

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

1. Name of the Target Company (TC)	Kesar Terminals & Infrastructure Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<u>Acquirer/ Transferee Company</u> Seel Investment Private Limited <u>Seller/Transferor Company</u> Duracell Investments and Finance Private Limited <u>Persons acting in Concert(PAC)</u> As per Annexure A		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. 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 (**)
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights			
<u>Acquirer/Transferee Company</u> Seel Investment Private Limited	53,535	1.02%	1.02%
<u>Seller/Transferor Company</u> Duracell Investments & Finance Private Limited	1,00,240	1.91%	1.91%
<u>Persons acting in Concert(PAC)</u>			
Harsh Rajnikant Kilachand	256	0.00%	0.00%
Harsh R Kilachand	2,058	0.04%	0.04%
Amrish Rajnikant Kilachand	21	0.00%	0.00%
Rajnikant A Kilachand	37,245	0.71%	0.71%
Ramila Rajnikant Kilachand	7	0.00%	0.00%
Rajnikant A Kilachand	315	0.01%	0.01%
Rajnikant A Kilachand	7,593	0.14%	0.14%
Rajnikant A Kilachand	5,622	0.11%	0.11%
Shreemati Ambalal Kilachand	6,073	0.12%	0.12%
Indian Commercial Company Pvt. Ltd.	1,62,584	3.09%	3.09%
Rohan Harsh Kilachand	1,32,357	2.52%	2.52%
Madhavi Harsh Kilachand	1,45,860	2.78%	2.78%

Harsh Rajnikant Kilachand	3,87,129	7.37%	7.37%
Kesar Enterprises Ltd.	5,00,000	9.52%	9.52%
Kesar Corporation Pvt. Ltd.	14,49,250	27.59%	27.59%
Rohita Harsh Kilachand	1,31,476	2.50%	2.50%
India Carat Pvt. Ltd.	7,106	0.13%	0.13%
Harsh Rajnikant Kilachand (HUF)	19,197	0.36%	0.36%
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	31,47,924	59.92%	59.92%
<u>Details of acquisition / sale</u>			
a) Shares carrying voting rights			
<u>Acquirer/Transferee Company</u> Seel Investment Private Limited	(+)1,00,240	(+)1.91%	(+)1.91%
<u>Seller/Transferor Company</u> Duracell Investments & Finance Private Limited	(-)1,00,240	(-)1.91%	(-)1.91%
b) VRs acquired / sold otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+d)	0	0%	0%

After the acquisition / sale, holding of:			
a) Shares carrying voting rights			
<u>Acquirer/Transferee Company</u> Seel Investment Private Limited	1,53,775	2.93%	2.93%
<u>Seller/Transferor Company</u> Duracell Investments & Finance Private Limited	Nil	Nil	Nil
<u>Persons acting in Concert(PAC)</u>			
Harsh Rajnikant Kilachand	256	0.00%	0.00%
Harsh R Kilachand	2,058	0.04%	0.04%
Amrish Rajnikant Kilachand	21	0.00%	0.00%
Rajnikant A Kilachand	37,245	0.71%	0.71%
Ramila Rajnikant Kilachand	7	0.00%	0.00%
Rajnikant A Kilachand	315	0.01%	0.01%
Rajnikant A Kilachand	7,593	0.14%	0.15%
Rajnikant A Kilachand	5,622	0.11%	0.11%
Shreemati Ambalal Kilachand	6,073	0.12%	0.12%
Indian Commercial Company Pvt. Ltd.	1,62,584	3.09%	3.09%
Rohan Harsh Kilachand	1,32,357	2.52%	2.52%
Madhavi Harsh Kilachand	1,45,860	2.78%	2.78%
Harsh Rajnikant Kilachand	3,87,129	7.37%	7.37%
Kesar Enterprises Ltd.	5,00,000	9.52%	9.52%
Kesar Corporation Pvt. Ltd.	14,49,250	27.59%	27.59%
Rohita Harsh Kilachand	1,31,476	2.50%	2.50%
India Carat Pvt. Ltd.	7,106	0.13%	0.13%
Harsh Rajnikant Kilachand (HUF)	19,197	0.36%	0.36%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
e) Total (a+b+c+d)	31,47,924	59.92%	59.92%
6. Mode of acquisition / sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	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).		

7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	24th June, 2015, being the date from which the above mentioned Scheme of Amalgamation is made effective.
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 5,25,31,130/- [52,53,113 Equity Shares of Rs.10/- each]
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs. 5,25,31,130/- [52,53,113 Equity Shares of Rs.10/- each]
10. Total diluted share / voting capital of the TC after the said acquisition / sale.	Rs. 5,25,31,130/- [52,53,113 Equity Shares of Rs.10/- each]

Note:

(*) 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

Acquirer/Transferee Company
Seel Investment Private Limited



Authorized Signatory

Place: Mumbai

Date: 26th June, 2015.

Annexure A

List of Person Acting in Concert

1. Harsh Rajnikant Kilachand
2. Harsh R Kilachand
3. Amrish Rajnikant Kilachand
4. Rajnikant A Kilachand
5. Ramila Rajnikant Kilachand
6. Rajnikant A Kilachand
7. Rajnikant A Kilachand
8. Rajnikant A Kilachand
9. Shreemati Ambalal Kilachand
10. Indian Commercial Company Pvt. Ltd.
11. Rohan Harsh Kilachand
12. Madhavi Harsh Kilachand
13. Harsh Rajnikant Kilachand
14. Kesar Enterprises Ltd.
15. Kesar Corporation Pvt. Ltd.
16. Rohita Harsh Kilachand
17. India Carat Pvt. Ltd.
18. Harsh Rajnikant Kilachand (HUF)