serve basis'.

In terms of the Prospectus dated August 1, 2011, any under subscription in Reserved Individual Portion or Unreserved Individual Portion shall first be met by inter-se adjustment between these two sub-categories. Thereafter, if there is any under subscription in any Portion, priority in allotments will be given to the Category III, with preference in allotments to Reserved Individual Portion applicants and balance, if any, shall first be made to applicants of the Non-Institutional Portion (Category II), and thereafter to Institutional Portion (Category I) on a first come first serve basis, and thereafter on proportionate basis, i.e. full allotment of NCDs to the applicants on a first come first basis up to the date falling 1 (one) day prior to the date of oversubscription and proportionate allotment of NCDs to the applicants on the date of oversubscription (based on the date of presentation of each application to the Bankers to the Issue, in each portion).

5. **Firm Allotment:**

As there was over subscription in all the portions, there was no firm allotment.

6. **Proportionate Allotment:** Proportionate allotment in respective categories has been handled in accordance with the terms of the Prospectus dated August 1, 2011. The Reserved Individual Portion, Unreserved Individual Portion, Non-Institutional Portion and the Institutional Portion were oversubscribed on August 11, 2011, i.e. day one itself and the allotment has been made on a proportionate basis as per the terms mentioned in the Prospectus dated August 1, 2011. As such, the allocable basis quantity may result in fractions and in such cases these fractions have been rounded off to the nearest integer as per the terms of the Prospectus.
7. HDFC Bank, Yes Bank, Dhanlaxmi Bank, ICICI Bank, INDUSIND Bank, HSBC and Kotak Mahindra Bank Limited (collectively referred to as "Escrow Collection Banks") have acted as Escrow Collection banks for receiving the application money from all categories of applicants. The final certificates issued by the banks giving the branch wise details of the collections is in agreement with the details processed by the Registrars.
8. As per the final certificate issued by the Banks 50,179 applications for **16,869,335** NCDs have been received and the amount collected is Rs **1686,93,35,000**.

The break up of applications received from the Reserved Individual, Unreserved Individual, Non-Institutional and Institutional Portions are as under:

A	Institutional Portion	11	1951600	1951600000
B	Non Institutional Portion	33	897600	897600000
c	Reserved Individual	49,984	11012683	11012683000
D	Unreserved Individual Portion	151	3007452	3007452000
	Total	50,179	16869335	1686,93,35,000

9. **Gross Collections (Net of Cheque Returns)**

The Registrar to the Issue has confirmed that the applications so received have been reconciled with the final certificates issued by the controlling branches of the banks. The bank-wise details of received are as follows:

1	DHANLAXMI BANK LIMITED	8,456	3,274,051	3,274,051,000
2	HDFC BANK LIMITED	9,915	3,586,069	3,586,069,000
3	HONG KONG AND SHANGHAI BANKING CORPN	19	4,640	4,640,000
4	ICICI BANK LIMITED	28,936	80,45,948	8,045,948,000
5	INDUSIND BANK LIMITED	66	614,315	614,315,000
6	KOTAK MAHINDRA BANK LIMITED	3,304	1,34,2031	1,342,031,000
7	YES BANK LIMITED	23	2,281	2,281,000
	<b>TOTAL</b>	<b>50,179</b>	<b>16,869,335</b>	<b>16,869,335,000</b>

10. Additional Applications: Additional applications have been identified as per the procedure detailed on page 163 of the Prospectus in the paragraph related to 'Additional Applications'. Accordingly, the Registrars have reported that based on the PAN appearing in the depository account of the applicant, one or more applications by the same applicant aggregating to a value exceeding Rs. 5 lakh has been grouped together and considered in the Unreserved Individual Portion, for the purpose of determining the basis of allotment to such applicant.
11. As stated above, we have accepted all valid applications which are not subject to technical rejections as per the terms of the Prospectus.
12. To minimise rejections, Registrars confirm that they have made efforts to obtain missing information in respect of as many applications as possible.
13. Registrar has identified NIL applications where the depository account details are matched with the data of NSDL/CDSL pursuant to SEBI Letter date June 12, 2007 and hence such applications have been rejected.
14. Based on the above, basis of allotment for various categories of investors have been prepared and the details of applications rejected on technical grounds are given below:

1	Less than Minimum Application	1	5	5,000
2	NRI Status as per Depository	5	1,150	11,50,000
3	Withdrawn Application accepted up to August 26, 2011 and up to 4:00 p.m.	84	25,037	2,50,37,000
4	Invalid DP ID & Client ID	163	28,959	2,89,59,000
5	Applications where the 2 <sup>nd</sup> holder and /or 3 <sup>rd</sup> holder name is appearing in the application form but not appearing in the Depository records	166	19,054	1,90,54,000
6	Name mismatch with DP/AC	102	20,728	2,07,28,000
7	Name order mismatch in application form vis-à-vis Depository records	18	1,675	16,75,000
8	Invalid Client Status	28	4,165	41,65,000
9	DP ID/CLID not mentioned in the application form	70	1,082	1,10,82,000
	Total	637	1,11,855	11,18,55,000

15. After rejections as above, the valid applications considered for processing are as under.

A	Institutional Portion	11	1951600	195,16,00,000
B	Non Institutional Portion	31	896100	89,61,00,000
c	Reserved Individual Portion	49,352	10905078	1090,50,78,000
D	Unreserved Individual Portion	148	3004702	300,47,02,000
	<b>Total (A)</b>	<b>49,542</b>	<b>16757480</b>	<b>1675,74,80,000</b>

16. In case of applications made by Trust, it has been assumed that they have the authority to invest in the proposed NCDs of the Company as stated on Page 158 of the Prospectus.

17. For all applications , the Category of the applications has been taken from the respective Depository records.

18. For applications in the Institutional and Non-Institutional Portion, certain documents in a few applications have not been received and the same would be collected by the Registrars to the Issue.

19. If an applicant has applied for more than one series of NCDs, (Option I and Option II, individually referred to as "Series"), and in case such applicant is entitled to allocation of only a part of the aggregate number of NCDs applied for, the Series-wise allocation of NCDs to such applicants shall be in proportion to the number of NCDs with respect to each Series, applied for by such applicant, subject to rounding off to the nearest integer, as appropriate.

20. Summary of Allotment in various categories are as under (based on proportionate allotments as on day 1 subscription):

A	Institutional Portion	10	750000	75,00,00,000
B	Non Institutional Portion	30	750000	75,00,00,000
c	Reserved Individual	44,938	4500000	450,00,00,000
D	Unreserved Individual Portion	138	1500000	150,00,00,000
	<b>Total (A)</b>	<b>45,116</b>	<b>7500000</b>	<b>750,00,00,000</b>

- Allotment of 7,50,000 NCDs are to be made to the Institutional Portion, on a pro rata basis, since it was over subscribed on Day 1 . An allotment of 7,49,999 has been made by rounding off to the nearest integer and prioritizing applicants with higher decimal points prior to rounding off, thereby resulting in a deficit of 1 NCD, which is being allocated by way of draw of lots. Two applications belonging to Category I were procured by brokers other than lead managers and co-lead managers to the issue, however as these two applications are complete in all respects they are considered for allotment.
- In the case of allotment to Non-Institutional Portion, an allotment of 7,50,000 NCDs are to be made on a proportionate allotment since this portion also was over-subscribed on Day I.
- In the case of allotment to Unreserved Individual Portion, an allotment of 15,00,000 NCDs are to be made on a proportionate allotment since this portion also was over-subscribed on Day 1 .
- Allotment of 45,00,000 NCDs are to be made to the Reserved Portion, on a pro rata basis, since it was over subscribed on Day 1 . An allotment has been made by rounding off to the nearest integer and prioritizing applicants with higher decimal points prior to rounding off and by draw of lots in the ratio of 13:36 in the category of 50 NCDs applied for.
- All applications not pertaining to day one (i.e. August 11, 2011, the date of receipt by the escrow bank) in all portions have been considered for refund as all were oversubscribed on day one itself.

21. The Basis of Allotment has been prepared separately for the respective four Portions -Institutions, Non-Institutional, Reserved Individual & Unreserved Individual- as per the enclosures be submitted to the National Stock Exchange of India Limited for approval along with other prescribed documents.