

Format for 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)		Kesar Enterprises Limited		
2.	Name of the acquirer(s)		Seel Investment Private Limited		
3.	Name of the stock exchange where shares of the TC are listed		BSE Limited National Stock Exchange of India Limited		
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares		Acquisition pursuant to Scheme of Amalgamation under Section 391 to 394 of the Companies Act, 1956, the shares acquired by Seel Investment Private Limited (Transferee Company) from Duracell Investments & Finance Private Limited (Transferor Company) on 24th June, 2015, being the date from which the above mentioned Scheme of Amalgamation is made effective.		
5.	Relevant regulation under which the acquirer is exempted from making open offer.		Regulation 10(1)(d)(iii)		
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.		No		
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.		N.A.
	b.	Date of acquisition	N.A.		N.A.
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N.A.		N.A.
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N.A.		N.A.
	e.	Price at which shares are proposed to be acquired / actually acquired	N.A.		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(*) Seel Investment Private Limited • Equity Shares of Rs. 10/- each. • Zero Coupon Optionally Convertible Preference Shares of Rs. 10/- each.	15,15,229	15.15%	31,45,179	31.45%
			1,39,700 (Entitled for 66,520 Equity shares of Rs. 10/- each upon conversion)	82.61%	1,69,100 (Entitled for 80,520 Equity shares of Rs. 10/- each upon conversion)	100.00%
	b.	Each Seller / Transferor Duracell Investments & Finance Private Limited • Equity Shares of Rs. 10/- each. • Zero Coupon Optionally Convertible Preference Shares of Rs. 10/- each.	16,29,950	16.30%	Nil	Nil
			29,400 (Entitled for 14,000 Equity shares of Rs. 10/- each upon conversion)	17.39%	Nil	Nil

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For Seel Investment Private Limited



Authorised Signatory

Date: 29th June, 2015.

Place: Mumbai
