August 24, 2012

National Stock Exchange Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

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

| | | | |
|---|---|---|---|
| 1. Name of the Target Company (TC) | Kirloskar Brothers Limited | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Sanjay C. Kirloskar (Trustee of Kirloskar Brothers Limited Employees Welfare Trust Scheme) | | |
| 3. Whether the acquirer belongs to Promoter/Promoter group | Yes – Promoter & Promoter group | | |
| 4. Name(s) of the Stock Exchange(s)where the shares of TC are Listed | 1. Bombay Stock Exchange Limited (BSE)<br>2. National Stock Exchange of India Limited (NSE) | | |
| 5. Details of the acquisition/~~disposal/holding of shares/voting rights/holding~~ of the Acquirer and PAC | Number | % w.r.t.total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC (*) |
| **Before the acquisition/~~disposal~~ under consideration, holding of :** | | | |
| a) Shares carrying voting rights | **15795263 | 19.91 | -- |
| b) Voting rights (VR) otherwise than by shares | -- | -- | -- |
| c) 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) | -- | -- | -- |
| Total (a+b+c) | **15795263 | 19.91 | -- |
| **Details of acquisition/~~sale~~** | | | |
| a) Shares carrying voting rights acquired/~~sold~~ | 6390 | 0.01 | -- |
| b) Voting rights (VR) 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 | -- | -- | -- |
| Total (a + b + c) | 6390 | 0.01 | -- |
| <u>After the acquisition/~~sale,~~ holding of:</u> | | | |
| a) Shares carrying voting rights | **15801653 | 19.92 | |
| b) Voting rights (VR) 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) after acquisition. | -- | -- | -- |
| Total (a + b + c) | **15801653 | 19.92 | -- |
| 6. Mode of acquisition / ~~sale~~ (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Open market | | |
| 7. Date of acquisition / ~~sale of shares / VR or date of receipt of intimation of allotment of shares~~, whichever is applicable | August 23, 2012 | | |
| 8. Equity share capital / total voting capital of the TC before the said acquisition / sale | Rs.158,679,402 ( Divided into 79339701 paid-up Equity Shares of Rs. 2/- each | | |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale | Rs.158,679,402 ( Divided into 79339701 paid-up Equity Shares of Rs. 2/- each | | |
| 10. Total diluted share/voting capital of the TC after the said acquisition/sale. | ------ | | |

(*) 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.
** Out of this 14,177,038 shares are held in the individual capacity and 3015 as a trustee of CSK Testamentary Trust.

**Signature of the acquirer / ~~seller / Authorised Signatory~~**

For **Kirloskar Brothers Limited Employees Welfare Trust Scheme**

**Sanjay C. Kirloskar**
**Trustee**
Place: Pune

National Stock Exchange Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

August 24, 2012

**"FORM D"**

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

[Regulations 13(4), 13(4A) and 13(6)

**Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company.**

| Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director / Officer. | No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer | Date of receipt of allotment advice/ acquisition/ ~~sale~~ of shares/ voting rights | Date of intimation to company | Mode of Acquisition (market purchase/ public/rights / preferential offer, etc.)/~~sale~~ | 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 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Sanjay C Kirloskar (Trustee of Kirloskar Brothers Limited Employees Welfare Trust Scheme) AABTK2285L<br><br>Udyog Bhavan, Tilak Road, Pune 411 002 | *15795263 equity shares of Rs. 2/- each i.e 19.91% of the total issued and paid up share capital | August 23, 2012 | August 24, 2012 | Market Purchase | *15801653 equity shares of Rs. 2/- each i.e 19.92% of the total issued and paid up share capital | Sajag Securities SEBI Reg.No. : INB010754936 TMID : 3105 | Bombay Stock Exchange Ltd.(BSE) | 340 | 45738.53 | Nil | Nil |
| | | | | | | INB230754937 TMID : 07549 | National Stock Exchange of India Ltd.(NSE) | 6050 | 850310.92 | Nil | Nil |

*Out of this 14,177,038 shares are held in the individual capacity and 3015 as a trustee of CSK Testamentary Trust.

For **Kirloskar Brothers Limited Employees Welfare Trust Scheme**

**Sanjay C. Kirloskar**
**Trustee**
Place : Pune