

KEI/BSE/2014-15
The General Manager
Listing Operation,
BSE Limited,
P.J.Towers,
Dalal Street,
Mumbai – 400 001.

Date: 16.05.2014

Sub: Disclosure under Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulation, 1992

Dear Sir / Madam,

Please find enclosed herewith the Disclosure in Form D under Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulation, 1992.

Also we are enclosing herewith copy of Disclosure received from M/s Projection Financial & Management Consultants Pvt. Ltd under Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulation, 1992 and Regulation 29(2) of SEBI (SAST) Regulation, 2011.

This is for your information and records.

Thanking You,
Yours faithfully,

FOR KEI INDUSTRIES LTD.


(KISHORE KUNAL)
Company Secretary

CC:

The Calcutta Stock Exchange Ltd.
The Senior Manager, Listing Division,
7, Lyons Range, Kolkata-700001.

The National Stock Exchange of India Ltd.,
Listing Division,
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(4), 13(4A) and (6)]

Regulation 13(6) : Details of change in shareholding or voting rights by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of a listed company

Name, PAN No. & Address of Promoter / Person who is part of Promoter Group/ Director / Officer.	No. & % of shares / voting rights held by the Promoter / Person who is part of Promoter Group / Director / Officer	Date of receipt of allotment advice/acquisition on/sale of shares/voting rights	Date of intimation to Company	Mode of acquisition (market purchase/public rights/ preferential offer etc)/sale	No. & % of shares/voting rights post acquisition/sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value(Rs)	Sell quantity	Sell value(Rs)
Projection Financial & Management Consultants Private Limited (Promoter Group), PAN:AAACP6975A Basement,D-90, Okhla Industrial Area, Phase-I, New Delhi-110020	44,00,000 shares (5.70%)	15.05.2014	16.05.2014	Allotment of equity shares at a Price of Rs.14/- per share, upon conversion of Warrants earlier issued on Preferential Allotment basis to Promoter / Promoter group on 11.07.2013	79,00,000 shares (10.23%)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: % of shareholding has been calculated on Increased capital of the Company (i.e. 7,72,37,438).

For KEI Industries Limited

KISHORE KUNAL

KISHORE KUNAL

(KISHORE KUNAL)
Company SecretaryPlace: New Delhi
Date: 16.05.2014

PROJECTION FINANCIAL & MANAGEMENT CONSULTANTS PVT. LTD.

Regd. Office : Basement, D-90, Okhla Industrial Area, Phase-I,
New Delhi-110020

The Board of Directors,
KEI INDUSTRIES LIMITED
D-90, OKHLA INDUSTRIAL AREA,
PHASE-I, NEW DELHI- 110 020

Date 16.05.2014

**Sub: Disclosure of Interest or Holding by Promoter Group under
Regulation 13(4A) / 13(6) of SEBI (Prohibition of Insider Trading)
Regulations, 1992**

Dear Sir / Madam,

Please find enclosed herewith the Disclosure of Interest or Holding pursuant to acquisition of shares of M/s KEI Industries Limited through Preferential Allotment of Equity Shares in FORM D under Regulation 13(4A) / 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992.

This is for your information and records.

Thanking You,
Yours faithfully,

For Projection Financial & Management Consultants Pvt. Ltd.

For Projection Financial & Management Consultants Pvt. Ltd.

(Director)

Director

CC:

BSE Limited The General Manager Listing Operation, BSE Limited, P.J.Towers, Dalal Street, Mumbai – 400 001.	The National Stock Exchange of India Ltd., Listing Division, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
The Calcutta Stock Exchange Ltd. The Senior Manager, Listing Division, 7, Lyons Range, Kolkata-700001.	

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulation 13(4), 13(4A) and (6)]

Regulation 13(6) : Details of change in shareholding or voting rights by Director or Officer and his dependants or Promoter or Person who is part of Promoter Group of a listed company

Name, PAN No. & Address of Promoter / Person who is part of Promoter Group/ Director / Officer.	No. & % of shares / voting rights held by the Promoter / Person who is part of Promoter Group / Director / Officer	Date of receipt of allotment / advice/acquisition/sale of shares/voting rights	Date of intimation to Company	Mode of acquisition (market purchase/public rights/ preferential offer etc)/sale	No. & % of shares/voting rights post acquisition/sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value(Rs)	Sell quantity	Sell value(Rs)
Projection Financial & Management Consultants Private Limited (Promoter Group), PAN:AAACP6975A Basement,D-90, Okhla Industrial Area, Phase-I, New Delhi-110020	44,00,000 shares (5.70%)	15.05.2014	16.05.2014	Allotment of equity shares at a Price of Rs.14/- per share, upon conversion of Warrants earlier issued on Preferential Allotment basis to Promoter / Promoter group on 11.07.2013	79,00,000 shares (10.23%)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: % of shareholding has been calculated on Increased capital of the Company (i.e. 7,72,37,438).

Place: New Delhi
Date: 16.05.2014

For Projection Financial and Managements Consultants
Pv For Projection Financial & Management Consultants Pvt. Ltd.

Director

Director

PROJECTION FINANCIAL & MANAGEMENT CONSULTANTS PVT. LTD.

Regd. Office : Basement, D-90, Okhla Industrial Area, Phase-I,
New Delhi-110020

The Board of Directors,
KEI INDUSTRIES LIMITED
D-90, OKHLA INDUSTRIAL AREA,
PHASE-I, NEW DELHI- 110 020

Date 16.05.2014

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition and Takeovers) Regulation, 2011

Dear Sir / Madam,

Please find enclosed herewith the Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition and Takeovers) Regulation, 2011.

This is for your information and records.

Thanking You,
Yours faithfully,

For Projection Financial & Management Consultants Pvt. Ltd.

For Projection Financial & Management Consultants Pvt. Ltd.



Director

Director
CC:

BSE Limited
The General Manager
Listing Operation,
BSE Limited,
P.J.Towers,
Dalal Street,
Mumbai – 400 001.

The National Stock Exchange of India Ltd.,
Listing Division,
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

The Calcutta Stock Exchange Ltd.
The Senior Manager, Listing Division,
7, Lyons Range, Kolkata-700001.

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

Name of the Target Company (TC)	KEI INDUSTRIES LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Projection Financial and Management Consultants Private Limited Anil Gupta Anil Gupta (HUF) Archana Gupta KEI Cables Private Limited Soubhagya Agency Private Limited Subhlaxmi Motels & Inns Private Limited Dhan Versha Agency Private Limited		
Whether the acquirer belongs to Promoter / Promoter group	YES, PROMOTER GROUP		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE, BSE, CSE		
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
	1	2	3
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	4400000	5.97	5.70
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	N.A.	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	N.A.	N.A.	N.A.
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)	3500000	4.75	4.53
e) Total (a+b+c+d)	7900000	10.71	10.23
Details of acquisition / sale : Allotment of equity shares upon conversion of Warrants issued on Preferential Allotment basis to Promoter / Promoter group :			
a) Shares carrying voting rights acquired/sold (upon conversion of 3500000 Warrants as mentioned above)	3500000	4.53	4.53
b) VRs acquired/sold otherwise than by shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.
d) Shares encumbered / invoked / released by the acquirer	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	3500000	4.53	4.53
After the acquisition / sale, holding of:			
a) Shares carrying voting rights (including allotment of equity shares upon conversion of 3500000 Warrants)	7900000	10.23	10.23
b) Shares encumbered with the acquirer	N.A.	N.A.	N.A.
c) VRs otherwise than by shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	7900000	10.23	10.23
Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Allotment of equity shares upon conversion of Warrants earlier issued on Preferential Allotment basis to Promoter / Promoter group on 11.07.2013		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	15.05.2014		
Equity share capital / total voting capital of the TC before the said acquisition/sale	147474876		
Equity share capital / total voting capital of the TC after the said acquisition/sale	154474876		
Total diluted share / voting capital of the TC after the said acquisition*	154474876		

Note:

* % of shares held before acquisition, calculated on 7,37,37,438 Equity Shares.
 While diluted shares before acquisition calculated on 7,72,37,438 Equity Shares.
 * % of shares held after acquisition, calculated on 7,72,37,438 Equity Shares.

For Projection Financial and Management Consultants (P) Ltd.

For Projection Financial & Management Consultants Pvt. Ltd

Place : New Delhi
 Date : 16.05.2014

Director

Director