

Recd on
18/08/14

To,
HSIL Limited
2 Red Cross Place
Kolkata
West Bengal-700001
India

Kind attention: *Payal M Puri*

August 14, 2014

Re: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the sale of equity shares of HSIL Limited.

Dear Madam,

This is to inform you that the entities named hereinafter have sold equity shares of HSIL Limited ("**Company**") on August 12, 2014 by way of an open market sale. The details of the sale are as follows:

Sr. No.	Seller	No. of equity shares sold
1.	National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104).	610,475 equity shares constituting 0.92% of the share capital of the Company.
2.	Jupiter South Asia Investment Co. Ltd. — South Asia Access Fund (SEBI registered FII — Registration No. 1998127).	207,450 equity shares constituting 0.31% of the share capital of the Company.

Enclosed is the copy of the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the sale. We request you to kindly take the same on record.

The sellers are persons acting in concert with each other in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The disclosure has been emailed to the following id:
hsilinvestors@hindware.co.in

The originals are being couriered from London and thus will reach your office in due time.

We have also made requisite disclosures to the National Stock Exchange. We request you to kindly acknowledge the receipt of this letter and the disclosure.

Yours sincerely,

<p>For National Westminster Bank PLC, as Trustee of Jupiter India Fund</p> <p>JUPITER ASSET MANAGEMENT LIMITED</p> <p>.....Secretaries</p> <p>.....Authorised Signator</p> <p>Jupiter Asset Management Ltd Authorised Signatory (Investment Manager)</p> <p>Place: London Date: August 14, 2014</p>	<p>For Jupiter South Asia Investment Co. Ltd — South Asia Access Fund</p> <p>JUPITER ASSET MANAGEMENT LIMITED</p> <p>.....Secretaries</p> <p>.....Authorised Signator</p> <p>Jupiter Asset Management Ltd Authorised Signatory (Investment Manager)</p> <p>Place: London Date: August 14, 2014</p>
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Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company ("TC")	HSIL Ltd
Name(s) of the acquirer Seller(s) and Persons Acting in Concert ("PAC") with the Seller(s).	<p>Sellers:</p> <ol style="list-style-type: none"> <i>National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104); and</i> <i>Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127).</i> <p>PAC: Nil</p>
Whether the acquirer —Seller belongs to Promoter/Promoter group	NO
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange

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 (**)
<p>Before the acquisition/disposal under consideration, holding of:</p> <p>a) Shares carrying voting rights</p>	<p>Sellers:</p> <p><i>National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104); 1,988,245 shares</i></p> <p><i>Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127). 869,697 shares</i></p> <p>PAC:</p>	<p>3.01%</p> <p>1.32%</p> <p>Nil</p>	<p>3.01%</p> <p>1.32%</p> <p>Nil</p>

b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
c) Voting rights (VR) otherwise than by equity shares	Nil		
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)	Nil		
e) Total (a+b+c+d)	2,857,942	4.33%	4.33%

Details of acquisition/sale			
a) Shares carrying voting rights acquired sold	<p>Sellers:</p> <p>1. <i>National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 610,475 shares</i></p> <p>2. <i>Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 207,450 shares</i></p> <p>PAC:</p>	<p>0.92%</p> <p>0.31%</p> <p>Nil</p>	<p>0.92%</p> <p>0.31%</p>
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	Nil		
c) VRs acquired/sold otherwise than by equity shares	Nil		

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) acquired/sold.	Nil		
e) Total (a+b+c+d)	817,925	1.23%	1.23%

<p>After the acquisition/sale, holding of:</p> <p>a) Shares carrying voting rights</p>	<p>Sellers:</p> <ol style="list-style-type: none"> <i>National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104): 1,377,770 shares</i> <i>Jupiter South Asia Investment Co. Ltd — South Asia Access Fund (SEBI registered FII – Registration No. 1998127): 662,247 shares</i> <p>PAC:</p>	<p>2.09%</p> <p>1.00%</p> <p>Nil</p>	<p>2.09%</p> <p>1.00%</p>
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b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others).	Nil		
c) VRs otherwise than by equity shares	Nil		
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.	Nil		
e) Total (a+b+c+d)	2,040,017	3.09%	3.09%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Open market sale		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 12, 2014
Equity share capital / total voting capital of the TC before the said acquisition/sale(*)	1,320,970,000 (66,046,395 equity shares of face value of INR 2 each)(*)
Equity share capital/ total voting capital of the TC after the said acquisition/sale(*)	1,320,970,000 (66,046,395 equity shares of face value of INR 2 each)(*)
Total diluted share/voting capital of the TC after the said acquisition/sale(*)	1,320,970,000 (66,046,395 equity shares of face value of INR 2 each)(*)

Note:

(*) Total share capital/ voting capital taken as per the relevant filing done by TC 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 Sellers

For National Westminster Bank PLC, as Trustee of Jupiter

India Fund

For and on behalf of

JUPITER ASSET MANAGEMENT LIMITED

.....Secretaries

[Signature]

Jupiter Asset Management Ltd

Authorised Signatory (Investment Manager)

Place: London

Date: August 14, 2014

For Jupiter South Asia Investment Co. Ltd — South Asia

Access Fund

For and on behalf of

JUPITER ASSET MANAGEMENT LIMITED

.....Secretaries

[Signature]

Jupiter Asset Management Ltd

Authorised Signatory (Investment Manager)

Place: London

Date: August 14, 2014