

Jwalamukhi Investment Holdings

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13 November 2013

The Deputy General Manager
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Dear Sir

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

Jwalamukhi Investment Holdings (“JIH”) is a wholly owned subsidiary of WestBridge Crossover Fund, LLC (“WCF”) and is a person acting in concert with WCF. We wish to inform you that WCF has received an intimation of allotment of 2,000,000 equity shares of face value of Rs. 2 each (“Shares”) of Kajaria Ceramics Limited (“Company”), constituting 2.65% of the paid up share capital of the Company, to WCF by the Company on a preferential allotment basis.

Prior to the acquisition of Shares by WCF, JIH held (and continues to hold) 5,777,005 equity shares of the Company, constituting 7.64% of the paid up share capital of the Company, as a registered FII sub-account. Upon the acquisition of Shares by WCF, JIH and WCF collectively own 7,777,005 equity shares of the Company, constituting 10.29% of the paid up share capital of the Company. Accordingly, while JIH has not itself acquired any Shares, there is a change in the aggregate shareholding of JIH, together with the aggregate shareholding of WCF as a person acting in concert with JIH, by 2.65% of the total paid up share capital of the Company. As a result, we, JIH, are making this disclosure under Regulation 29(2) of the SEBI Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

.../2

Page 2

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We request you to please take note of the above and kindly acknowledge the receipt of the same.

Yours faithfully

A handwritten signature in black ink, appearing to be 'Yashwant Kumar Beeharee', written over a horizontal line.

Yashwant Kumar Beeharee
Director

**Disclosures under Regulation 29(2) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Kajaria Ceramics Limited ("Company")			
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Jwalamukhi Investment Holdings ("JIH"), which holds 5,777,005 equity shares of the Company (constituting 7.64% of the total paid up share capital of the Company) along with WestBridge Crossover Fund, LLC ("WCF") which has acquired 2,000,000 equity shares of the Company (constituting 2.65% of the total paid up share capital of the Company) pursuant to a preferential allotment of shares in the Company.			
Whether the acquirer belongs to Promoter/Promoter group	No			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited			
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	5,777,005	7.85	7.85	
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	Nil	Not applicable	Not applicable	
c) Voting rights (VR) otherwise than by shares	Nil	Not applicable	Not applicable	
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	Not applicable	Not applicable	
e) Total (a+b+c+d)	5,777,005 (Note: Prior to the acquisition of Shares by WCF, JIH held (and continues to hold)	7.85	7.85	

	5,777,005 equity shares of the Company, constituting 7.85% of the pre-allotment paid up share capital of the Company, as a registered FII sub-account.)		
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	2,000,000 (Note: JIH has not acquired any Shares. The acquisition of 2,000,000 equity shares of the Company, constituting 2.65% of the paid up share capital of the Company has been made by WCF).	2.65	2.65
b) VRs acquired/sold otherwise than by shares	Nil	Not applicable	Not applicable
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	Nil	Not applicable	Not applicable
d) Shares encumbered/invoked/released by the acquirer	Nil	Not applicable	Not applicable
e) Total (a+b+c+/-d)	2,000,000	2.65	2.65
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	7,777,005	10.29	10.29
b) Shares encumbered with the acquirer	Nil	Not applicable	Not applicable

c) VRs otherwise than by shares	Nil	Not applicable	Not applicable
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	Not applicable	Not applicable
e) Total (a+b+c+d)	7,777,005	10.29	10.29
Mode of acquisition/sale (e.g. open market / off market/ public issue/ rights issue / preferential allotment / inter-se transfer etc.)	Preferential allotment		
Date of acquisition of / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of receipt of intimation of allotment of shares to WCF: November 11, 2013		
Equity share capital / total voting capital of the TC before the said acquisition / sale	73,583,580		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	75,583,580		
Total diluted share/voting capital of the TC after the said acquisition/sale	75,583,580		

(*) 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



Yashwant Kumar Beeharee
Director

For and on behalf of Jwalamukhi Investment Holdings

Place: Mauritius