



B.K.BIRLA GROUP OF COMPANIES

# MANAV INVESTMENT & TRADING COMPANY LIMITED

Date: 26.10.2021

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400 051

**BSE Limited**  
First Floor, New Trading Wing  
Rotunda Building, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai - 400 001

**The Calcutta Stock Exchange Ltd.**  
7, Lyons Range,  
Kolkata - 700001

**Kesoram Industries Limited**  
9/1, R. N. Mukherjee Road  
Kolkata - 700001

Dear Sirs/Madam,

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

Please find enclosed hereto disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 with respect to acquisition of shares of Kesoram Industries Limited ('KIL') pursuant to Rights Issue by the Promoter/Promoter Group along with persons acting in concert.

We being the Lead Promoter, we hereby submit the declaration for Promoter/Promoter Group for the aforesaid acquisition of equity shares by way of participation in Rights Issue of KIL.

Please take a note of it and put the same on record.

Thanking you,

Yours faithfully,  
For **Manav Investment And Trading Company Limited (Lead Promoter)**

  
**Constituted Attorney**

Encl: As above



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

|                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                            |                                                            |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                            | <b>KESORAM INDUSTRIES LIMITED</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                              | <b>Acquirer:</b><br>Manav Investment And Trading Company Ltd.<br>Mrs. Manjushree Khaitan<br>Pilani Investment and Industries Corporation Ltd<br>Late Basant Kumar Birla<br>Mrs. Rajashree Birla<br>Mrs. Vasavadatta Bajaj<br>Mr. Kumar Mangalam Birla<br>Mrs. Vidula Jalan<br>Padmavati Investment Private Limited<br>Aditya Marketing and Manufacturing Private Limited<br>Century Textiles and Industries Ltd.<br><br><b>Persons Acting in Concert (PAC) - part of Promoter Group:</b><br>Birla Educational Institution<br>Birla Education Trust<br>Birla Institute Of Technology And Science<br>Prakash Educational Society |                                                            |                                                            |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                    | Promoter/ Promoter Group                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                            |                                                            |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                         | The National Stock Exchange of India Limited<br>BSE Limited<br>The Calcutta Stock Exchange Limited                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                            |                                                            |
| Details of the acquisition- as follows                                                                                                                                                     | Number                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <b>Before the acquisition under consideration, holding of :</b>                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                            |                                                            |
| a) Shares carrying voting rights                                                                                                                                                           | 7,57,61,340                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 45.97                                                      | 45.97                                                      |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                                    | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| c) Voting rights (VR) otherwise than by shares                                                                                                                                             | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| 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)                  | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| e) Total (a+b+c+d) As per enclosure attached                                                                                                                                               | 7,57,61,340                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 45.97                                                      | 45.97                                                      |
| <b>Details of acquisition</b>                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                            |                                                            |
| a) Shares carrying voting rights acquired/sold                                                                                                                                             | 4,45,62,556 (#)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 21.76                                                      | 18.20                                                      |
| b) VRs 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     | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| d) Shares encumbered / invoked/released by the acquirer                                                                                                                                    | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| e) Total (a+b+c+d) As per enclosure attached                                                                                                                                               | 4,45,62,556 (#)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 21.76                                                      | 18.20                                                      |
| <b>After the acquisition, holding of:</b>                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                            |                                                            |
| a) Shares carrying voting rights                                                                                                                                                           | 12,03,23,896                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 58.75                                                      | 49.15                                                      |
| b) Shares encumbered with the acquirer                                                                                                                                                     | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| c) VRs otherwise than by shares                                                                                                                                                            | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| 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 | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | -                                                          | -                                                          |
| e) Total (a+b+c+d) As per enclosure attached                                                                                                                                               | 12,03,23,896                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 58.75                                                      | 49.15                                                      |
| Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                                        | Rights Issue                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                            |                                                            |
| Date of receipt of intimation of allotment of shares                                                                                                                                       | 25.10.2021                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                            |                                                            |
| Equity share capital / total voting capital of the TC before the said acquisition                                                                                                          | 1,64,81,13,410                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                            |                                                            |
| Equity share capital/ total voting capital of the TC after the said acquisition                                                                                                            | 2,04,81,02,185                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                            |                                                            |
| Total diluted share/voting capital of the TC after the said acquisition                                                                                                                    | 244,80,90,960 (24,48,09,096 Equity Shares of Rs. 10/- each)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                            |                                                            |

(\*) 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.

(#) Pursuant to the allotment of Rights Issue of Equity Shares of Rs. 10/- each at Rs. 50/- per share on which only Rs. 5/- per Equity Share with premium of Rs. 20/- was paid on application.

**Manav Investment And Trading Company Limited (Lead Promoter)**

  
Constituted Attorney  
Place: Kolkata  
Date: 26.10.2021





**Kesoram Industries Limited**  
Acquisition of Equity Shares by Promoter/Promoter Group

| Sl. | Promoters/Promoter Group                                   | Shares held pre Rights Issue | Pre issue% | No. Rights shares acquired | Acquisition %age to total share/voting capital of the Target Company | Acquisition %age to total diluted share/voting capital of the Target Company | Shares held post Rights Issue | Post issue %age- total share/voting capital of the Target Company | Post issue %age- total diluted share/voting capital of the Target Company | Increase/decrease in holding post rights |
|-----|------------------------------------------------------------|------------------------------|------------|----------------------------|----------------------------------------------------------------------|------------------------------------------------------------------------------|-------------------------------|-------------------------------------------------------------------|---------------------------------------------------------------------------|------------------------------------------|
| 1   | M/s. Manav Investment & Trading Company Limited            | 3396691                      | 20.61%     | 20352765                   | 9.94%                                                                | 8.31%                                                                        | 54319456                      | 26.52%                                                            | 22.19%                                                                    | 1.58%                                    |
| 2   | M/s. Manjushree Khaitan                                    | 720158                       | 0.44%      | 349565                     | 0.17%                                                                | 0.14%                                                                        | 1069723                       | 0.52%                                                             | 0.44%                                                                     | 0.00%                                    |
| 3   | M/s. Piplani Investment And Industries Corporation Limited | 27338750                     | 16.59%     | 19010000                   | 9.28%                                                                | 7.77%                                                                        | 46348750                      | 22.63%                                                            | 18.93%                                                                    | 2.34%                                    |
| 4   | Smt Basant Kumar Birla                                     | 402496                       | 0.24%      | 195372                     | 0.10%                                                                | 0.08%                                                                        | 597868                        | 0.29%                                                             | 0.24%                                                                     | 0.00%                                    |
| 5   | Smt. Rajashree Birla                                       | 3250                         | 0.00%      | 1577                       | 0.00%                                                                | 0.00%                                                                        | 4827                          | 0.00%                                                             | 0.00%                                                                     | 0.00%                                    |
| 6   | Sri Kumar Mangalam Birla                                   | 300                          | 0.00%      | 145                        | 0.00%                                                                | 0.00%                                                                        | 445                           | 0.00%                                                             | 0.00%                                                                     | 0.00%                                    |
| 7   | Mrs. Vasawadatta Bajaj                                     | 5750                         | 0.00%      | 2791                       | 0.00%                                                                | 0.00%                                                                        | 8541                          | 0.00%                                                             | 0.00%                                                                     | 0.00%                                    |
| 8   | Mrs. Vidula Jalan                                          | 115377                       | 0.07%      | 56004                      | 0.03%                                                                | 0.02%                                                                        | 171381                        | 0.08%                                                             | 0.07%                                                                     | 0.00%                                    |
| 9   | M/s. Aditya Marketing & Manufacturing Limited              | 2449111                      | 1.49%      | 1188802                    | 0.58%                                                                | 0.49%                                                                        | 3637913                       | 1.78%                                                             | 1.49%                                                                     | 0.00%                                    |
| 10  | M/s. Birla Education Trust                                 | 954171                       | 0.58%      | 0                          | 0.00%                                                                | 0.00%                                                                        | 954171                        | 0.47%                                                             | 0.39%                                                                     | -0.19%                                   |
| 11  | M/s. Prakash Educational Society                           | 910922                       | 0.55%      | 0                          | 0.00%                                                                | 0.00%                                                                        | 910922                        | 0.44%                                                             | 0.37%                                                                     | -0.18%                                   |
| 12  | M/s. Birla Educational Institution                         | 362643                       | 0.22%      | 0                          | 0.00%                                                                | 0.00%                                                                        | 362643                        | 0.18%                                                             | 0.15%                                                                     | -0.07%                                   |
| 13  | M/s. Birla Institute of Technology & Science               | 1515806                      | 0.92%      | 0                          | 0.00%                                                                | 0.00%                                                                        | 1515806                       | 0.74%                                                             | 0.62%                                                                     | -0.30%                                   |
| 14  | M/s. Century Textiles & Industries Limited                 | 5116800                      | 3.10%      | 2483702                    | 1.21%                                                                | 1.01%                                                                        | 7600502                       | 3.71%                                                             | 3.10%                                                                     | 0.00%                                    |
| 15  | M/s. Padmavati Investment Private Limited                  | 1899115                      | 1.15%      | 921833                     | 0.45%                                                                | 0.38%                                                                        | 2820948                       | 1.38%                                                             | 1.15%                                                                     | 0.00%                                    |
|     | Total                                                      | 7,57,61,340                  | 45.97%     | 4,45,62,556                | 21.76%                                                               | 18.20%                                                                       | 12,03,23,896                  | 58.75%                                                            | 49.15%                                                                    | 3.18%                                    |



*(Handwritten signature)*