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

1.	Name of the Target Company (TC)	Kesar Enterprise	s Limited	
		Resal Enterprises Entitled		
2.	Name(s) of the acquirer and Persons	Acquirer/ Transf	eree Compar	IV
	Acting in Concert (PAC) with the acquirer			
		Seller/Transferor		
		Duracell Investments and Finance Private Limited		
		Persons acting in Concert(PAC)		
		As per Annexure A		
3.	Whether the acquirer belongs to Promoter/Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s)	BSE Limited		
	where the shares of TC are Listed	National Stock Exchange of India Limited		
5.	Details of the acquisition /	Number	%	% w.r.t. total
	disposal as follows		w.r.t.total	diluted
			share/votin g capital	share/voting capital of the
			wherever	TC (**)
			applicable(	
			*)	
	fore the acquisition under nsideration, holding of:			
50				
	a) Shares carrying voting rights			
	Acquirer/Transferee Company			
	Seel Investment Private Limited	15,15,229	15.15%	15.69%
	Seller/Transferor Company			
	Duracell Investments & Finance			
	Private Limited	16,29,950	16.30%	16.30%
	Persons acting in Concert(PAC)			
	Harsh Rajnikant Kilachand	367		
	Harsh R Kilachand Rohan Harsh Kilachand	2,940 1,89,082		
	Madhavi Harsh Kilachand	2,08,372		1
	Harsh Rajnikant Kilachand	5,53,045		
	Kesar Corporation Pvt. Ltd.	23,37,922		
	Indian Commercial Company			
	Pvt. Ltd.	2,32,264		
	Rohita Harsh Kilachand India Carat Pvt. Ltd.	1,87,824 10,152		l i
	Harsh Rajnikant Kilachand	10,132	0.1078	0.1070
	(HUF)	27,425		
	Amrish Rajnikant Kilachand	30		
}	Rajnikant A Kilachand	53,208		1
	Ramila Rajnikant Kilachand	10	0.00%	0.00%

Rajnikant A Kilac	 hand	45	0.019	6 0.00%
Rajnikant A Kilac		10,84		1
Rajnikant A Kilac		8,03	<b>I</b>	
Shreemati Ambala		8,67	2 .	
Sin Comaci i mioula	I Tenachand	8,07	0.097	6 0.09%
b) Shares in the natu	re of	N:	;; NT	31 37:1
encumbrance (ple	I	IN.	il N	il Nil
disposal undertaki	ng/otners)			
c) Voting rights (VR	)	\ \	.,	.,
, , ,	) omerwise	Ni	il N	il Nil
than by shares				
d) Womentalaanuuti	L1_			
d) Warrants/converti	l .		1	
securities/any other				
that entitles the ac	quirer to	1		
receive shares car	ying voting		1	
rights in the TC (s	pecify holding			1
in each category)				
Zero Coupon Op				
Convertible Prefe	rence			
Shares[OCPS]		ĺ		
Acquirer/Transfere				
Seel Investment Pr	ivate Limited	66,520(Entitled	0.67%	0.66%
(1,39,700 Zero Cou	pon	for Equity		3.0070
Optionally Convert	ible	shares upor		
Preference Shares		conversion		
each)		John Croion	Ί.	
•		1		
Seller/Transferor C	ompany			
Duracell Investmen		14,000(Entitled	0.14%	0.14%
Private Limited	io as a manace	for Equity		0.14%
(29,400 Zero Coup	on Ontionally	shares upon		
Convertible Prefere	nce Shares of	, -	1	
Rs. 10/- each)	lice sitates of	conversion)	]	
163. 167- Cach)				]
Persons acting in C	Oncert(DAC)			·
Harsh Rajnikant Ki		) >T'		
Harsh R Kilachand		Nil	i .	1
Rohan Harsh Kilaci	 <b>-</b>	Nil	1 - 1.2	1 1
Madhavi Harsh Kil		Nil	ſ	1
		Nil		II
Harsh Rajnikant Ki		Nil		(
Kesar Corporation	vt. Ltd.	Nil	Nil	Nil
Indian Commercial	Company			
Pvt. Ltd.		Nil		Nil
Rohita Harsh Kilacl		Nil		Nil
India Carat Pvt. Ltd		Nil	Nil	Nil
Harsh Rajnikant Kij	achand			
(HUF)		Nil	Nil	Nil
Amrish Rajnikant K	ilachand	Nil	Nil	Nil
Rajnikant A Kilacha	ind	Nil	Nil	Nil
Ramila Rajnikant K	ilachand	Nil	Nil	Nil
Rajnikant A Kilacha	ind	Nil	Nil	Nil
Rajnikant A Kilacha	ind	Nil	Nil	
Rajnikant A Kilacha	ind	Nil	Nil	Nil
Shreemati Ambalal	Kilachand	Nil	Nil	Nil
		1111	INII	Nil
	<u> </u>	<u></u>		

e) Total (a+b+c+d))	70,56,346	70.57%	70.01%
Details of acquisition / sale			
a) Shares carrying voting rights			
Acquirer/Transferee Company Seel Investment Private Limited	(+)16,29,950	(+)16.30%	(+)16.17%
Seller/Transferor Company Duracell Investments & Finance Private Limited	(-)16,29,950	(-)16.30%	(-)16.17%
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/sold  Zero Coupon Optionally Convertible Preference Shares			
Acquirer/Transferee Company Seel Investment Private Limited (29,400 Zero Coupon Optionally Convertible Preference Shares of Rs. 10/- each)	(+)14,000 (Entitled for Equity shares upon conversion)	(+)0.14%	(+)0.14%
Seller/Transferor Company Duracell Investments & Finance Private Limited ((-)29,400 Zero Coupon Optionally Convertible Preference Shares of Rs. 10/- each)	(-)14,000 (Entitled for Equity shares upon conversion)	(-)0.14%	(-)0.14%
d) Shares encumbered/invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+d)	0	0%	0%
After the acquisition / sale, holding of:			
a) Shares carrying voting rights			
Acquirer/Transferee Company Seel Investment Private Limited	31,45,179	31.45%	31.99%
Seller/Transferor Company Duracell Investments & Finance Private Limited	Nil	Nil	Nil

		V			
Per	sons acting in (	Concert(PAC)	367		0.00%
	rsh Rajnikant K		2,940	0.03%	0.03%
	rsh R Kilachano		1,89,082	1.89%	
Rol	han Harsh Kilad	chand	2,08,372		
Ma	dhavi Harsh Ki	lachand	5,53,045	1	
Hai	rsh Rajnikant K	ilachand	23,37,922		1
	sar Corporation		23,57,722	23.3070	23.19%
	ian Commercia		2,32,264	2 220/	2 210/
	. Ltd.	Company			
	rita Harsh Kilad	hand	1,87,824	j.	
	ia Carat Pvt. Lt		10,152	0.10%	0.10%
				ł	
	sh Rajnikant K	ilachand	27,425		1 , , ,
H)			30		0.00%
Am	rish Rajnikant l	Kilachand	53,208	0.53%	0.53%
	nikant A Kilach		10	0.00%	0.00%
Ran	nila Rajnikant I	Kilachand	450	0.01%	
Raji	nikant A Kilach	and	10,848		0.11%
Raji	nikant A Kilach	and	8,032		0.08%
Raji	nikant A Kilach	and	8,676	0.09%	0.09%
Shre	emati Ambalal	Kilachand	, 0,0,0	0.0570	0,0370
					i
b) Sha	res encumbered	l with the	Nil	NT: I	2.77
	uirer	a with the	1411	Nil	Nil
	s otherwise that	h har ahamaa	,,,,		
d) Wa	rrants/convertib	by shares	Nil	Nil	Nil
					•
Seci	urities/any other	r instrument	Nil	Nil	Nil
. · inai	entitles the acc	juirer to			,
rece	ive shares carr	ying voting		ì	
righ	ts in the TC (sp	ecify holding	,		
	ach category) a	fter			
	uisition				ĺ
Zer	o Coupon Opt	ionally			
Con	vertible Prefe	rence Shares	į	,	
			į		
Acqu	irer/Transferee	Company			
Seel	Investment Pri	vate Limited	80,520 (Entitled	0.910/	0.000
(1.69	,100 Zero Cou	non		0.81%	0.80%
Ontid	onally Converti	hla	for Equity		
Prefe	erence Shares of	FD 10/	shares upon		
each)	Nonce Shares O.	1 KS. 10/-	conversion)		
cacii	,				1
Colla	-/TC	•			
26116	r/Transferor Co	mpany		1	ĺ
Dura	cell Investment	s & Finance	Nil	Nil	Nil
	te Limited				
(Nil 2	Zero Coupon O	ptionally		ł	
	ertible Preferer	ce Shares of	ĺ		1
Rs. 1	0/- each)			1	
				1	
<u>Perso</u>	ns acting in Co	ncert(PAC)		İ	
Harsh	Rajnikant Kila	chand	Nil	3.711	
Harsh	R Kilachand		;	Nil	Nil
	n Harsh Kilacha	land (	Nil	Nil	Nil
	avi Harsh Kilac		Nil	Nil	Nil
	Rajnikant Kila		Nil	Nil	Nil
Kecon	Cornoration D	Chand	Nil	Nil	Nil
India	Corporation P	yı. Lta.	Nil	Nil	Nil
nigiai	Commercial C	ompany	ł		

Pvt. Ltd. Rohita Harsh Kilachand India Carat Pvt. Ltd.	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil
Harsh Rajnikant Kilachand (HUF) Amrish Rajnikant Kilachand	Nil Nil	Nil Nil	Nil Nil
Rajnikant A Kilachand	Nil	Nil	Nil
Ramila Rajnikant Kilachand Rajnikant A Kilachand	Nil Nil	Nil Nil	Nil Nil
Rajnikant A Khachand	Nil	Nil	
Rajnikant A Kilachand	Nil	Nil	1
Shreemati Ambalal Kilachand	Nil	Nil	
		- 12	
e) Total (a+b+c+d)	70,56,346	70.57%	70.01%
Mode of acquisition / sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)  Acquisition pursuant to Scheme Amalgamation under Section 391 to 394 (Companies Act, 1956, the shares acquire Seel Investment Private Limited (Transferor Company) from Duracell Investment Finance Private Limited (Transferor Company)			391 to 394 of the nares acquired by nited (Transferee Investments &
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	24th June, 2015, being the date from which the above mentioned Scheme of Amalgamation is made effective.		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 9,99,91,620/- [99,99,162 Equity Shares of Rs.10/- each]		
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs. 9,99,91,620/- [99,99,162 Equity Shares of Rs.10/- each]		
10. Total diluted share / voting capital of the TC after the said acquisition / sale.	Rs. 10,07,96,820 [1,00,79,682 Equ		f Rs.10/- each]

## Note:

- (\*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (\*\*) 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

Acquirer/Transferee Company

Director/Authorized Signatory

Place: Mumbai

Date: 26th June, 2015.

## Annexure A

## List of Person Acting in Concert

- 1. Harsh Rajnikant Kilachand
- 2. Harsh R Kilachand
- 3. Rohan Harsh Kilachand
- 4. Madhavi Harsh Kilachand
- 5. Harsh Rajnikant Kilachand
- 6. Kesar Corporation Pvt. Ltd.
- 7. Indian Commercial Company Pvt. Ltd.
- 8. Rohita Harsh Kilachand
- 9. India Carat Pvt. Ltd.
- 10. Harsh Rajnikant Kilachand (HUF)
- 11. Amrish Rajnikant Kilachand
- 12. Rajnikant A Kilachand
- 13. Ramila Rajnikant Kilachand
- 14. Rajnikant A Kilachand
- 15. Rajnikant A Kilachand
- 16. Rajnikant A Kilachand
- 17. Shreemati Ambalal Kilachand