



1st May, 2014



HAVELLS

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

NSE Symbol : HAVELLS

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Scrip Code : 517354

Sub: Disclosure u/r 13(1) & (6) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and other applicable provisions, if any

Dear Sir,

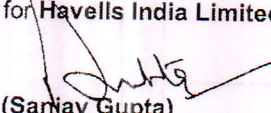
With reference to the subject, we are forwarding herewith the disclosures as received in Form C u/r 13(3) of the SEBI (Prohibition of Insider Trading) Regulations, 1992; and u/r 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) regulations, 2011, this day on 1st May, 2014, vide e-mail from Janus Capital Management (Janus Overseas Fund and Janus Aspen Overseas Fund).

The above may be taken as due compliance of Regulation 13(6) of the SEBI (Prohibition of Insider Trading) Regulations, 1992 and other applicable provisions (if any), on part of the Company.

Kindly take the same on your records and acknowledge.

Thanking you.

Yours faithfully,
for **Havells India Limited**


(Sanjay Gupta)
Company Secretary

Encl.: A/a

FORM C

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

(Regulation 13 (3) and (6))

Regulation 13(3) – Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

Name & address of shareholders	Shareholding prior to acquisition/sale	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares – specify	Date of intimation to company	Mode of acquisition on (market purchase/public rights/preferential offer etc.)	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
Janus Capital Management (Janus Overseas Fund and Janus Aspen Overseas Fund) 151 Detroit St. Denver, CO 80206 USA 303-336-4151	4,094,734	140,500 0.11%	Sale of Shares	30 April 2014	Market Sale	3,954,234 3.16%	BARCLAYS CAPITAL	National Stock Exchange of India	0	0	140,500	133,021,522.78

Signature of the acquirer / seller / Authorised Signatory:

David Kowalski, SVP and Chief Compliance Officer

Date: 30 April 2014



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

Name of the Target Company (TC)	Havells India LTD		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Janus Investment Funds – Janus Overseas Fund Janus Aspen Series – Janus Aspen Overseas		
Whether the acquirer belongs to Promoter/Promoter group			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange		
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 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)	4,094,734	3.28%	3.28%
Details of acquisition/sale a) Shares carrying voting rights acquired/sold 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)	140,500		



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After the acquisition/sale, holding of:	3,954,234	3.16%	3.16%
a) Shares carrying voting rights			
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)			
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29 April 2014		
Equity share capital / total voting capital of the TC before the said acquisition / sale	124,820,751		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	124,820,751		
Total diluted share/voting capital of the TC after the said acquisition	124,820,751		

(*) 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.

Signature of the acquirer / seller / Authorised Signatory

David Kowalski, SVP and Chief Compliance Officer

Place: 151 Detroit Street
Denver, CO 80206, USA

Date: 30 April 2014
