

K G DENIM LIMITED

CIN : L17115TZ1992PLC003798

THEN THIRUMALAI

METTUPALAYAM - 641 302.

COIMBATORE DISTRICT

TAMILNADU, INDIA.

kg
Denim

Phone : 0091-4254-304000
Fax : 0091-4254-304400
Email : accounts@kgdenim.in
finance@kgdenim.in



Dated: 21.02.2019

The Manager
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Dear Sir,

Subject: Buyback of Equity Shares of K G Denim Limited ("the Company") - Extinguishment of equity shares and reconciliation of the share capital

In compliance with the provisions of Regulation 11 and 24(iv) of the SEBI (Buy back of Securities Regulations, 2018 ("**Buyback Regulations**")), it is to inform that the Company has extinguished/destroyed 16,080 fully paid up equity shares of face value Rs.10/- each.

Further, the paid-up equity share capital of the Company, post buyback, is 2,56,37,825 equity shares of Rs.10/- each. The reconciliation of share capital, pre and post buyback, is as under:

| RECONCILIATION OF SHARE CAPITAL OF THE COMPANY (PRE AND POST EXTINGUISHMENT) | | | |
|--|--|--------------------|------------------------------|
| Sr No. | Particulars | No of Shares | Share Capital (Rs. in Lakhs) |
| 1 | Paid up Share Capital (Pre -Extinguishment) | 2,56,53,905 | 2,565.39 |
| 2 | Less: Share Extinguished (19.02.2019) | 16,080 | 1.61 |
| | a) Dematerialized Form | 14,980 | |
| | b) Physical Form | 1,100 | |
| 3 | Paid up Share Capital (Post Extinguishment) | 2,56,37,825 | 2,563.78 |

Please find enclosed following in connection with the above:

1. Copy of the certificate dated February 20, 2019 relating to extinguishment of shares in accordance with the provisions of Regulation 11 (iii) of the Buyback Regulations;
2. Debit confirmation dated February 20, 2019 from Central Depository Services (India) Limited
3. Pre and Post Buyback Shareholding Pattern ("**Annexure A**").

It is requested to kindly take the above information on record.

Thanking you and assuring you of our best co-operation at all times.

Yours sincerely,
For **K G DENIM LIMITED**


M BALAJI
COMPANY SECRETARY



Encl.: As above

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Annexure A

The shareholding pattern of the Company Pre-Buyback (as on Record date i.e. as on November 30, 2018) and Post Buyback (post extinguishment of 16,080 Equity Shares), is as under:

| Particulars | Pre Buyback | | Post Buyback | |
|---|----------------------|--|----------------------|--|
| | No. of Equity Shares | % of the existing Equity Share Capital | No. of Equity Shares | % of the post Buyback Equity Share Capital |
| Promoters | 1,50,31,403 | 58.59 | 1,50,31,403 | 58.63 |
| Foreign Investors(Including Non- Resident Indians, Indian Flls, Foreign Mutual Funds) | 388714 | 1.52 | 1,06,06,422 | 41.37 |
| Financial Institutions/Banks, NBFCs & Mutual Funds promoted by Banks/ Institutions | 5600 | 0.02 | | |
| Other (Public, Public bodies corporate etc.) | 10228188 | 39.87 | | |
| Total | 2,56,53,905 | 100.00 | 2,56,37,825 | 100.00 |

For K G DENIM LIMITED


M. BALAJI
COMPANY SECRETARY



CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY
K G DENIM LIMITED ("the Company")

This certificate is being issued in compliance with the requirements of Regulation 11(iii) of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018.

Pursuant to the Public Announcement published on Friday, November 16, 2018 ("PA"), Corrigendum to the Public Announcement published on Friday, January 11, 2019 ("CPA") and the Letter of Offer dated November 14, 2018, the Company bought back 16,080 (Sixteen Thousand and Eighty only) equity shares of face value of ₹10/- at a price of ₹40/- aggregating to an amount of ₹6,43,200/- (Rupees Six Lakhs Forty Three Thousand Two Hundred Only) through Tender Offer route using Stock Exchange Acquisition Window Mechanism which opened on Tuesday, January 22, 2019 and closed on Friday, February 04, 2019. The following are the details of the equity shares so bought back and extinguished:

A. Shares in dematerialised form extinguished:

| Name of the Depository | Name of the Depository Participant and DP ID No | Company's A/C No | Date of Extinguishment | Number of Equity Shares Extinguished |
|------------------------|---|----------------------|------------------------|--------------------------------------|
| CDSL | Keynote Capitals Ltd - 24300 | 12024300 00082235 | February 19, 2019 | 14,980 |

B. Shares in physical form extinguished and destroyed:

| Sr. No | Registered Folio No | Certificate No | Distinctive No of Shares | Date of Extinguishment | No of Equity Shares Extinguished |
|------------------|---------------------|----------------|--|------------------------|----------------------------------|
| 1 | 00018072 | 53559 | 124945851 - 124945950 | February 19, 2019 | 100 |
| 2 | 00007607 | 9646/9647 | 8554551 - 8554750 | February 19, 2019 | 200 |
| 3 | 00000220 | 200704 | 7701751 - 7701850 7701951 - 7702150 | February 19, 2019 | 300 |
| 4 | 00005748 | 6538 | 8243751 - 8243850 | February 19, 2019 | 100 |
| 5 | 00025572 | 69197/69198 | 14509651 - 14509850 | February 19, 2019 | 200 |
| 6 | 00004774 | 5564 | 8146351 - 8146450 | February 19, 2019 | 100 |
| 7 | 00005514 | 6304 | 8220351 - 8220450 | February 19, 2019 | 100 |
| Total (B) | | | | | 1,100 |

C. Total no of equity shares extinguished:

| | |
|---|---------------|
| Total No of Equity Shares Extinguished (A+B) | 16,080 |
|---|---------------|

D. Revised paid up equity share capital of the Company (Pre and Post extinguishment) as on February 19, 2019.

| Sr No. | Particulars | No of Shares | Share Capital (' in Lakhs) |
|--|---|--------------------|----------------------------|
| 1 | Paid up Share Capital (Pre -Extinguishment) | 2,56,53,905 | 2,565.39 |
| 2 | Share Extinguished (19.02.2019) | 16,080 | 1.6 |
| Paid up Share Capital (Post Extinguishment) | | 2,56,37,825 | 2,563.78 |



- E. The consideration on buyback of above shares has been paid to the Broker as part of the settlement procedures prevailing in accordance with availing the acquisition window facility of BSE Limited.
- F. It is certified that the above Equity Shares of the Company are extinguished in compliance with, and according to the provisions of 11(iii) of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018.

Verified & Certified by

For KG Denim Limited


B Srihari
Managing Director
DIN : 00002556




A Velusamy
Director
DIN : 00002204

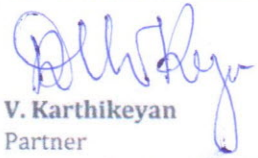



For Cameo Corporate Services Limited
(Registrar to the buyback offer)


Sreepriya K
Head - RTA & CS

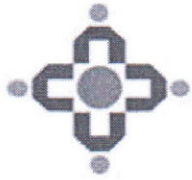


For Mohan & Venkataraman
Chartered Accountants (Statutory Auditor)


V. Karthikeyan
Partner
Membership No. 208828



20-FEB-2019



Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2018-19/CA-346226.002

February 20, 2019

The Company Secretary,
K G Denim Limited
86, Arts College Road
Coimbatore, Tamil Nadu,
India - 641018

Dear Sir,

Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

| CA Seq. No. | ISIN | Type Of Security | Date Effected | No. of Records | No. of Securities |
|-------------|----------------------------|-----------------------------|---------------|----------------|-------------------|
| 346226.002 | Debit ISIN INE104A01012 | K G Denim Limited Equity | 19-Feb-2019 | 1 | 14980 |

Thanking you,

Yours faithfully,
For **Central Depository Services (India) Limited**

Vinifer T Kodia
Sr. Manager – Operations

c.c **Cameo Corporate Services Limited**

Digitally signed by Vinifer Tehmton Kodia
Date: 2019.02.20 11:28:21 +05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi
Marg, Lower Parel (East), Mumbai - 400013.
Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443
Website : www.cdslindia.com