



June 28, 2019

To

BSE Limited

Department of Corporate Services
 Phiroze Jeejeebhoy Towers
 Dalal Street
 Mumbai – 400001
 Maharashtra, India
 Phone No.: +91 22 6136 3155
 Fax No.: +91 22 2272 3121; +91 22 2272 3577
 Email: corp.relations@bseindia.com

**Sub: Disclosure in terms of Regulation 29(1) of the Securities and Exchange Board of India
 (Substantial Acquisition of Shares and Takeovers) Regulations 2011**

**Unit: 5Paisa Capital Limited
 Scrip Code: 540776**

Dear Sir / Madam

This is to inform you that we have taken encumbrance (by way of an indirect pledge and non-disposal obligations) over equity shares of 5Paisa Capital Limited (held by FIH Mauritius Investments Ltd as set out in the table below). The disclosure as required under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 is enclosed.

Name of Shareholder	Number of Shares Encumbered	Date of Creation of Encumbrance	Manner of Creation of Encumbrance
FIH Mauritius Investments Ltd	3,385,657 (Thirty Three Lakhs, Eighty Five Thousand Six Hundred and Fifty Seven) equity shares	June 28, 2019	Fairfax India Holdings Corporation, a company incorporated under Canadian laws (" Borrower ") has obtained a revolving term credit facility from The Bank of Nova Scotia and others (" Lenders "), and the credit facility has been secured, inter alia, by creation of pledge over the shares of FIH Mauritius Investments Ltd, a company incorporated under the Mauritian laws, (" FIH Mauritius ") by the Borrower, in Mauritius in favour of The Bank of Nova Scotia (" Administrative Agent "). FIH Mauritius in turn holds shares as specified in this disclosure in


			the ordinary course of business.
--	--	--	----------------------------------

Accordingly, please find enclosed the disclosure for encumbrance of shares, in terms of Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the above on record. Thank you.

Yours faithfully,


For The Bank of Nova Scotia



Authorised Signatory

Shiny Mathew
Director & Head

For The Bank of Nova Scotia



Authorised Signatory

Jiacheng Fan
Accountant

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


Name of the Target Company (TC)	5Paisa Capital Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Bank of Nova Scotia ("BNS"), acting as the "Administrative Agent"
Whether the acquirer belongs to Promoter/Promoter group	No
Name(s) of the Stock Exchange(s) where the shares of TC	i. BSE Limited ii. National Stock Exchange of India Limited

d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	3,385,657 equity shares	26.58%	26.58%
e) Total (a+b+c+/-d)	3,385,657 equity shares	26.58%	26.58%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	Indirect encumbrance created by Pledge of shares by Fairfax India Holdings Corporation over its shareholding in FIH Mauritius Investments Ltd in favor of BNS and the non-disposal obligation, except		

Part-B***

Name of the Target Company: 5Paisa Capital Limited

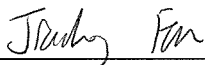
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Bank of Nova Scotia	No	NA



Signature of the acquirer / Authorised Signatory
Shiny Mathew
Director & Head

Place: Toronto, Ontario, Canada

Date: June 28, 2019



Signature of the acquirer / Authorised Signatory
Jiacheng Fan
Associate

Place: Toronto, Ontario, Canada

Date: June 28, 2019

Note:

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Fairfax India Holdings Corporation, a company incorporated under Canadian laws ("**Borrower**") has obtained a revolving term credit facility ("**Credit Facility**") in terms of a credit agreement ("**Credit Agreement**") from The Bank of Nova Scotia and others ("**Lenders**").

Investments Ltd, a company incorporated under the Mauritian laws, ("**FIH Mauritius**") by the Borrower in Mauritius in favour of The Bank of Nova Scotia (the "**Administrative Agent**"). FIH Mauritius in turn holds shares as specified in the disclosure above in 5Paisa Capital Limited in relation to which FIH Mauritius is under a non-disposal obligation except in the ordinary course of business.