



KESAR ENTERPRISES LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai-400 020, India. Website : <http://www.kesarindia.com>
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 E-mail : headoffice@kesarindia.com
CIN : L24116MH1933PLC001996

13th May, 2014

To, The Corporate Relationship Department Bombay Stock Exchange 1 st Floor, New Trading Wing P.J.Towers, Dalal Street Mumbai-400001	Mr. Hari K Assistant Vice President Listing Department, National Stock Exchange of India Ltd. 5 th Floor, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
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Dear Sir,

Re: Disclosure under Regulation 13(6) of the SEBI (Prohibition of Insider Trading) Regulations, 1992

In terms of Regulation 13(6) of SEBI Regulations, we hereby disclose to you that we have received the letters dated 12.05.2014 along with a copy of Form D from the following Promoters/Persons acting in concert with the Promoters

- 1) Kesar Corporation Ltd. for acquisition of 1,17,000 (1.17%) Equity Shares
- 2) Duracell Investments & Finance Pvt. Ltd. for acquisition of 6,50,000 (6.50%) Equity Shares and
- 3) Seel Investment Pvt. Ltd. for acquisition of 6,12,000 (6.12%) Equity Shares.

on conversion of their Optionally Convertible Preference Shares (OCPS).

The copies of the above letters with Form D are attached for your information.

Please acknowledge.

Thanking you.

Yours faithfully,
For **KESAR ENTERPRISES LTD.**

D.J. SHAH
SR.VICE PRESIDENT (LEGAL) &
COMPANY SECRETARY

Encl: As above

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KESAR CORPORATION PRIVATE LIMITED

Registered Office: "Oriental House", 7, Jamshedji Tata Road, Churchgate, Mumbai-400 020, India.

Phone: 91-22-22854565, 22042396, 22851737, • Fax: 91-22-22851044 • E-mail: sales@iccindia.com

CIN: U74999MH1941PTC003348

12th May, 2014

To
Kesar Enterprises Ltd.,
Oriental House,
7, Jamshedji Tata Road,
Churchgate,
Mumbai - 400020

Dear Sir,

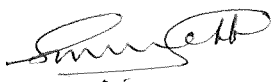
Sub: Disclosures under Reg. 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 for acquisition of Equity Shares on conversion of OCPS

With respect to the captioned subject, we enclose herewith a Disclosure in Form D to be submitted to the Stock Exchange on acquisition by us of 1,17,000 Equity shares of Rs.10/- each fully paid up at a price of Rs.21/- per share (inclusive of premium of Rs.11/- per share] aggregating to Rs.24,57,000/- on conversion of 2,45,700 Zero Coupon Optionally Convertible Preference Shares ("OCPS") of Rs.10/- each fully paid-up aggregating to Rs.24,57,000/-.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,
For Kesar Corporation Private Limited



Director

Encl: Disclosure – Form D

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 dependants 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 intima- tion 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
Kesar Corporation Pvt. Ltd. PAN No: AAACK1691A Oriental House, 7, J.T. Road, Churchgate, Mumbai 400020	22,20,922 (25.764%)	9.5.2014	12.5.2014	Conversion of 2,45,700 Zero Coupon Optionally Convertible Preference Shares (OCPS) into 1,17,000 Equity Shares.	23,37,922 (23.381%)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For Kesar Corporation Pvt. Ltd.



(DIRECTOR)

DURACELL INVESTMENTS & FINANCE PVT.LTD.

Oriental House, 7, Jamshedji Tata Road, Churchgate, Mumbai – 400 020.

Phone : 22042396 / 22854565 • E-mail: sales@iccindia.com

CIN: U65990MH1993PTC073731

12th May, 2014

To
Kesar Enterprises Ltd.,
Oriental house,
7, Jamshedji Tata Road,
Churchgate,
Mumbai - 400020

Dear Sir,

Sub: Disclosures under Reg. 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 for acquisition of Equity Shares on conversion of OCPS

With respect to the captioned subject, we enclose herewith a Disclosure in Form D to be submitted to the Stock Exchange on acquisition by us of 6,50,000 Equity shares of Rs.10/- each fully paid up at a price of Rs.21/- per share (inclusive of premium of Rs.11/- per share] aggregating to Rs.1,36,50,000/- on conversion of 13,65,000 Zero Coupon Optionally Convertible Preference Shares ("OCPS") of Rs.10/- each fully paid-up aggregating to Rs.1,36,50,000/-.

Kindly take the same on your record.
Thanking You,

Yours Faithfully,
For Duracell Investments and Finance Private Limited



Authorised Signatory

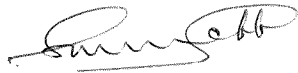
Encl: Disclosure – Form D

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 dependants 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
Duracell Investments & Finance Pvt. Ltd. PAN No: AABCD3944Q Oriental House, 7, J.T. Road, Churchgate, Mumbai 400020	9,79,950 (11.368%)	9.5.2014	12.5.2014	Conversion of 13,65,000 Zero Coupon Optionally Convertible Preference Shares (OCPS) into 6,50,000 Equity Shares.	16,29,950 (16.301%)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For Duracell Investments & Finance Pvt. Ltd.



(Authorised Signatory)

SEEL INVESTMENT PVT.LTD.

Oriental House, 7, Jamshedji Tata Road, Churchgate, Mumbai – 400 020.

Phone : 22042396 / 22854565 • E-mail: sales@iccindia.com

CIN:U67120MH1992PTC068564

12th May, 2014

To

Kesar Enterprises Limited

Oriental House,

7, Jamshedji Tata Road,

Churchgate

Mumbai 400020.

Dear Sir,

Sub: Disclosures under Reg. 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 for acquisition of Equity Shares on conversion of OCPS

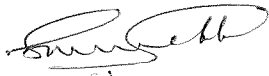
With respect to the captioned subject, we enclose herewith a Disclosure in Form D to be submitted to the Stock Exchange on acquisition by us of 6,12,000 Equity shares of Rs.10/- each fully paid up at a price of Rs.21/- per share (inclusive of premium of Rs.11/- per share] aggregating to Rs.1,28,52,000/- on conversion of 12,85,200 Zero Coupon Optionally Convertible Preference Shares ("OCPS") of Rs.10/- each fully paid-up aggregating to Rs.1,28,52,000/-.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

For Seel Investment Private Limited



Authorised Signatory

Encl: Disclosure – Form D

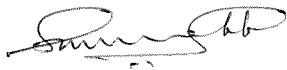
FORM D

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 dependants 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 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
Seel Investment Pvt. Ltd. PAN No: AABCS1375G Oriental House, 7, J.T. Road, Churchgate, Mumbai 400020	9,03,229 (10.478%)	9.5.2014	12.5.2014	Conversion of 12,85,200 Zero Coupon Optionally Convertible Preference Shares (OCPS) into 6,12,000 Equity Shares.	15,15,229 (15.153%)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For Seel Investment Pvt. Ltd.



(Authorised Signatory)