

National Stock Exchange of India Limited

Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited

P. J. Tower
Dalal Street, Fort
Mumbai - 400 001

Dear Sir,

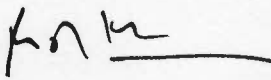
We enclose herewith a disclosure under Regulation 10(5) of the SEBI (SAST) Regulations, 2011 alongwith copies of the disclosures made under Regulations 29(2) and 30 of the SEBI (SAST) Regulations, 2011 for previous three years.

We request you to take the same on record.

Thanking you,

For VK Trustees Private Limited
(Acquirer)

Ashok Kajaria
Director


Rishi Kajaria
Director

Encl.: as above

**Disclosure under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition
under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011**

1.	Name of the Target Company (TC)	Kajaria Ceramics Limited
2.	Name of the acquirer(s)	VK Trustees Private Limited <i>Please refer to Note 1 below.</i>
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The Directors and shareholders of VK Trustees Private Limited belong to the promoter/promoter group of the Target Company and VK Trustees Private Limited will be the trustee of Versha Kajaria Family Private Trust, which is a member of promoter group of the Target Company. # <i>Please refer to Note 1 below.</i>
4.	Details of the proposed acquisition	
	a) Name of the person(s) from whom shares are to be acquired	Mr. Ashok Kajaria and Mr. Rishi Kajaria in their capacity as the joint trustees of Versha Kajaria Family Private Trust. <i>Please refer to Note 1 below.</i>
	b) Proposed date of acquisition	December 26, 2019, being the date on which the trust deed will be modified to reflect the new trustee of Versha Kajaria Family Private Trust i.e. VK Trustees Private Limited.
	c) Number of shares to be acquired from each person mentioned in 4(a) above	12,933,973 Equity Shares will be transferred from Mr. Ashok Kajaria and Mr. Rishi Kajaria in their capacity as the erstwhile joint trustees of the Versha Kajaria Family Private Trust to VK Trustees Private Limited in its capacity as the new trustee of the Versha Kajaria Family Private Trust. <i>Please refer to Note 1 below.</i>
	d) Total shares to be acquired as % of share capital of TC	12,933,973 Equity Shares representing 8.14% of the share capital of the Target Company.

	e) Price at which shares are proposed to be acquired	<p>Not applicable.</p> <p>Since there is only a change in the trustee of Versha Kajaria Family Private Trust, no consideration is being paid to Mr. Ashok Kajaria and Mr. Rishi Kajaria as erstwhile joint trustees of the Versha Kajaria Family Private Trust.</p> <p><i>Please refer to Note 1 below.</i></p>
	f) Rationale, if any, for the proposed transfer	Family restructuring
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	<p>Not Applicable</p> <p>Since there is only a change in the trustee of Versha Kajaria Family Private Trust, no consideration is being paid to Mr. Ashok Kajaria and Mr. Rishi Kajaria as erstwhile joint trustees of the Versha Kajaria Family Private Trust.</p> <p><i>Please refer to Note 1 below.</i></p>
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	<p>Not applicable.</p> <p>Since there is only a change in the trustee of Versha Kajaria Family Private Trust, no consideration is being paid to Mr. Ashok Kajaria and Mr. Rishi Kajaria as erstwhile joint trustees of the Versha Kajaria Family Private Trust.</p> <p><i>Please refer to Note 1 below.</i></p>
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	<p>Not Applicable</p> <p>Since there is only a change in the trustee of Versha Kajaria Family Private Trust, no consideration is being paid to Mr. Ashok Kajaria and Mr. Rishi Kajaria as erstwhile joint trustees of the Versha Kajaria Family Private Trust.</p> <p><i>Please refer to Note 1 below.</i></p>

9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of the proposed acquisition to be furnished.	As per Annexure – 1			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	As per Annexure – 1			
11.	Shareholding details	<i>Before the proposed transaction</i>		<i>After the proposed transaction</i>	
		<i>No. of shares /voting rights</i>	<i>% w.r.t total share capital of TC</i>	<i>No. of shares /voting rights</i>	<i>% w.r.t total share capital of TC</i>
	-Acquirer(s) and PACs (other than sellers) (*)	As per Annexure-2			
	-Seller(s)				

Note 1:

12,933,973 Equity Shares will be transferred from Mr. Ashok Kajaria and Mr. Rishi Kajaria in their capacity as the joint trustees of the Versha Kajaria Family Private Trust to VK Trustees Private Limited in its capacity as the new trustee of the Versha Kajaria Family Private Trust.

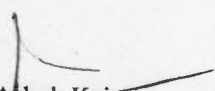
In terms of Regulation 10(1)(a)(iii) of the Takeover Regulations, an acquisition pursuant to a transfer between a company and persons holding not less than 50% of the equity shares carrying voting rights of such company, is exempt from the obligation to make an open offer. In the present case, upon change of trustees of Versha Kajaria Family Private Trust, the equity shares held by Mr. Ashok Kajaria and Mr. Rishi Kajaria in their capacity as trustees of Versha Kajaria Family Private Trust would be transferred to VK Trustees Private Limited in its capacity as a trustee of Versha Kajaria Family Private Trust. Mr. Ashok Kajaria and Mr. Rishi Kajaria in turn control and own 100% of the equity share capital of VK Trustees Private Limited. Therefore, such acquisition by VK Trustees Private Limited would be pursuant to a transfer between a company (i.e. VK Trustees Private Limited) and persons holding not less than 50% (i.e. Mr. Ashok Kajaria and Mr. Rishi Kajaria) of the equity shares of such company. Accordingly, the change of trustees of Versha Kajaria Family Private Trust as contemplated above would have the benefit of the exemption under Regulation 10(1)(a)(iii). Also, there is no change taking place in the aggregate shareholding of the promoter/promoter group of the Target Company.

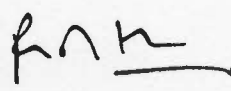
Please Refer Annexure - 2

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For VK Trustees Private Limited
(Acquirer)


Ashok Kajaria
Director


Rishi Kajaria
Director

Place: New Delhi

Date: 17.12.2019

Annexure-1


DECLARATION BY ACQUIRER

This is to confirm that:

- the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997);
- the aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition is being furnished;
- All the conditions specified under Regulation 10(1)(a) with respect to exemptions has been duly complied with.

For VK Trustees Private Limited
(Acquirer)


Ashok Kajaria
Director


Rishi Kajaria
Director

SHAREHOLDING DETAILS – PRE & POST ACQUISITION

Target Company

Name of Acquirer(s) / and PACs	Before the Proposed transaction		After the Proposed transaction		
	No. of shares / voting rights	% w.r.t total share capital of TC	Name of Acquirer(s) / and PACs	No. of shares / voting rights	% w.r.t total share capital of TC
Ashok Kumar Kajaria	1047004	0.66	Ashok Kumar Kajaria	1047004	0.66
Versha Devi Kajaria	1777014	1.12	Versha Devi Kajaria	1777014	1.12
Chetan Kajaria	1339880	0.84	Chetan Kajaria	1339880	0.84
Rishi Kajaria	1805716	1.14	Rishi Kajaria	1805716	1.14
Rasika Kajaria	570000	0.36	Rasika Kajaria	570000	0.36
Shikha Kajaria	600000	0.38	Shikha Kajaria	600000	0.38
Raghav Kajaria	450000	0.28	Raghav Kajaria	450000	0.28
Kartik Kajaria	450000	0.28	Kartik Kajaria	450000	0.28
Vedant Kajaria	450000	0.28	Vedant Kajaria	450000	0.28
Parth Kajaria	450000	0.28	Parth Kajaria	450000	0.28
A. K. Kajaria (HUF)	1967750	1.24	A. K. Kajaria (HUF)	1967750	1.24
Chetan Kajaria (HUF)	42000	0.03	Chetan Kajaria (HUF)	42000	0.03
Rishi Kajaria (HUF)	6000	0.00	Rishi Kajaria (HUF)	6000	0.00
Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	12933973	8.14	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12933973	8.14
CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25867947	16.27	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25867947	16.27
Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	25867947	16.27	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25867947	16.27
Total	75625231	47.58		75625231	47.58

For VK Trustees Private Limited
(Acquirer)

Ashok Kajaria
Director

Rishi Kajaria
Director

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding:

1. Name of the Target Company (TC)	KAJARIA CERAMICS LIMITED
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	<p>A. NATIONAL STOCK EXCHANGE OF INDIA LIMITED</p> <p>B. BSE LIMITED</p>
<p>3. Particulars of the shareholder(s):</p> <p>a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.</p> <p align="center">or</p> <p>b. Name(s) of promoter(s), member of the promoter group and PAC with him.</p>	<p>LIST OF PROMOTER AND PROMOTER GROUP ATTACHED</p> <p>a. N.A.</p> <p align="center">Or</p> <p>b. Name of Promoter and Promoter Group</p> <ol style="list-style-type: none"> 1. Ashok Kumar Kajaria 2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust) 3. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust) 4. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust) 5. A.K. Kajaria (HUF) 6. Versha Devi Kajaria 7. Chetan Kajaria 8. Chetan Kajaria (HUF)

	9. Rishi Kajaria		
	10. Rishi Kajaria (HUF)		
	11. Rasika Kajaria		
	12. Shikha Kajaria		
	13. Kartik Kajaria (UG-Chetan Kajaria)		
	14. Raghav Kajaria (UG-Chetan Kajaria)		
	15. Parth Kajaria (UG-Rishi Kajaria)		
	16. Vedant Kajaria (UG-Rishi Kajaria)		
4. Particulars of the shareholding of person(s) mentioned at (3) above As on March 31, 2019, holding of:	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
1. Ashok Kumar Kajaria	1047004	0.66	N.A.
2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	12933973	8.14	N.A.
3. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25867947	16.27	N.A.
4. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	25867947	16.27	N.A.
5. A.K. Kajaria (HUF)	1967750	1.24	N.A.
6. Versha Devi Kajaria	1777014	1.12	N.A.
7. Chetan Kajaria	1339880	0.84	N.A.
8. Chetan Kajaria ((HUF)	42000	0.03	N.A.
9. Rishi Kajaria	1805716	1.14	N.A.
10. Rishi Kajaria (HUF)	6000	0.00	N.A.

11. Rasika Kajaria	570000	0.36	N.A.
12. Shikha Kajaria	600000	0.38	N.A.
13. Raghav Kajaria	450000	0.28	N.A.
14. Kartik Kajaria	450000	0.28	N.A.
15. Parth Kajaria	450000	0.28	N.A.
16. Vedant Kajaria	450000	0.28	N.A.
Total	75625231	47.58	-

Part-B****Name of the Target Company: Kajaria Ceramics Limited**


Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
1. Ashok Kumar Kajaria	Promoter	AANPK1598C
2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	Promoter Group	AACTV3737H
3. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	Promoter Group	AACTC0549A
4. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	Promoter Group	AADTR0244G
5. A.K. Kajaria (HUF)	Promoter Group	AAAHA4211M
6. Versha Devi Kajaria	Promoter Group	ADMPK6810B
7. Chetan Kajaria	Promoter Group	AAFPK3860K
8. Chetan Kajaria (HUF)	Promoter Group	AABHC9109B
9. Rishi Kajaria	Promoter Group	AHLPK7586K
10. Rishi Kajaria (HUF)	Promoter Group	AAKHR5705F
11. Rasika Kajaria	Promoter Group	AAOPJ7775M
12. Shikha Kajaria	Promoter Group	AOJPS3816B
13. Raghav Kajaria	Promoter Group	BPXPK0398J
14. Kartik Kajaria	Promoter Group	BPXPK0485A
15. Vedant Kajaria	Promoter Group	BPXPK0487C
16. Parth Kajaria	Promoter Group	BPOPk5943N

Signature of the Authorised Signatory:

Thanking You,

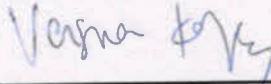
Yours Sincerely,

1. Versha Kajaria Family Private Trust



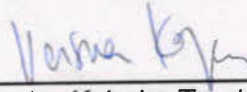
(Ashok Kajaria, Trustee)

2. Chetan Kajaria Family Private Trust



(Versha Kajaria, Director of Professional Home Solutions Pvt. Ltd., Trustee)

3. Rishi Kajaria Family Private Trust

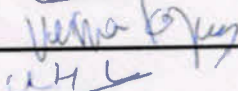


(Versha Kajaria, Trustee)


4. Ashok Kumar Kajaria

5. A.K. Kajaria (HUF)

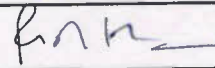
6. Versha Devi Kajaria



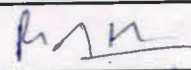
7. Chetan Kajaria




8. Chetan Kajaria (HUF)



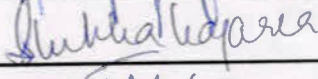
9. Rishi Kajaria



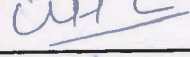
10. Rishi Kajaria (HUF)



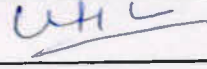
11. Rasika Kajaria



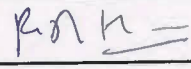
12. Shikha Kajaria



13. Kartik Kajaria (UG-Chetan Kajaria)



14. Raghav Kajaria (UG-Chetan Kajaria)



15. Parth Kajaria (UG- Rishi Kajaria)



16. Vedant Kajaria (UG- Rishi Kajaria)



Date: 08.04.2019

Place: New Delhi

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
2. (*) 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.
3. (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding:

1. Name of the Target Company (TC)	KAJARIA CERAMICS LIMITED
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	<p>A. NATIONAL STOCK EXCHANGE OF INDIA LIMITED</p> <p>B. BSE LIMITED</p>
<p>3. Particulars of the shareholder(s):</p> <p>a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.</p> <p align="center">or</p> <p>b. Name(s) of promoter(s), member of the promoter group and PAC with him.</p>	<p>LIST OF PROMOTER AND PROMOTER GROUP ATTACHED</p> <p>a. N.A.</p> <p align="center">Or</p> <p>b. Name of Promoter and Promoter Group</p> <ol style="list-style-type: none"> 1. Ashok Kumar Kajaria 2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust) 3. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust) 4. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust) 5. A.K. Kajaria (HUF) 6. Versha Devi Kajaria 7. Chetan Kajaria 8. Chetan Kajaria (HUF)

	9. Rishi Kajaria		
	10. Rishi Kajaria (HUF)		
	11. Rasika Kajaria		
	12. Shikha Kajaria		
	13. Kartik Kajaria (UG-Chetan Kajaria)		
	14. Raghav Kajaria(UG-Chetan Kajaria)		
	15. Parth Kajaria (UG-Rishi Kajaria)		
	16. Vedant Kajaria (UG-Rishi Kajaria)		
4. Particulars of the shareholding of person(s) mentioned at (3) above As on March 31, 2018, holding of:	Number of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
1. Ashok Kumar Kajaria	1047004	0.66	N.A.
2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	12933973 (#)	8.14	N.A.
3. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25867947 (#)	16.27	N.A.
4. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	25867947 (#)	16.27	N.A.
5. A.K. Kajaria (HUF)	1967750	1.24	N.A.
6. Versha Devi Kajaria	1778014	1.12	N.A.
7. Chetan Kajaria	1339880	0.84	N.A.
8. Chetan Kajaria ((HUF)	42000	0.03	N.A.
9. Rishi Kajaria	1805716	1.14	N.A.
10. Rishi Kajaria (HUF)	6000	0.00	N.A.

11. Rasika Kajaria	570000	0.36	N.A.
12. Shikha Kajaria	600000	0.38	N.A.
13. Raghav Kajaria	450000	0.28	N.A.
14. Kartik Kajaria	450000	0.28	N.A.
15. Parth Kajaria	450000	0.28	N.A.
16. Vedant Kajaria	450000	0.28	N.A.
Total	75626231	47.58	-

(#) As per the Scheme of Arrangement between Kajaria Securities Private Limited ('KSPL') and Kajaria Ceramics Limited approved by Hon'ble National Company Law Tribunal, Chandigarh Bench on February 6, 2018 ('Scheme'), 6,46,69,867 equity shares of Re. 1/- each fully paid up of TC held by KSPL has been cancelled and KSPL has been amalgamated into Kajaria Ceramics Limited. Further, pursuant to the Scheme, these equity shares of Re. 1/- each fully paid up of TC have been allotted on March 14, 2018, being the shareholders of KSPL, in proportion of their respective shareholding in KSPL.

The applications for listing of these equity shares [including the Corporate Actions Forms with the National Securities Depository Limited & the Central Depository Services (India) Limited] are under process with the National Stock Exchange of India Limited and the BSE Limited.

Part-B****Name of the Target Company: Kajaria Ceramics Limited**

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
1. Ashok Kumar Kajaria	Promoter	AANPK1598C
2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	Promoter Group	AACTV3737H
3. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	Promoter Group	AACTC0549A
4. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	Promoter Group	AADTR0244G
5. A.K. Kajaria (HUF)	Promoter Group	AAAHA4211M
6. Versha Devi Kajaria	Promoter Group	ADMPK6810B
7. Chetan Kajaria	Promoter Group	AAFPK3860K
8. Chetan Kajaria (HUF)	Promoter Group	AABHC9109B
9. Rishi Kajaria	Promoter Group	AHLPK7586K
10. Rishi Kajaria (HUF)	Promoter Group	AAKHR5705F
11. Rasika Kajaria	Promoter Group	AAOPJ7775M
12. Shikha Kajaria	Promoter Group	AOJPS3816B
13. Raghav Kajaria	Promoter Group	BPXPK0398J
14. Kartik Kajaria	Promoter Group	BPXPK0485A
15. Vedant Kajaria	Promoter Group	BPXPK0487C
16. Parth Kajaria	Promoter Group	BPOPK5943N

Signature of the Authorised Signatory:

Thanking You,

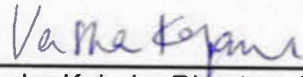
Yours Sincerely,

1. Versha Kajaria Family Private Trust



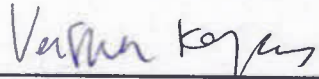
(Ashok Kajaria, Trustee)

2. Chetan Kajaria Family Private Trust



(Versha Kajaria, Director of Professional Home Solutions Pvt. Ltd., Trustee)

3. Rishi Kajaria Family Private Trust

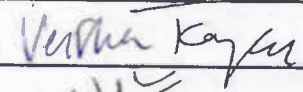


(Versha Kajaria, Trustee)

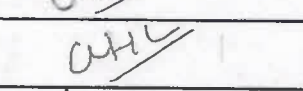
4. Ashok Kumar Kajaria



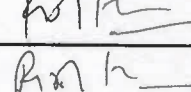
5. A.K. Kajaria (HUF)



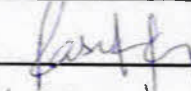
6. Versha Devi Kajaria



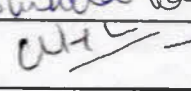
7. Chetan Kajaria



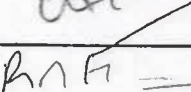
8. Chetan Kajaria (HUF)



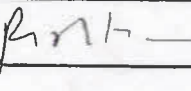
9. Rishi Kajaria



10. Rishi Kajaria (HUF)



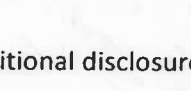
11. Rasika Kajaria



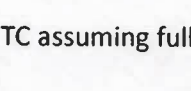
12. Shikha Kajaria



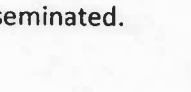
13. Kartik Kajaria (UG-Chetan Kajaria)



14. Raghav Kajaria (UG-Chetan Kajaria)



15. Parth Kajaria (UG- Rishi Kajaria)



16. Vedant Kajaria (UG- Rishi Kajaria)

Date: 4/4/2018

Place: New Delhi

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
2. (*) 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.
3. (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

March 15, 2018

National Stock Exchange of India Limited
Exchange Plaza, , C-1, Block G,
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
P.J. Towers
Dalal Street, Fort
Mumbai - 400 001

Dear Sir,

We enclose herewith a disclosure under Regulation 29(2) of the SEBI (SAST) Regulations, 2011 regarding allotment of below mentioned equity shares of Kajaria Ceramics Limited pursuant to the Formal Order dated February 22, 2018 of the Hon'ble National Company Law Tribunal, Chandigarh Bench for sanctioning the Scheme of Arrangement between Kajaria Securities Private Limited (KSPL) and Kajaria Ceramics Limited ('Company') on February 6, 2018:

Name of Entities	Acquisition of Equity Shares of the Company	Transaction Type	Shareholding after acquisition of Equity Shares of the Company
Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust), Promoter group	1,29,33,973	Allotment of equity shares pursuant to Scheme of Arrangement*	1,29,33,973
Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust), Promoter group	2,58,67,947	Allotment of equity shares pursuant to Scheme of Arrangement*	2,58,67,947
Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust), Promoter group	2,58,67,947	Allotment of equity shares pursuant to Scheme of Arrangement*	2,58,67,947

* As per the Formal Order dated February 22, 2018 of the Hon'ble National Company Law Tribunal, Chandigarh Bench for sanctioning the Scheme of Arrangement between Kajaria Securities Private Limited and Kajaria Ceramics Limited on February 6, 2018.

We request you to take the same on record.

Thanking you,

For Versha Kajaria Family
Private Trust

Ashok Kajaria
Trustee

For Chetan Kajaria Family
Private Trust

Versha Kajaria, Director of
Professional Home Solutions
Private Limited
(Trustee)

For Rishi Kajaria Family Private
Trust

Versha Kajaria
Trustee

Encl.: as above

Copy to:

Kajaria Ceramics Limited
J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi - 110044

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

Name of the Target Company (TC)	Kajaria Ceramics Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust) 2. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust) 3. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) National Stock Exchange of India Limited (ii) BSE Limited		
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 (**)
Before the acquisition/ sale under consideration, holding of:			
a) Shares carrying voting rights	Nil	Nil	Nil
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)	Nil	Nil	Nil
Details of acquisition/sale			Nil
a) Shares carrying voting rights acquired/ held	64,669,867***	40.69	40.69
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/ held	Nil	Nil	Nil
d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	64,669,867***	40.69	40.69
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	64,669,867***	40.69	40.69
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)	64,669,867***	40.69	40.69
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Amalgamation <i>(As per the Formal Order dated February 22, 2018 of the Hon'ble National Company Law Tribunal, Chandigarh Bench for sanctioning the Scheme of Arrangement between Kajaria Securities Private Limited (KSPL) and Kajaria Ceramics Limited on February 6, 2018, the equity shares of TC held by KSPL has been cancelled and 6,46,69,867 equity shares of Re. 1/- each fully paid up of TC have been allotted to the shareholders of KSPL in proportion of their respective shareholding in KSPL as on the Record date, i.e. March 9, 2018).</i>		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14.03.2018		
Equity share capital / total voting capital of the TC before the said acquisition / sale	158,950,300		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	158,950,300		
Total diluted share/voting capital of the TC after the said acquisition/sale	158,950,300		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(**) 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.

*** Please refer Annexure-1

For Versha Kajaria
Family Private Trust

Ashok Kajaria
Trustee

For Chetan Kajaria Family
Private Trust

Versha Kajaria, Director
of Professional Home
Solutions Private Limited
(Trustee)

For Rishi Kajaria Family
Private Trust

Versha Kajaria
Trustee

Place: New Delhi
Date: 15.03.2018

SHAREHOLDING DETAILS – PRE & POST ALLOTMENT

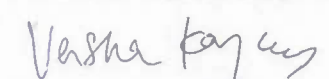
Name of Acquirer(s) / and PACs	Before the Allotment of Equity shares of TC		After the Allotment of Equity shares of TC	
	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
Ashok Kumar Kajaria	1047004	0.66	1047004	0.66
Versha Devi Kajaria	1778014	1.12	1778014	1.12
Chetan Kajaria	1339880	0.84	1339880	0.84
Rishi Kajaria	1805716	1.14	1805716	1.14
Rasika Kajaria	570000	0.36	570000	0.36
Shikha Kajaria	600000	0.38	600000	0.38
Raghav Kajaria	450000	0.28	450000	0.28
Kartik Kajaria	450000	0.28	450000	0.28
Vedant Kajaria	450000	0.28	450000	0.28
Parth Kajaria	450000	0.28	450000	0.28
A. K. Kajaria (HUF)	1967750	1.24	1967750	1.24
Chetan Kajaria (HUF)	42000	0.03	42000	0.03
Rishi Kajaria (HUF)	6000	0.00	6000	0.00
Kajaria Securities Private Limited	64669867	40.69	-	-
Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	-	-	12933973	8.14
Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	-	-	25867947	16.27
Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	-	-	25867947	16.27
Total	75626231	47.58	75626231	47.58

For Versha Kajaria Family Private Trust



Ashok Kajaria
Trustee

For Chetan Kajaria Family Private Trust



Versha Kajaria, Director of
Professional Home Solutions Private
Limited (Trustee)

For Rishi Kajaria Family Private Trust



Versha Kajaria
Trustee

Place: New Delhi

Date: 15.03.2018