

Steadview Capital Mauritius Limited

4th Floor, Raffles Tower, 19 Cybercity, Ebene, Mauritius

25 April 2016

To,
V-Guard Industries Limited
Registered Office:
42/962, Vennala High School Road,
Vennala, Kochi-682028
Phone : 0484-3005000, Fax : 0484-3005100

Re: Sale of equity shares and filings under the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Dear Sirs,

With reference to the captioned matter, please find attached herewith the following:

1. Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We request you to kindly take the same on record.

Thanking you.

Yours truly,



Director,
Steadview Capital Mauritius Limited

CC:

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051, India
Fax No.: +91-22-2659 8237 or 38

The Listing Department
Bombay Stock Exchange Ltd.
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai 400 001, India
Fax No: +91-22-2272 1072

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

Part –A- Details of the Sale

Name of the Target Company (TC)	V-Guard Industries Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Steadview Capital Mauritius Limited (Seller) LTR Focus Fund (PAC) ABG Capital (PAC)		
Whether the seller belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NSE,BSE		
Details of the sale 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 sale under consideration, holding of seller along with PACs of:			
a) Shares carrying voting rights			
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Seller: 1,054,131	3.5038%	3.5038%
c) Voting rights (VR) otherwise than by equity shares	PACs:		
d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category)	1,265,177	4.2053%	4.2053%
e) Total (a+b+c)	2,319,308	7.7091%	7.7091%
Details of sale			
a) Shares carrying voting rights acquired			
b) VRs acquired otherwise than by equity shares	Seller: 1,054,131	3.5038%	3.5038%
c) Warrants/convertible securities/any other instrument that entitles the seller to receive	PACs:		

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shares carrying voting rights in the TC (specify holding in each category) acquired.	1,265,177	4.2053%	4.2053%
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
e) Total (a+b+c+/-d)	2,319,308	7.7091%	7.7091%
After the sale, holding of seller along with PACs of:			
a) Shares carrying voting rights	<u>Seller:</u>		
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) Shares pledged with the seller.	0	0%	0%
c) VRs otherwise than by equity shares	<u>PACs:</u>		
d) Warrants/convertible securities/any other instrument that entitles the seller to receive shares carrying voting rights in the TC (specify holding in each category) after sale	0	0%	0%
e) Total (a+b+c)	0	0%	0%
Mode of sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Open Market		
Salient features of the securities sold including time till redemption, ratio at which it can be converted into equity shares etc.	NA		
Date of sale of/ date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the seller to receive shares in the TC.	25 April 2016		
Equity share capital / total voting capital of the TC before the said sale	30,085,244 shares		
Equity share capital/ total voting capital of the TC after the said sale	30,085,244 shares		
Total diluted share/voting capital of the TC after the said sale	30,085,244 shares		

Part-B***