

LEGG MASON

GLOBAL ASSET MANAGEMENT

July 11, 2014

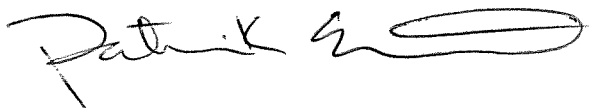
National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai – 400 051.

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To whom it may concern,

Please see the attached filing required under regulation 29(2) of SEBI 2011. Our initial filing in Graphite India was submitted on January 17, 2012 and reflected an ownership position of 5.08%. We triggered the enclosed amendment to this filing based upon a greater than 2% change from our existing filing. Please contact me at 410-454-5351 or pteverett@leggmason.com if you have any questions.

Thanks,
Pat





भारतीय प्रतिभूति और विनिमय बोर्ड Securities and Exchange Board of India

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

Name of the Target Company (TC)	Graphite India Ltd		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Royce & Associates LLC (a wholly-owned subsidiary of Legg Mason, Inc.)		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd (NSE) Bombay Stock Exchange (BSE)		
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 (**)
Before the acquisition under consideration, holding of : a) Shares carrying voting rights 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 T C (specify holding in each category) e) Total (a+b+c+d)	6,292,200	3.22%	N.A.
Details of acquisition/sale a) Shares carrying voting rights acquired/sold 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 / invoked/released by the acquirer e) Total (a+b+c+/-d)	-350,000	0.18%	N.A.



भारतीय प्रतिभूति और विनिमय बोर्ड Securities and Exchange Board of India

After the acquisition/sale, holding of:	5,942,200	3.04%	N.A.
a) Shares carrying voting rights 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+d)			
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Latest sale was on July 9, 2014 (Settlement date July 11, 2014)		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 39,07,51,196/- (19,53,75,598 Equity Shares of Rs. 2/- each)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 39,07,51,196/- (19,53,75,598 Equity Shares of Rs. 2/- each)		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 39,07,51,196/- (19,53,75,598 Equity Shares of Rs. 2/- each)		

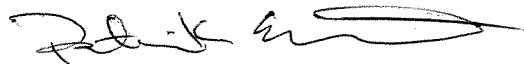
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

Signature of the acquirer / seller / Authorised Signatory (On behalf of Royce & Associates, LLC)

Place: Baltimore MD, USA

Date: July 10, 2014


Compliance Director
***** Legg Mason & Co., LLC