

KEYNOTE

25
YEARS
OF CREATING
VALUE
THROUGH
RELATIONSHIPS
AND
TRUST

Ref. KGDL/Let/S&E/Sp(06)

January 11, 2019

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

000369

Dear Sir,

Reg: Buy-Back of equity shares by KG Denim Limited ("KGDL")

We are pleased to inform you that our services have been retained by KG Denim Limited ("KGDL" / the "Company") to act as the Manager to the Buy-Back of equity shares.

The Board of Directors of KGDL in their meeting held on Friday, January 03, 2019 ("Board Meeting") have revised the Buyback Size to be in compliance with provisions of section 68(2)(b) and 68(2)(d) of the Companies Act, 2013 based on standalone & consolidated financials of the company.

The revised Buyback offer size is upto 21,96,500 equity shares of ₹10/- each at a price of ₹40/- per share aggregating to ₹8,78,60,000/- (Rupees Eight Crore Seventy Eight Lakhs Sixty Thousand Only) on a proportionate basis through 'Tender Offer' route using stock exchange mechanism. There has been no change in the Buyback price.

As there has been a change in the size of the Buyback, we have incorporated all the changes/amendments in the Final Letter of Offer & Tender Offer Form being dispatched to the eligible shareholders. We have ensured that the Company publishes a Corrigendum to the original Public Announcement for the information to the shareholders.

Said Corrigendum to the Public Announcement in terms of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 in respect of the Offer for Buy-Back of equity shares has been published today i.e. January 11, 2019 in The Financial Express - English National Daily, Jansatta – Hindi National Daily and Makkal Kural - Regional Language Daily (Tamil), being the same newspapers in which the Public Announcement was published.

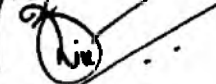
In this regard we are enclosing herewith the hard copy of the Corrigendum to the Public Announcement as published in the newspapers.

The Buyback is slated to open on Tuesday, January 22, 2019.

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

Yours sincerely,

FOR KEYNOTE CORPORATE SERVICES LIMITED



Uday S. Patil
Director – Investment Banking

Encl.: a/a

FRIDAY, JANUARY 11, 2019

COMPANIES 5

kg Denim K G DENIM LIMITED

(CIN: L17115T:1992PLC003796)

Registered office: Then Thirumalai, Jiddayampalayam, Coimbatore,
Tamil Nadu - 641 302; Tele. No. : (04254) 235401/235240,

Website : www.kgdenim.com; Email: cskgdl@kgdenim.in

Contact person: Mr. M. Balaji, Company Secretary & Compliance Officer

CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT DATED NOVEMBER 15, 2018 FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF K G DENIM LIMITED ("COMPANY") FOR BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018 ("BUYBACK REGULATIONS")

This corrigendum ("Corrigendum") to the Public Announcement dated November 15, 2018 published on November 16, 2018 in Financial Express (English National Daily), Jansatta (Hindi National Daily) and Makkal Kural (Tamil - Regional Language Daily) (the "Public Announcement") is in continuation of and should be read in conjunction with the Public Announcement issued in connection with the Buyback of Equity Shares of the Company. Capitalised terms used in this Corrigendum and not defined herein shall have the same meaning as ascribed in the Public Announcement.

The eligible shareholder(s) of the Company are requested to note that the Board of Directors of our Company in its meeting held on Thursday, January 03, 2019 has inter-alia revised the Buyback offer size to ₹ 8,78,60,000 (Rupees Eight Crore Seventy Eight Lakhs Sixty Thousand Only) from the original Buy Back offer size of ₹10,00,00,000 (Rupees Ten Crores Only) as decided in the earlier Board Meeting dated November 14, 2018. The Buy Back price remains the same. Thus, the revised Buy Back offer size is upto 21,96,500 fully paid up equity shares of face value of ₹10/- each at a price of ₹ 40/- per fully paid up equity share in cash aggregating to ₹ 8,78,60,000/- (Rupees Eight Crores Seventy Eight Lakhs Sixty Thousand Only) on proportionate basis through a 'Tender Offer' route using the stock exchange mechanism.

The Letter of Offer and Tender Offer Form incorporating all the consequential changes/amendments is being dispatched to all the eligible shareholders as on the Record date (i.e. November 30, 2018). The Buy Back offer is scheduled to open on Tuesday, January 22, 2019 & will close on Monday, February 04, 2019.

Directors' responsibility statement

In terms of Regulation 24(i)(a) of the Buy-Back Regulations, the Board of Directors of the Company accept responsibility for all the information contained in this Corrigendum and Letter of Offer being despatched to the eligible shareholders & confirms that this Corrigendum & Letter of Offer for Buy Back contains true, factual and material information and does not contain any misleading information.

For and on behalf of Board of Directors of K G Denim Limited

Sd/-

B Sritheri
Managing Director
(DIN: 00002556)

Sd/-

A Velusamy
Director
(DIN: 00002204)

Sd/-

M Balaji
Company Secretary

Place: Coimbatore
Date: January 10, 2019