# VARDHAN LIMITED

*Registered Office*
Park Plaza,South Block,
71, Park Street, 7th floor,
Kolkata-700 016
Phone: 2249-9472-74
Fax No: 2249-9466

6th March, 2013

The Manager, Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Plot No. C/1, 'G' Block
Bandra Kurla Complex
Bandra (East)
**Mumbai – 400 051**

**Fax No.022-26598237**

Dear Sir,

Re : **Disclosure under SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

We are enclosing herewith a Report containing disclosures as prescribed under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, in respect of acquisition of voting rights upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011. In this regard, please note that there has been no acquisition of any share but the percentage of voting right has increased due to decrease in the share capital of the Target Company i.e. Kanoria Chemicals & Industries Limited (KCIL), owing to buyback of shares by KCIL.

Thanking you,

Yours sincerely
For **Vardhan Limited**

**Director**

Enclo: As above.

**Disclosures under Regulation 10(6)-Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,2011**

| | | | | | | |
|---|---|---|---|---|---|---|
| 1. | Name of the Target Company (TC) | | KANORIA CHEMICLS & INDUSTRIES LTD | | | |
| 2. | Name of the acquirer(s) | | VARDHAN LIMITED | | | |
| 3. | Name of the stock exchange where shares of the TC are listed | | National Stock Exchange of India Limited and BSE Limited | | | |
| 4. | Details of the transaction including rationale, if any for the transfer/ acquisition of shares. | | There has been no acquisition of shares but voting rights have increased due to decrease in the capital of the Target Company owing to buyback. | | | |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer. | | 10 (4) (c ) | | | |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so,<br>Whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>date of filing with the stock exchange. | | N.A. | | | |
| 7. | Details of acquisition | | Disclosures required to be made under regulation 10(5) | | Whether the disclosures under regulation 10(5) are actually made | |
| | a. | Name of the transferor / seller | N.A. | | | |
| | b. | Date of acquisition | N.A. | | | |
| | c. | Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above. | N.A. | | | |
| | d. | Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC | N.A. | | | |
| | e. | Price at which shares are proposed to be acquired / actually acquired | N.A. | | | |
| 8. | Shareholding details | | Pre-Transaction | | Post-Transaction | |
| | | | No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
| | a. | **Each Acquirer/ Transferee(*)** | | | | |
| | | Vardhan Limited | 25733079 | 45.71 | 25733079 | 58.89 |
| | | R V Investment & Dealers Ltd | 3210120 | 5.70 | 3210120 | 7.35 |
| | | Kirtivardhan Finvest Services Ltd | 1154907 | 2.05 | 1154907 | 2.64 |
| | | Shyam Sundar Kanoria | 26496 | 0.05 | 26496 | 0.06 |
| | | Rajya Vardhan Kanoria | 434985 | 0.77 | 434985 | 1.00 |
| | | Saumya Vardhan Kanoria | 556440 | 0.99 | 556440 | 1.27 |
| | | Anand Vardhan Kanoria | 434739 | 0.77 | 434739 | 0.99 |
| | | Sheela Devi Kanoria | 12144 | 0.02 | 12144 | 0.03 |
| | | Madhuvanti Kanoria | 498321 | 0.89 | 498321 | 1.14 |
| | | Anjana Somany | 27000 | 0.05 | 27000 | 0.06 |
| | | Abhishek Somany | 30000 | 0.05 | 30000 | 0.07 |
| | | **Total** | **32118231** | **57.05** | **32118231** | **73.51** |
| | b. | **Each Seller / Transferor** | N.A. | | N. A. | |
| | | | | | | |

For Vardhan Limited

Director

Date: March 6, 2013

Place: Kolkata