

Castrol India Limited

Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai - 400 093.

CIN L23200MH1979PLC021359

Tel: (022) 6698 4100

Fax: (022) 6698 4101

www.castrol.co.in



20th September 2016

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Ltd
Bandra Kurla Complex
Plot No. C/1, "G" Block
Bandra (East)
Mumbai 400051

Scrip Code: 500870

Symbol: CASTROLIND

Dear Sir,

Sub: Intimation of Sale of Shares by Castrol Limited UK- Promoter

This is to inform you that Castrol Limited UK, Promoter of the Company that holds 59.42% of the shareholding has informed Castrol India Limited ("CIL") that it has sold 42,190,970 equity shares of CIL constituting 8.53% of paid up equity share capital of CIL through open market sale.

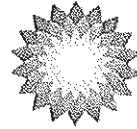
Please find enclosed communication and disclosures received from Castrol Limited UK.

Kindly place the same on record and disseminate the information on your website.

Yours faithfully,
For Castrol India Limited




Siddharth Shetty
Compliance Officer



20 September 2016

STRICTLY PRIVATE AND CONFIDENTIAL

Castrol Limited
Technology Centre
Whitchurch Hill
Pangbourne
Reading
United Kingdom
RG8 7QR

Castrol India Limited
Technopolis Knowledge Park,
Mahakali Caves Road P O Box No. 19411,
Chakala, Andheri (East),
Mumbai - 400093
Maharashtra

Attn: Mr. Siddharth Shetty (Company Secretary & Compliance Officer)

Sale of 42,190,970 equity shares of Castrol India Limited ('Company') by Castrol Limited

Dear Sir,

Pursuant to and in compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and subsequent amendments thereto (the "SEBI Takeover Regulations"), we bring to your attention that on 20 September 2016, the Promoter of the Company, Castrol Limited, has sold 42,190,970 equity shares constituting 8.53 % of the paid-up equity share capital of Castrol India Limited through open market sale, as per the details given in Annexure 1.

Disclosure as per Regulation 7 (2) read with Regulation 6(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 for the above sale of shares by the Promoter of the Company has been provided in Annexure 2.

Yours faithfully,

Authorised Signatory

Enclosed: Annexure 1, Annexure 2

Annexure 1

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Castrol India Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the	NA		
3. Whether the acquirer belongs to Promoter/Promoter group	NA		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India, BSE Limited		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(**)
<u>Before the acquisition/disposal under consideration, holding of:</u>			
(a) Shares carrying voting rights	293,875,282	59.42%	59.42%
(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
(c) Voting rights (VR) otherwise than by shares	-	-	-
(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)	-	-	-
(e) Total (a+b+c+d)	293,875,282	59.42%	59.42%
<u>Details of acquisition/sale</u>			
(a) Shares carrying voting rights acquired/sold	42,190,970	8.53%	8.53%
(b) VRs acquired /sold otherwise than by shares	-	-	-
(c) 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			
(d) Shares encumbered/ released by the acquirer invoked/	-	-	-
(e) Total (a+b+c+d)	42,190,970	8.53%	8.53%
<u>After the acquisition/sale, holding of:</u>			
(a) Shares carrying voting rights	251,684,312	50.89%	50.89%
(b) Shares encumbered with the acquirer	-	-	-
(c) VRs otherwise than by shares	-	-	-
(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) after acquisition.	-	-	-
(e) Total (a+b+c)	251,684,312	50.89%	50.89%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	20 September 2016		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 2,472,805,960		
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs. 2,472,805,960		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	Rs. 2,472,805,960		

(*) 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. – *The paid-up share capital of the Company is as on 30 June, 2016.*

(**) 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.

Signature of the seller



Authorised Signatory

Place: London

Date: 20 September 2016