

Jwalamukhi Investment Holdings

IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius
Tel: (230) 467 3000 Fax: (230) 467 4000

11 May 2016

The Company Secretary
Kajaria Ceramics Limited
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi
Gurgaon, Haryana 122 001
India

Dear Sir

Pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, enclosed is the disclosure in the prescribed form required to be disclosed to Kajaria Ceramics Limited (the “**Company**”) in respect of the sale of 1,909,600 equity shares of face value of INR10 each of the Company by Jwalamukhi Investment Holdings.

Yours faithfully



Faatimah Khodadeen
Director

Jwalamukhi Investment Holdings

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BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001
India

Fax: (022) 2272 3121/1278
/1557/3354/3577
E mail: corp.relations@bseindia.com

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
India

Fax: (022) 26598120
E mail: cmlist@nse.co.in

Dear Sirs

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

Please find enclosed the disclosure being made by Jwalamukhi Investment Holdings (“JIH”), a wholly owned subsidiary of WestBridge Crossover Fund, LLC (“WCF”), together with WCF as a person acting in concert, pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed form as required to be made to the stock exchanges wherein the shares of Kajaria Ceramics Limited (the “**Company**”) are traded in respect of sale of 1,909,600 equity shares of face value of INR10 each of the Company by JIH.

Yours faithfully



Faatimah Khodadeen
Director

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

Name of the Target Company (TC)	Kajaria Ceramics Limited ("Company")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Seller - Jwalamukhi Investment Holdings ("JIH") Persons acting in concert (PAC) - WestBridge Crossover Fund, LLC ("WCF")		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The National Stock Exchange of India Limited BSE Limited		
Details of the acquisition / disposal 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 acquisition/disposal under consideration, holding of (as of last SAST disclosure i.e. October 29, 2014):			
a) Shares carrying voting rights			
JIH	6,245,005	7.86%	7.86%
WCF	5,885,420	7.40%	7.40%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) 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
e) Total (a+b+c+d)	12,130,425	15.26%	15.26%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold			
JIH	1,909,600	2.40%	2.40%
WCF	Nil	Nil	Nil
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	Nil	Nil	Nil

d) Shares encumbered / invoked/released by the acquirer.	Nil	Nil	Nil
e) Total (a+b+c+/-d)	1,909,600	2.40%	2.40%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
JIH	4,335,405	5.46%	5.46%
WCF	5,885,420	7.40%	7.40%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	10,220,825	12.86%	12.86%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open market sales		
Dates of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	May 09, 2016 (JIH sold the shares of the Company from June 02, 2015 to May 09, 2016 aggregating to over 2%):		
Equity share capital / total voting capital of the TC before the said acquisition/sale	79,469,000 equity shares of INR10 each		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	79,469,000 equity shares of INR10 each		
Total diluted share/voting capital of the TC after the said acquisition/sale	79,469,000 equity shares of INR10 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.



Faatimah Khodadeen

Director of Jwalamukhi Investment Holdings

Date: 11 May 2016

Place: Mauritius