

From

May 31, 2013

1.

Seacrest Investment Ltd
c/o Warburg Pincus Asia Ltd
8th Floor, Newton Tower
Sir William Newton Street
Port Louis
Mauritius

2.

Woodcrest Investment Ltd
c/o Warburg Pincus Asia Ltd
8th Floor, Newton Tower
Sir William Newton Street
Port Louis
Mauritius

To:
The Company Secretary/Compliance Officer
Havells India Limited
1, Raj Narain Marg,
Civil Lines,
Delhi-110054
Fax: +91 120 477 2000

Sub: Disclosure pursuant to Regulation 13(3) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

Dear Sirs,

1. We, Seacrest Investment Ltd ("SIL") and Woodcrest Investment Ltd ("WIL") are affiliates of Warburg Pincus LLC (together SIL and WIL hereinafter referred to as the "Shareholders"). The Shareholders are persons acting in concert with respect to our shareholding in Havells India Limited ("Company"). WIL is a sub-account of Warburg Pincus International LLC, a SEBI registered Foreign Institutional Investor and an affiliate of Warburg Pincus LLC.
2. In terms of Regulation 13(3) of the Insider Trading Regulations, we wish to inform you that through a series of sales on the open market segment of the stock exchanges on May 30, 2013, SIL has sold 5,820,000 fully paid-up equity shares of the Company representing 4.66% of the issued and paid up equity share capital of the Company and WIL has sold 4,607,600 fully paid up equity shares of the Company representing 3.69% of the issued and paid up equity share capital of the Company. The sales on May 30, 2013 have resulted in the Shareholders having sold more than 2% of the equity share capital of the Company thereby necessitating this disclosure.
3. Subsequent to the aforesaid sales, neither SIL nor WIL hold any equity shares of the Company.
4. The details of the sale are attached in Form C hereto, which is in the format prescribed under Regulation 13(3) of the Insider Trading Regulations.
5. Please arrange to disclose the details set out in the attached Form C to all stock exchanges on which the shares of the Company are listed, within the prescribed period and as required.

Yours faithfully,

SEACREST INVESTMENT LTD

S. Baichoo

Authorized Signatory

Name: Sharmila Baichoo

Designation: Director

Place: Port Louis, Mauritius

WOODCREST INVESTMENT LTD

S. Baichoo

Authorized Signatory

Name: Sharmila Baichoo

Designation: Director

Place: Port Louis, Mauritius

FORM C

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

[Regulation 13(3)]

Regulation 13(3) - Details of change in shareholding in respect of persons holding more than 5% shares in a listed company.

Name, PAN No. & Address of shareholders	Shareholding prior to acquisition/sale	No. & % of shares/voting rights acquired/sold	Receipt of allotment at advised acquisition of shares/sale of shares specify	Date of intimation to the company	Mode of sale (market purchase/public rights/preferential offer etc.)	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	Sell quantity	Sell value
Seacrest Investment Ltd. PAN No. AAKCS9881J and having its registered office at c/o	5,820,000 fully paid up equity shares constituting 4.66% of	5,820,000 fully paid up equity shares constituting	Sale of 30,2013 shares on May 30, 2013	May 31, 2013	Sale on stock exchange	Nil	India Infoline Limited with SEBI Registration number INB231097537	The National Stock Exchange of India	NA	NA	5,820,000 fully paid up equity shares	Aggregate gross consideration of INR 4,074,001.74/- at a

All shareholding figures are correct to 2 decimal places.

