

KRISHIRAJ TRADING LIMITED

Regd. Office: Survey No. 76, Village Morai, Vapi, Valsad, Gujarat – 396 191.

KTL/SEC/2013

December 11, 2013

Bombay Stock Exchange Ltd. (Scrip Code-533252) Department of Listing, P. J. Towers, Dalal Street, Mumbai – 400 001.	National Stock Exchange of India Ltd. (Symbol: WELINV, Series EQ) Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.
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Dear Sir/Madam,

Sub.: Disclosure under Regulation 10(5) in respect of proposed acquisition under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

In compliance with the provisions of Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached disclosure in specified format for proposed acquisition by Krishiraj Trading Limited (acquirer/ constituent of Welspun Promoter Group) of 646,956 equity shares of Welspun Investments and Commercials Limited (Target Company) held by Welspun Fintrade Private Limited (transferee/constituent of Welspun Promoter Group) under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

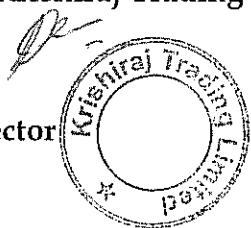
You are requested to please take the same on your record and oblige.

Thanking You.

Yours faithfully,

For Krishiraj Trading Limited

Director



Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Welspun Investments and Commercials Limited
2.	Name of the acquirer(s)	Krishiraj Trading Limited (a constituent of the Welspun Promoter Group of the TC, a list of which is attached herewith as Annexure B)
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Welspun Fintrade Private Limited (a constituent of the Welspun Promoter Group of the TC, a list of which is attached herewith as Annexure B)
	b. Proposed date of acquisition	December 18, 2013 onwards (in one or more tranches) till January 31, 2014
	c. Number of shares to be acquired from each person mentioned in 4(a) above	646,956
	d. Total shares to be acquired as % of share capital of TC	17.70%
	e. Price at which shares are proposed to be acquired	The prevailing market price on the date of transaction/ Closing market price on the day preceding the date of the transaction
	f. Rationale, if any, for the proposed transfer	Inter se off-market transfer within promoters
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not Applicable
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Infrequently traded Fair Value: Rs. 22
8.	Declaration by the acquirer, that the acquisition	Declaration enclosed by way of Annexure



	price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	A			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Declaration enclosed by way of Annexure A			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Declaration enclosed by way of Annexure A			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
	– Acquirer(s) and PACs (other than sellers)(*) Krishiraj Trading Limited Welspun Promoter Group	1,079,509 2,608,543	29.54% 71.38%	1,726,465 2,608,543	47.24% 71.38%
	– Seller (s) Welspun Fintrade Private Limited	646,956	17.70%	Nil	0.00%

For Krishiraj Trading Limited



Director

Date: December 11, 2013

Place: Mumbai



KRISHIRAJ TRADING LIMITED

Regd. Office: Survey No. 76, Village Morai, Vapi, Valsad, Gujarat – 396 191.

Annexure A

KTL/SEC/2013

December 11, 2013

Bombay Stock Exchange Ltd. (Scrip Code-533252) Department of Listing, P. J. Towers, Dalal Street, Mumbai – 400 001.	National Stock Exchange of India Ltd. (Symbol: WELINV, Series EQ) Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.
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Dear Sir/Madam,

Sub.: Disclosure under Regulation 10(5) in respect of proposed acquisition by Krishiraj Trading Limited (acquirer/ constituent of Welspun Promoter Group) of 646,956 equity shares of Welspun Investments and Commercials Limited (Target Company) held by Welspun Fintrade Private Limited (transferee/constituent of Welspun Promoter Group) under Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to the captioned subject matter, we, Krishiraj Trading Limited do hereby declare the following:

- that the acquisition price would not be higher by more than 25% of the price computed as per the applicable provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)
- that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

You are requested to please take the same on your record and oblige.

Thanking You.

Yours faithfully,

For Krishiraj Trading Limited

Director



Annexure B

LIST OF PROMOTER AND PROMOTERS GROUP AND PERSONS ACTING IN CONCERT

Sr. No.	Promoter and Promoter Group	Sr. No.	Promoter and Promoter Group
1	Balkrishan Goenka	22	Rajesh Mandawewala
2	Dipali Goenka	23	Radhika Goenka
3	Vanshika Goenka	24	B. K. Goenka Family Trust
4	B. K. Goenka (HUF)	25	Yash Mandawewala
5	Pratima Mandawewala	26	Abhishek Mandawewala
6	Ramesh Mandawewala	27	Angel Power and Steel Private Limited
7	Sita Devi Mandawewala	28	Welspun Developers and Infrastructure Pvt. Ltd.
8	Adani Welspun Exploration Limited	29	Welspun Energy Limited
9	Welspun Enterprises (Cyprus) Limited	30	Welspun Finance Limited
10	Babasu Investments Private Limited	31	Welspun Fintrade Private Limited
11	Dahej Infrastructure Private Limited	32	Welspun Foundation for Health & Knowledge
12	Fine Brass Manufacturing Company Pvt. Ltd.	33	Welspun India Limited
13	Friends Connection Private Limited	34	Welspun Investments & Commercials Limited
14	Giant Realty Private Limited	35	Welspun Logistics Limited
15	Goldenarch Estates Private Limited	36	Welspun Marine Logistics (Raigad) Limited
16	Krishiraj Renewables Energy Private Limited	37	Welspun Mercantile Limited
17	Krishiraj Trading Limited	38	Welspun Steel Limited
18	Methodical Investment & Trading Co. Pvt. Ltd.	39	Welspun Syntex Limited
19	MGN Agro Properties Private Limited	40	Welspun Wintex Limited
20	MGN Estates Private Limited	41	Welspun Zucchi Textiles Limited
21	Sequence Apartment Private Limited	42	Taipan Investments Private Limited
		43	Welspun Construction Private Limited

* Subsidiaries of the above mentioned corporate entities as well as of the Target Company may be considered as the Persons Acting in Concert

For Krishiraj Trading Limited

Director/ Authorised Signatory

Place : Mumbai

Date: December 11, 2013

