



SEC/3/2022

April 04, 2022

To

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra -Kurla Complex Bandra (E), Mumbai 400 051 Symbol: KALYANKJIL	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400 001 Maharashtra, India Scrp Code: 543278
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Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is with reference to our letter no. SEC/76/2021-2022 dated January 14, 2022, wherein we had informed to you that the Board of Directors of Kalyan Jewellers India Limited ("**Company**") at its meeting dated January 14, 2022, had granted its approval to provide an unconditional and irrevocable guarantee (the "**Guarantee**") of upto US\$ 200 MM, for the Senior U.S. dollar denominated fixed rate notes, being considered for issuance by Kalyan Jewellers FZE, a wholly-owned subsidiary of the Company (the "**Subsidiary**").

We wish to inform you that our Subsidiary has in the meeting of its board of directors dated 03.04.2022, approved the potential issuance of fixed rate, senior U.S. dollar denominated notes ("**Notes**" and such issuance, the "**Issue**") for an aggregate principal amount of up to US\$ 200 MM, subject to market conditions, to eligible persons, entities, bodies corporate, companies, banks, financial institutions and any other categories of eligible investors permitted to invest in the Notes under applicable laws. The Notes will be guaranteed by the Company by way of a corporate guarantee. The net proceeds of the Notes are intended to be utilized primarily for refinancing of existing borrowings, as well as payment of transaction fees and general corporate purpose in accordance with applicable laws. The Notes are proposed to be listed on the Singapore Stock Exchange. The issuance of the Notes is subject to appropriate market conditions.

The Notes will not be offered or sold in India under the applicable laws, including the Companies Act, 2013, as amended.

You are requested to take note of the above and treat this letter as compliance under Regulation 30 and applicable regulations under the Listing Regulations.

Yours faithfully,
For **Kalyan Jewellers India Limited**

Jishnu RG
Company Secretary & Compliance Officer



This information does not constitute or form a part of an offer to sell or a solicitation of an offer to buy any securities of the Company in the United States or elsewhere. This information has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States or into any other jurisdiction if such an action is prohibited by applicable law. In the event the Company decides to proceed with the issuance of the Notes, the Notes and the Guarantee have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United States (as defined in Regulation S under the Securities Act ("Regulation S")), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Notes will only be offered and sold only (1) to qualified institutional buyers ("QIBs") as defined in and in reliance on Rule 144A under the Securities Act ("Rule 144A") and (2) outside the United States in offshore transactions as defined in and in reliance on Regulation S.

This Issue material or the offering circular for the Notes has not been, nor will it be, registered, produced or published as an offer document (whether a prospectus in respect of a public offer, a statement in lieu of a prospectus or information memorandum, private placement offer cum application letter, an offering circular, an offering memorandum or other offering material in respect of any private placement under the Companies Act, 2013, as amended, regulations formulated by Securities and Exchange Board of India or any other applicable Indian laws) with any Registrar of Companies, the Securities and Exchange Board of India or any Indian stock exchange or any other statutory or regulatory body of like nature in India, save and except for any information which is mandatorily required to be disclosed or filed in India under any applicable Indian laws (including, but not limited to, the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015, as amended, and under the listing agreement with any Indian stock exchange pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended) or pursuant to the sanction of any regulatory and adjudicatory body in India.

The Notes mentioned herein will not be offered or sold, and have not been offered or sold, to any person resident in India by means of any document or otherwise, whether as a principal or agent. The Notes mentioned herein have not been offered or sold, and will not be offered or sold to any person, in India in circumstances which would constitute an advertisement, invitation, offer, sale or solicitation of an offer to subscribe for or purchase any securities (whether to the public or by way of private placement) within the meaning of the Companies Act, 2013 or any other applicable Indian laws for the time being in force nor shall this Issue material or the offering circular for the Notes or any part thereof form basis of or relied on in connection with any contract, commitment or any investment decision in relation thereto in India.

Kalyan Jewellers India Limited

Corporate Office -TC-32/204/2, Sitaram Mill Road, Punkunnam, Thrissur, Kerala – 680 002

CIN - L36911KL2009PLC024641

T -0487 2437333 Email – cs@kalyanjewelers.net

WWW.KALYANJEWELLERS.NET