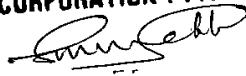



**Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	KESAR ENTERPRISES LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1) Kesar Corporation Private Limited 2) Duracell Investments and Finance Private Limited 3) Seel Investment Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited & The National Stock Exchange Of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share / voting capital wherever	% w.r.t. total diluted share/ voting capital of the TC (*)
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights			
1) Kesar Corporation Private Limited	20,54,422	30.25	30.25
2) Duracell Investments and Finance Private Limited	1,43,200	2.11	2.11
3) Seel Investment Private Limited	76,479	1.13	1.13
b) Voting rights (VR) otherwise than by equity 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)	Nil	Nil	Nil
d) Total (a+b+c)	22,74,101	33.49	33.49

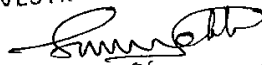
**FOR KESAR CORPORATION PVT. LTD.**

  
AUTHORISED SIGNATORIES/DIRECTOR

**FOR DURACELL INVESTMENTS  
& FINANCE PVT. LTD.**

  
Authorised Signatory/Director

**For SEEL INVESTMENT PVT. LTD.**

  
Authorised Signatory/Director

Details of acquisition/ Sale			
a) Shares carrying voting rights acquired	N.A	N.A	N.A
b) VRs acquired otherwise than by equity shares	N.A	N.A	N.A
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)			
<u>82,35,000 Zero Coupon Optionally Convertible Preference Shares (OCPS) of Rs. 10/- each aggregating upto Rs. 8,23,50,000/- with an option to convert into 18,30,000 Equity Shares, of Rs. 10/-each at Rs. 45/- each per Equity Share</u>			
1) Kesar Corporation Private Limited	7,49,250	N. A	1.93
2) Duracell Investments and Finance Private Limited	37,65,375	N. A	9.71
3) Seel Investment Private Limited	37,20,375	N. A	9.59
d) Total (a+b+c)	82,35,000	N. A.	21.23

FOR KESAR CORPORATION PVT. LTD.

AUTHORISED SIGNATORIES/DIRECTOR

For DURACELL INVESTMENTS  
& FINANCE PVT. LTD.

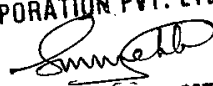
Authorised Signatory/Director

For SEEL INVESTMENT PVT. LTD.

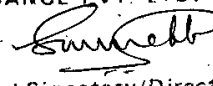
Authorised Signatory/Director

After the acquisition / sale, holding of :			
a) Shares carrying voting rights			
1) Kesar Corporation Private Limited	20,54,422	30.26	23.83
2) Duracell Investments and Finance Private Limited	1,43,200	2.11	1.66
3) Seel Investment Private Limited	76,479	1.13	0.89
b) Voting rights (VR) otherwise than by equity 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)	Nil	Nil	Nil
<b>82,35,000 Zero Coupon Optionally Convertible Preference Shares (OCPS) of Rs. 10/- each aggregating upto Rs. 8,23,50,000/- with an option to convert into 18,30,000 Equity Shares, of Rs. 10/-each at Rs. 45/- each per Equity Share [Assuming all OCPS are converted, in more than one Financial Years, within a period of 18 months from 06/02/2013]</b>			
1) Kesar Corporation Private Limited	7,49,250	N. A	1.93
2) Duracell Investments and Finance Private Limited	37,65,375	N. A	9.71
3) Seel Investment Private Limited	37,20,375	N. A	9.59
d) Total (a+b+c)	Equity OCPS	33.49 100%	47.61 N.A.
	22,74,101		
	82,35,000		
Mode of acquisition (e.g. open market / public issue /rights issue / preferential allotment / inter-se transfer, etc.)		Preferential Issue of Optionally Convertible Preference Shares (OCPS).	
Date of acquisition/ sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable		07/02/2013	
Equity share capital / total voting capital of the TC before the said acquisition / sale.		67,90,162 Equity Shares	
Equity share capital / total voting capital of the TC after the said acquisition / sale		67,90,162 Equity Shares	
Total diluted share/voting capital of the TC after the said acquisition/sale		86,20,162 Equity Shares	

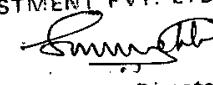
FOR KESAR CORPORATION PVT. LTD.

  
 AUTHORISED SIGNATORIES/DIRECTOR

For DURACELL INVESTMENTS &amp; FINANCE PVT. LTD.

  
 Authorised Signatory/Director

For SEEL INVESTMENT PVT. LTD.

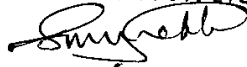
  
 Authorised Signatory Director

Note:

(\*) 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.

Signature of the acquirer / Authorised Signatory  
FOR KESAR CORPORATION PVT. LTD.


1.



AUTHORISED SIGNATORIES/DIRECTOR

For DURACELL INVESTMENTS  
& FINANCE PVT. LTD.

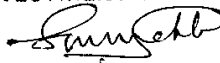
2.



Authorised Signatory/Director

For SEEL INVESTMENT PVT. LTD.

3.



Authorised Signatory/Director

Place: Mumbai

Date: 8/2/13

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