

HIGHDELL INVESTMENT LTD

Registered Office: C/o Warburg Pincus Asia Ltd, 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius

February 12, 2024

To,

Company Secretary and Compliance Officer

Kalyan Jewellers India Limited

TC-32/204/2, Sitaram Mill Road,
Punkunnam, Thrissur 680 002,
Kerala, India

BSE Limited

Department of Corporate Services
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001
Maharashtra, India

National Stock Exchange of India Limited

The Listing Department
Exchange Plaza
Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051
Maharashtra, India

Dear Sir / Madam,

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sirs/Madam(s),

We, Highdell Investment Ltd (“**Seller**”), have sold 86,729,971 equity shares of face value of Rs. 10 each of Kalyan Jewellers India Limited (“**Company**”), representing 8.42% of the total issued and paid-up equity share capital of the Company, through block deals on the platforms of BSE Limited and the National Stock Exchange of India Limited on February 8, 2024.

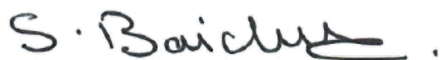
We enclose with this letter as **Annexure A** hereto, a disclosure of the change in our shareholding in the Company pursuant to the sale, in the prescribed format under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Highdell Investment Ltd**



Name: Sharmila Baichoo

Position: Director

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Annexure A

Disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Kalyan Jewellers India Limited (“ Company ”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Highdell Investment Ltd (“ Seller ”)		
Whether the acquirer belongs to Promoter/Promoter group	No, the Seller does not belong to the promoter / promoter group of the Company		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)		
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/ sale under consideration, holding of:			
a) Shares carrying voting rights	181,228,590 equity shares	17.59%	17.59%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	181,228,590 equity shares	17.59%	17.59%
Details of acquisition/ sale			
a) Shares carrying voting rights acquired /sold	86,729,971 equity shares	8.42%	8.42%
b) VRs acquired /sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying	Nil	Nil	Nil

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voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquire			
e) Total (a+b+c+/-d)	Nil	Nil	Nil
	86,729,971 equity shares	8.42%	8.42%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	94,498,619 equity shares	9.17%	9.17%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	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	Nil	Nil
e) Total (a+b+c+d)	94,498,619 equity shares	9.17%	9.17%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Through market sale by block deals		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	8 th February 2024		
Equity share capital / total voting capital of the TC before the said acquisition / sale	₹ 10,300,530,570 consisting of 1,030,053,057 equity shares of face value of ₹ 10 each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	₹ 10,300,530,570 consisting of 1,030,053,057 equity shares of face value of ₹ 10 each		
Total diluted share/voting capital of the TC after the said acquisition	₹ 10,300,530,570 consisting of 1,030,053,057 equity shares of face value of ₹ 10 each		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the stock exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. as at December 31, 2023.

(**) 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 as per the latest filing done by the Company to the stock exchanges under Regulation 31 of the Securities and Exchange Board

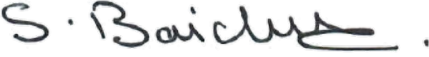
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of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. as at December 31, 2023.

Note: There is no change in the paid-up share capital of the Company on account of the block trades since the sale of equity shares is secondary in nature.

For and on behalf of Highdell Investment Ltd



Name: Sharmila Baichoo

Position: Director

Place: Port Louis, Mauritius