

SEBI AUTHORISED MERCHANT BANKER
CODE NO: MB/INM000008365

KISL/IB/KSCL/2017-18/047

August 03, 2017

Securities and Exchange Board of India
Plot No. C4-A, G Block
Bandra Kurla Complex, Bandra East
Mumbai – 400 051

Kind Attention : Mr Anjan Patel, Assistant General Manager

Dear Sir,

Sub: Buy Back equity shares of face value of Rs.2/- at a price of Rs.675/- aggregating to an amount of Rs.20000.00 lakhs by Kaveri Seed Company Limited through Tender Offer using Stock Exchange Acquisition Window Mechanism.

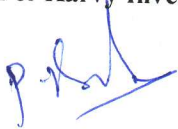
Ref: Closure of Buyback Offer of M/s Kaveri Seed Company Limited.

Please find enclosed herewith newspaper clipping of the Post Buyback Public Announcement published on August 03, 2017 in The Financial Express (English Daily) together with a CD containing the soft copy of the Post Buyback Public Announcement in PDF format, pertaining to the Buyback Offer of M/s Kaveri Seed Company Limited which closed on July 21, 2017.

Please acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For **Karvy Investor Services Limited**



P Balraj
Senior Manager
Phone No. 040 – 3321 6841 / 98492 65491
Email: balraj@karvy.com

Encl: Public Announcement hard copy + soft copy (in PDF version) in a CD

CC to: BSE Limited and National Stock Exchange of India.

Karvy Investor Services Limited

Address for correspondence : Hyderabad : Plot No 31, 8th Floor, Karvy Millennium, Nanakramguda, Financial District Gachibowli, Hyderabad 500 032, Telangana. Tel: +91 40 2342 8774 | 23312454 | Fax: +91 40 23374714

Mumbai : 701, Hallmark Business Plaza, Sant Dhyaneswar Marg, Bandra (E), Mumbai - 400051 | Tel: +91 22 61491500 | Fax: +91 22 61491515

Registered Office: 'Karvy House', 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034, Telangana.

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CIN No. : U67120TG1997PLC026253 | SEBI Registration No. MB/INM000008365

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Corporate Identity Number: L01120AP1986PLC006728

Regd. Office & Correspondence Address:: 513-B, 5th Floor, Minerva Complex, SD Road, Secunderabad - 500003, Telangana

Website: www.kaveriseeds.in Email: cs@kaveriseeds.in Tel: +91-40-27721457 Fax: +91-40-27811237 Contact Person: Mr. G Vijay Kumar, CFO & Compliance Officer

kaveri seeds®

POST BUY-BACK PUBLIC ANNOUNCEMENT

For the attention of the Shareholders / Beneficial Owners of the Equity Shares of Kaveri Seed Company Limited

This post-Buyback public advertisement is being made in accordance with the Regulation 19(7) and other applicable provisions of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, for the time being in force including any statutory modifications and amendments from time to time ("SEBI Buyback Regulations") regarding completion of the Buyback (defined hereinafter).

This post-Buyback public advertisement should be read in conjunction with the Public Announcement dated June 05, 2017 ("Public Announcement") and the Letter of Offer dated June 30, 2017 ("Letter of Offer"), issued in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement.

1. The Buyback

1.1 Pursuant to the resolution passed by the Board of Directors of Kaveri Seed Company Limited (the "Company") (the Board of Directors of the Company are hereinafter referred to as the "Board" or the "Board of Directors") on March 27, 2017 ("Board Resolution") and the special resolution passed by the shareholders of the Company, pursuant to a postal ballot (including e-voting) notice dated March 27, 2017, the results of which were declared on June 02, 2017, the Company initiated the buyback of not exceeding 29,62,963 fully paid-up equity shares of the Company of the face value ₹2 each ("Equity Shares") from the shareholders / beneficial owners of Equity Shares as on June 16, 2017 (the "Record Date"), on a proportionate basis, through the "tender offer" process, in accordance with the Article 75 of the articles of association of the Company, Sections 68, 69 and 70, and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof (the "Companies Act"), and applicable rules thereunder including the Companies (Share Capital and Debentures) Rules, 2014, the SEBI Buyback Regulations, at a price of ₹675 (Rupees Six hundred and Seventy five only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount of ₹200 Crores (Rupees Two Hundred Crores only) (the "Buyback Size") (the process being referred hereinafter as the "Buyback"). The Buyback Size and the Buyback Price do not include brokerage costs, fees, turnover charges, taxes such as securities transaction tax and service tax (if any), stamp duty and other transaction charges.

1.2 The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" issued by SEBI vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no. CFD/DCR2/CIRP/2016/131 dated December 9, 2016, and the procedure prescribed in the notice issued by BSE bearing reference number 20170202-34, dated February 2, 2017, and in accordance with the procedure prescribed in the Companies Act and the SEBI Buyback Regulations.

1.3 The Public Announcement (dated June 05, 2017) for the Buyback was published on June 06, 2017 in national edition of Financial Express, an English daily newspaper, national edition of Jansatta, a Hindi daily newspaper and the Hyderabad edition of Nava Telangana, a Telugu daily newspaper (Telugu being the regional language of Hyderabad wherein the registered office of the Company is located).

1.4 The Draft Letter of Offer dated June 07, 2017, was filed with SEBI and the Letter of Offer dated June 30, 2017 (incorporating comments dated June 28, 2017 received from SEBI on the Draft Letter of Offer) was dispatched to the Eligible Shareholders (Equity Shareholders of the Company as on the Record Date).

1.5 The Company commenced the Buy-back on 10th July, 2017 (Monday) and closed on 21st July, 2017 (Friday).

2. Details of the Buy-back

2.1 The Company bought back an aggregate of 29,62,962 Equity Shares, utilising a total of ₹1,99,99,99,350/- (Rupees One hundred and Ninety Nine Crores, Ninety Nine Lakhs, Ninety Nine Thousand, Three Hundred and Fifty Rupees only) (excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty, etc).

2.2 The Registrar to the Buyback i.e., Bigshare Services Private Limited (the "Registrar") considered 4,151 valid bids for 61,66,287 Equity Shares in response to the Buyback, resulting in the subscription of approximately 2.08 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids received by the Registrar to the Buyback Offer^a are as follows:

Category of Investor	No. of Equity Shares reserved in Buyback	No. of Valid Applications	Total Equity Shares tendered	% Response	No. of Equity Shares Accepted
Reserved category for Small Shareholders	4,44,445	3,568	6,37,428	143.42%	4,44,445
General Category of other Shareholders	25,18,518	583	55,28,859	220.24%	25,18,517
Total	29,62,963	4,151	61,66,287	208.11%	29,62,962

As per the certificate dated 01st August, 2017 received from Bigshare Services Limited.

2.3 All valid bids have been considered for the purpose of Acceptance in accordance with the Buyback Regulations and "Process and Methodology for the Buyback" on page 24 of the Letter of Offer. The communication of acceptance/ rejection has been dispatched by the Registrar to respective shareholders on 01st August, 2017.

2.4 The settlement of all valid bids has been completed by the Clearing Corporation/ BSE on 01st August 2017. The funds in respect of accepted Equity Shares have been paid out to the respective Shareholder Brokers/ custodians participant. In relation to certain shareholders (including the resident shareholders holding the Demat Shares) the procedure and method of settlement may differ. For details, kindly refer to "Procedure for Tender Offer and Settlement" on page 27 of the Letter of Offer.

2.5 The Demat Shares Accepted in the Buyback have been transferred to the demat account of the Company opened for the Buyback on 01st August, 2017. No physical shares has been tendered in the Buyback offer.

2.6 The Company is in the process of extinguishing the 29,62,962 Equity Shares bought back.

2.7 The Details of Equity Shares/ Beneficial Owners from whom Equity shares exceeding one percent of the total equity shares were bought in the buyback are as follows:

S. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post-Buyback Equity Shares
1	Vanaja Devi Gundavaram	5,91,709	19.97%	0.86%
2	Gundavaram Venkata Bhaskar Rao (HUF)	4,21,627	14.23%	0.61%
3	Gundavaram Venkata Bhaskar Rao	2,26,255	7.64%	0.33%
4	Ashoka Pte Ltd	1,28,492	4.34%	0.19%
5	Pavan Gundavaram	94,110	3.18%	0.14%
6	Macquarie Emerging Markets Asian Trading Pte. Ltd	83,598	2.82%	0.12%
7	Copthall Mauritius Investment Limited	81,113	2.74%	0.12%
8	Fidelity Northstar Fund	70,951	2.39%	0.10%
9	Birla Sun Life Balanced 95 Fund	64,002	2.16%	0.09%
10	Fidelity Puritan Trts Fid Series Intrinsic Opp Fun	60,586	2.04%	0.09%
11	National Westminster Bank Plc As Trustee Of The Jupiter India Fund	59,792	2.02%	0.09%
12	Franklin India Smaller Companies Fund	47,789	1.61%	0.07%
13	Bengal Finance & Investment Pvt. Ltd.	43,791	1.48%	0.06%
14	Vamsheedhar Chennamaneni	41,233	1.39%	0.06%
15	Norges Bank on Account of the Government Pension F	40,339	1.36%	0.06%
16	Neptune India Fund	40,005	1.35%	0.06%
17	Suryatej Advisors Llp	37,091	1.25%	0.05%
	Total	21,32,483	71.97%	3.09%

3. Capital Structure and Shareholding Pattern

3.1 The capital structure of the Company, as on the date of the Public Announcement and post completion of the buyback is set forth below:

Particulars	As on the date of the Public Announcement	Post Completion of the Buyback
Authorised Capital	2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each)	2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each)
Issued, subscribed and paid up capital	1,381.10 Lakhs (6,90,55,095 Equity Shares of ₹2 each fully paid up)	1,321.84 Lakhs (6,60,92,133 Equity Shares of ₹2 each fully paid up)*

*The Company is in the process of extinguishing 29,62,962 Equity Shares bought back. The post-Buyback share capital is provided assuming extinguishment of all Equity Shares bought back by the Company.

3.2 The shareholding pattern of the Company as on the Record Date, June 16, 2017, pre and post Buyback, is as under:

Particulars	Pre Buyback		Post-Buyback *	
	No of Equity Shares	% to the existing Equity Share Capital	No of Equity Shares	%
Promoters and persons acting in Concert (Collectively "the Promoters")	37,584,900	54.43%	36,209,966	54.79%
Foreign Investors (Including Non-Resident Indians, FIs and Foreign Mutual Funds)	15,053,151	21.80%	29,882,167	45.21%
Financial Institutions/Banks & Mutual Funds promoted by Banks/ Institutions	4,772,901	6.91%		
Others (Public, Public Bodies Corporate etc.)	11,644,143	16.86%		
TOTAL	69,055,095	100.00%	66,092,133	100.00%

*The Company is in the process of extinguishing 29,62,962 Equity Shares bought back. The post-Buyback share capital is provided assuming extinguishment of all Equity Shares bought back by the Company.

4. Manager for the Buyback

KARVY INVESTMENT BANKING

KARVY INVESTOR SERVICES LIMITED

"Karvy House", 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500034, Telangana

Tel: + 91 40 2342 8774/2331 2454 Fax: + 91 40 2337 4714/2331 1968

Email: cmg@karvy.com Website: www.karvyinvestmentbanking.com

Contact Person: Mr. M P Naidu / Mr. G Arun SEBI Registration No: INM000008365

5. For Further details please refer to the company's website, www.kaveriseeds.in and the websites of Stock Exchanges (i.e., www.bseindia.com and www.nseindia.com).

6. Directors' Responsibility

As per Regulation 19(1)(a) of the Buyback Regulations, the Directors of the Company accepts the responsibility for the information contained in this post-Buyback public advertisement and confirms that the information included herein contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
Kaveri Seed Company Limited

Sd/-
Mr. G V Bhaskar Rao
Managing Director

Sd/-
Mr. C Mithun Chand
Whole Time Director

Sd/-
Mr. V R S Murti
Company Secretary

Date : 2nd August, 2017
Place : Hyderabad