

**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	22,20,922	25.764	22.034
2) Duracell Investments and Finance Private Limited	9,79,950	11.368	9.7222
3) Seel Investment Private Limited	9,03,229	10.478	8.960
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)	41,04,101	47.610	40.716

For KESAR CORPORATION PVT. LTD.

AUTHORISED SIGNATORY/DIRECTOR

For DURACELL INVESTMENTS &amp; 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)			
<b><u>30,65,000 Zero Coupon Optionally Convertible Preference Shares (OCPS) of Rs. 10/- each aggregating upto Rs.3,06,50,000/- with an option to convert into 14,59,523 Equity Shares, of Rs. 10/- each at Rs.21/- each per Equity Share</u></b>			
1. Kesar Corporation Private Limited	2,45,700	N.A.	1.160
2. Duracell Investments and Finance Private Limited	13,94,400	N.A.	6.587
3. Seel Investment Private Limited	14,24,900	N.A.	6.731
Total (a+b+c)	30,65,000	N.A.	14.478

For KESAR CORPORATION PVT. LTD.

AUTHORISED SIGNATORY/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	22,20,922	29.05	22.034
2. Duracell Investments and Finance Private Limited	9,79,950	11.368	9.7222
3. Seel Investment Private Limited	9,03,229	10.478	8.960
b) Voting rights (VR) otherwise than by equity shares	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
<u>30,65,000 Zero Coupon Optionally Convertible Preference Shares (OCPS) of Rs. 10/- each aggregating upto Rs.3,06,50,000/- with an option to convert into 14,59,523 Equity Shares, of Rs. 10/- each at Rs.21/- each per Equity Share [Assuming all OCPS are converted; in more than one Financial year, within a period of 18 months from 27/03/2014]</u>			
1)Kesar Corporation Private Limited	2,45,700	N.A.	1.160
2)Duracell Investments and Finance Private Limited	13,94,400	N.A.	6.587
3) Seel Investment Private Limited	14,24,900	N.A.	6.731
d) Total (a+b+c)			
	Equity		
	OCPS		
	41,04,101	47.610	40.716
	30,65,000	100%	N.A.
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).into Equity Shares		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	31/03/2014		
Equity share capital / total voting capital of the TC before the said acquisition / sale.	86,20,162 Equity Shares		
Equity share capital / total voting capital of the TC after the said acquisition / sale	86,20,162 Equity Shares		
Total diluted share/voting capital of the TC after the said acquisition/sale	1,00,79,685 Equity Shares		

For KESAR CORPORATION PVT. LTD.

For DURACELL INVESTMENTS  
& FINANCE PVT. LTD.

For SEEL INVESTMENT PVT. LTD.

AUTHORISED SIGNATORY/DIRECTOR

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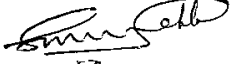
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**Note:**

(\*) 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

1. For KESAR CORPORATION PVT. LTD.



AUTHORISED SIGNATORY/DIRECTOR

2. For DURACELL INVESTMENTS & FINANCE P. LTD.



AUTHORISED SIGNATORY/DIRECTOR

3. For SEEL INVESTMENT PVT. LTD.



AUTHORISED SIGNATORY/DIRECTOR

Place: Mumbai  
Date: 1/04/2014

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