



POST BUY-BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF KAVERI SEED COMPANY LIMITED

This Public Announcement (the "Post-Buyback Public Advertisement") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, and subsequent amendments thereof ("SEBI Buyback Regulations").

This post-Buyback public advertisement should be read in conjunction with the Public Announcement dated July 21, 2018 ("Public Announcement") and the Letter of Offer dated August 20, 2018 ("Letter of Offer"), issued in connection with the Buyback. Unless specifically defined herein, capitalized terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement.

1. The Buyback

1.1 Kaveri Seed Company Limited ("the Company") has announced the Buyback of up to 29,63,000 fully paid-up equity shares of the Company of the face value ₹2 each ("Equity Shares") from the shareholders / beneficial owners of Equity Shares as on August 03, 2018 (the "Record Date"), on a proportionate basis, through the "tender offer" process, in accordance with the Article 75 of the articles of association of the Company, Sections 68, 69 and 70, and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof (the "Companies Act") and applicable rules thereunder including the Companies (Share Capital and Debentures) Rules, 2014, the SEBI Buyback Regulations, at a price of ₹675 (Rupees hundred and Seventy five only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount of ₹2,00,025,000 Crores (Rupees Two Hundred Crores and Twenty Five Thousand only) (the "Buyback Size") (the process being referred hereinafter as the "Buyback").

1.2 The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" issued by SEBI vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, and the procedure prescribed in the notice issued by BSE bearing reference number 20170202-34, dated February 2, 2017, and in accordance with the procedure prescribed in the Companies Act and the SEBI Buyback Regulations.

1.3 The Company commenced the Buy-back on August 27, 2018 (Monday) and closed on September 07, 2018 (Friday).

2. Details of the Buy-back

2.1 The Company bought back 29,63,000 (twenty nine lakhs and sixty three thousand) Equity Shares at a price of ₹675/- (Rupees Six Hundred and Seventy Five only) per Equity Share.

2.2 The total amount utilized in the Buyback is ₹2,00,025,000/- (Rupees Two Hundred Crores and Twenty Five Thousand only) (excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, stamp duty, etc).

2.3 The Registrar to the Buyback i.e., Karvy Computershare Private Limited (the "Registrar") considered 6,296 valid bids for 1,13,59,994 Equity Shares in response to the Buyback, resulting in the subscription of approximately 3.83 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids received by the Registrar to the Buyback Offer* are as follows:

Category of Investor	No. of Equity Shares reserved in Buyback	No. of Valid Applications	Total Equity Shares tendered	% Response	No. of Equity Shares Accepted
Reserved category for Small Shareholders	444,450	5,332	710,766	159.92%	4,44,450
General Category of other Shareholders	2,518,550	964	10,649,228	422.83%	2,518,550
Total	2,963,000	6,296	11,359,994	383.40%	2,963,000

as per the certificate dated September 14, 2018 received from Karvy Computershare Private Limited.

2.4 All valid bids have been considered for the purpose of Acceptance in accordance with the Buyback Regulations and "Process and Methodology for the Buyback" on page 25 of the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar to respective shareholders on September 14, 2018.

2.5 The settlement of all valid bids has been completed by the Clearing Corporation / BSE on September 14, 2018.

2.6 The extinguishment of 29,63,000 (twenty nine lakhs sixty three thousand only) Equity Shares accepted under the Buyback, comprising:

- 29,63,000 (twenty nine lakhs sixty three thousand only) Equity Shares in dematerialized form, and
 - 0 (zero) Equity Shares in physical form
- is currently under process and shall be completed on or before Friday, September 21, 2018.

2.7 The Details of Equity Shares / Beneficial Owners from whom Equity shares exceeding one percent of the total equity shares were bought in the buyback are as follows:

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post-Buyback Equity Shares
1	Vanaja Devi Gundavaram	599,723	20.24	0.95
2	Venkata Bhaskar Rao Gundavaram (HUF)	427,336	14.42	0.68
3	Gundavaram Venkata Bhaskar Rao	229,319	7.74	0.36
4	Obcmpl All Cap Strategy	147,924	4.99	0.23
5	Vantage Equity Fund	145,794	4.92	0.23
6	The Pabrai Investment Fund II LP	107,929	3.64	0.17
7	Obcmpl - Thematic Portfolio	97,153	3.28	0.15
8	Pavan Gundavaram	95,385	3.22	0.15
9	Franklin India Smaller Companies Fund	51,754	1.75	0.08
10	Lakshmi Capital Investments Limited	46,519	1.57	0.07
11	Vamsheedhar Chennamaneni	41,792	1.41	0.07
12	Mithun Chand Chennamaneni	36,690	1.24	0.06
13	India Emerging Opportunities Fund Limited	35,673	1.20	0.06
14	Vanguard Total International Stock Index Fund	30,564	1.03	0.05
	Total	2,093,555	70.65	3.31

3. Capital Structure and Shareholding Pattern

3.1 The capital structure of the Company, as on the date of the Public Announcement and post completion of the buyback is set forth below:

Particulars	Pre Buyback	Post Buyback
Authorised Capital	₹2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each)	₹2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each)
Issued, subscribed and paid up capital	₹1,321.84 Lakhs (66,092,133 Equity Shares of ₹2 each fully paid up)	₹1,262.58 Lakhs (63,129,133 Equity Shares of ₹2 each fully paid up)*

*Subject to extinguishment of 29,63,000 Equity Shares bought back.

3.2 The shareholding pattern of the Company as on the Record Date, August 03, 2018, pre and post Buyback, is as under:

Category of Shareholder	Pre Buyback		Post Buyback*	
	No. of Shares	% to the existing Equity Share Capital	No. of Shares	% to the existing Equity Share Capital
Promoters and persons acting in Concert (Collectively "the Promoters")	36,209,966	54.79	34,779,721	55.09
Foreign Investors (Including Non-Resident Indians, FIIs and Foreign Mutual Funds)	14,337,364	21.69		
Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions	5,000,545	7.57	28,349,412	44.91
Others (Public, Public Bodies Corporate etc.)	10,544,258	15.95		
Total	66,092,133	100.00	63,129,133	100.00

*The Company is in the process of extinguishing 29,63,000 Equity Shares bought back.

4. Manager to the Buyback

KARVY INVESTMENT BANKING

Karvy Investor Services Limited

Karvy House, 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500034, Telangana

Tel.: +91 40-23428774/23312454 | Fax: +91 40-23374714/23311968

Contact Person: Mr. M.P. Naidu / Mr. K. Santhosh Kumar

Email: cmg@karvy.com | Website: www.karvyinvestmentbanking.com

SEBI Registration No: INM000008365

5. Directors' Responsibility

As per Regulation 19(1)(a) of the Buyback Regulations, the Directors of the Company accepts the responsibility for the information contained in this Post Buyback Public Advertisement or any other information, advertisement, circular, brochure, publicity material which may be issued in regard to the Buyback and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
kaveri seed company limited

Sd/-
Mr. G V Bhaskar Rao
Chairman & Managing Director

Sd/-
Mr. C Mithun Chand
Whole Time Director

Sd/-
Mr. V R S Murti
Company Secretary

Place : Hyderabad
Date : September 14, 2018