

## HIGHDELL INVESTMENT LTD

Registered Office: C/o Warburg Pincus Asia Ltd, 8<sup>th</sup> Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius

March 29, 2023

To,

**Company Secretary and Compliance Officer**

**Kalyan Jewellers India Limited**

TC-32/204/2, Sitaram Mill Road,  
Punkunnam, Thrissur 680 002,  
Kerala, India

**BSE Limited**

Department of Corporate Services  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001  
Maharashtra, India

**National Stock Exchange of India Limited**

The Listing Department  
Exchange Plaza  
Plot No. C/1, G Block,  
Bandra–Kurla Complex, Bandra (East),  
Mumbai - 400 051  
Maharashtra, India

Dear Sir / Madam,

**Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sirs/Madam(s),

We, Highdell Investment Ltd (“**Seller**”), have sold 26,208,636 equity shares of face value of Rs. 10 each of Kalyan Jewellers India Limited (“**Company**”), representing 2.54% of the total issued and paid-up equity share capital of the Company, through a bulk trade on the stock exchanges on March 28, 2023.

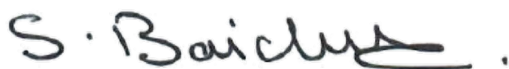
We enclose with this letter as **Annexure A** hereto, a disclosure of the change in our shareholding in the Company pursuant to the sale, in the prescribed format under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Highdell Investment Ltd**



For and on behalf of Highdell Investment Ltd

Name: Sharmila Baichoo

Designation: Director

**Annexure A**

**Disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Kalyan Jewellers India Limited (“ <b>Company</b> ”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Highdell Investment Ltd. (“ <b>Seller</b> ”)		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)		
Details of the <del>acquisition</del> / disposal as follows	Number	% w.r.t.total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<b>Before the <del>acquisition</del>/ sale under consideration, holding of:</b>			
a) Shares carrying voting rights	271,539,787 equity shares	26.36%	26.36%
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 T C (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	271,539,787 equity shares	26.36%	26.36%
<b>Details of <del>acquisition</del>/ sale</b>			
a) Shares carrying voting rights <del>acquired</del> /sold	26,208,636 equity shares	2.54%	2.54%
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) <del>acquired</del> /sold	Nil	Nil	Nil
d) Shares encumbered / invoked/released by the acquire	Nil	Nil	Nil
e) Total (a+b+c+/-d)			

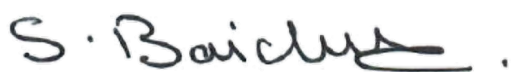
	26,208,636 equity shares	2.54%	2.54%
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	245,331,151 equity shares	23.82%	23.82%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument 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)	245,331,151 equity shares	23.82%	23.82%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market (bulk trade)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	28th March 2023		
Equity share capital / total voting capital of the TC before the said acquisition / sale	₹ 10,300,530,570 consisting of 1,030,053,057 equity shares of face value of ₹ 10 each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	₹ 10,300,530,570 consisting of 1,030,053,057 equity shares of face value of ₹ 10 each		
Total diluted share/voting capital of the TC after the said acquisition	₹ 10,300,530,570 consisting of 1,030,053,057 equity shares of face value of ₹ 10 each		

(\* ) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the stock exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. as at December 31, 2022.

(\*\*) 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 as per the latest filing done by the Company to the stock exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. as at December 31, 2022.

Note: There is no change in the paid-up share capital of the Company on account of the block trade since the sale of equity shares is secondary in nature.

**For and on behalf of Highdell Investment Ltd**



**Name: Sharmila Baichoo**

**Signatory Place: Mauritius**

**Date: 29 March 2023**