Shrinivas V. Dempo

DEMPO

DEMPO HOUSE
CAMPAL, PANAJI
GOA - 403001

Date: February 10, 2012

To,

1. The Compliance Officer
   Goa Carbon Limited
   Dempo House, Campal,
   Panaji-Goa 403001

2. The General Manager
   Corporate Relationship Department
   Bombay Stock Exchange Ltd.,
   25th Floor, P. J. Towers,
   Dalal Street,
   Mumbai 400 001
   Fax: (022) 22723121, 22722037, 22722039

3. The Listing Department
   National Stock Exchange of India Ltd.,
   Exchange Plaza,
   Bandra Kurla Complex,
   Bandra (East)
   Mumbai 400 051
   Fax: (022) 26598237-38, 26598347-48

Sub: **Disclosure under Regulation 29 of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations 2011**

Dear Sir/Madam,

In terms of SEBI (Substantial Acquisition of Share and Takeover) Regulations 2011, enclosed herewith is the necessary disclosure of details of acquisition of the shares of Goa Carbon Limited made by me on 08/02/2012 resulting in the consolidation of my shareholding in the Company along with the other promoters.

Kindly take the same on record.

Thanking you.

Yours faithfully

(Shrinivas V. Dempo)

Encl.: as above

PANAJI TEL.: 2441300 FAX.: 2225098 E-MAIL: Shrinivas.Dempo@dempos.com MUMBAI TEL.: 2833688 FAX.: 2834097

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

1. Name of the Target Company (TC)	**Goa Carbon Limited**		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Shrinivas V. Dempo**		
3. Whether the acquirer belongs to Promoter/Promoter Group	**Promoter**		
4. Name(s) of the Stock Exchange(s) where the shares of TC are listed	**The Bombay Stock Exchange Limited** **The National Stock Exchange of India Limited**		
5. Details of the acquisition / disposal / holding of shares / voting rights / holding of the Acquirer and PAC	Number	% w.r.t. total share / voting capital wherever applicable	% w.r.t. total diluted share / voting capital of the TC (*)
Before the acquisition / disposal under consideration, holding of: a) Shares carrying voting rights b) Voting rights (VR) 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)	**351087**	**3.8366 %**	**3.8366 %**
Total (a+b+c)	**351087**	**3.8366 %**	**3.8366 %**
Details of acquisition ~~/ sale~~: a) Shares carrying voting rights acquired / ~~sold~~ b) VR's 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	**691**	**0.0075 %**	**0.0075%**
Total (a+b+c)	**691**	**0.0075 %**	**0.0075 %**

After the acquisition ~~/ sale~~, holding of: a) Shares carrying voting rights b) VR's 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) after acquisition.	**351778**	**3.8441 %**	**3.8441 %**
Total (a+b+c)	**351778**	**3.8441 %**	**3.8441 %**
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	**8th February, 2012**		
8. Equity share capital / total voting capital of the TC before the said acquisition ~~/ sale~~	**91,51,052 equity shares**		
9. Equity share capital / total voting capital of the TC after the said acquisition ~~/ sale~~	**91,51,052 equity shares**		
10. Total diluted share / voting capital of the TC after the said acquisition ~~/ sale~~	**91,51,052 equity shares**		

(*) 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.

Place: Panaji
Date: 10.02.2012

Signature of the Acquirer ~~/ seller~~ / Authorised Signatory