

April 3, 2017

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P.J.Tower
Dalal Street, Fort
Mumbai - 400 001

Dear Sir,

In continuation of the disclosure made under Regulation 10(5) of the SEBI (SAST) Regulations, 2011 on March 23, 2017, with regards to acquisition of shares of Kajaria Securities Private Limited, we submit herewith a disclosure under Regulation 10(6) of the SEBI (SAST) Regulations, 2011.

We request you to take record of the same.

Thanking you,

On behalf of Acquirers


Ashok Kajaria

Encl.: as above

Disclosure under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Kajaria Ceramics Limited	
2.	Name of the acquirer(s)	<p>1. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)</p> <p>2. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)</p> <p>3. Professional Home Solutions Private Limited (in its capacity as the sole trustee of Chetan Kajaria Family Private Trust)</p> <p><i>Please refer to Note 1 below.</i></p>	
3.	Name of the stock exchange where shares of the TC are listed	<p>1. National Stock Exchange of India Limited</p> <p>2. BSE Limited</p>	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>Restructuring of promoter shareholding.</p> <p><i>Please refer to Note 1 below.</i></p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	<p>Regulation 10(1)(a)(i) and Regulation 10(1)(a)(iii)</p> <p><i>Please refer to Note 1 below.</i></p>	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	<p>Yes</p> <p>March 23, 2017</p>	
7.	Details of acquisition	<i>Disclosures made/ required to be made under regulation 10(5)</i>	<i>Actual</i>
	a. Name of the transferor / seller	<p>1. A.K. Kajaria (HUF);</p> <p>2. Ashok Kajaria;</p> <p>3. Chetan Kajaria;</p> <p>4. Rishi Kajaria;</p>	

		5. Versha Devi Kajaria <i>Please refer to Note 1 below.</i>			
	b. Date of acquisition	March 30, 2017 <i>Please refer to Note 1 below.</i>			
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	There is no direct transfer of equity shares of Target Company. This filing is being made on account of transfer of equity shares of Kajaria Securities Private Limited, one of the promoters of the Target Company. <i>Please refer to Note 1 below.</i>			
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	There is no direct transfer of equity shares of Target Company. This filing is being made on account of transfer of equity shares of Kajaria Securities Private Limited, one of the promoters of the Target Company. <i>Please refer to Note 1 below.</i>			
	e. Price at which shares are proposed to be acquired / actually acquired	Not applicable. The shares were transferred as a gift. <i>Please refer to Note 1 below.</i>			
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	- Each Acquirer / Transferee(*)	As per Annexure - I			
	- Each Seller / Transferor				

Note 1:

There is no direct transfer of equity shares carrying voting rights of the Target Company. This filing is being made on account of transfer of equity shares of Kajaria Securities Private Limited (“KSPL”). KSPL in turn holds 64365138 equity shares constituting 40.50% of the voting share capital of the Target Company. In particular, Ashok Kajaria, A.K. Kajaria (HUF), Rishi Kajaria, Chetan Kajaria and Versha Devi Kajaria (collectively, “Transferors”) transferred equity shares of KSPL as part of settlement

contributions of Rishi Kajaria Family Private Trust, Versha Kajaria Family Private Trust and Chetan Kajaria Family Private Trust in the manner set out below (“**Transaction**”). The transfer of shares of KSPL was made as a gift.

Details of the Transaction and the relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer:

Sr. No.	Transferor	Acquirer	No. and % of Equity Shares of KSPL Transferred	Relevant sub-clause of Regulation 10(1)(a) and relationship
1.	Ashok Kajaria	Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	268700 [22.12]%	10(1)(a)(i) – Immediate Relatives
2.	A.K. Kajaria (HUF)	Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	177140 [14.58]%	10(1)(a)(i) – Immediate Relatives
3.	Chetan Kajaria	Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	165000 [13.58]%	10(1)(a)(i) – Immediate Relatives
4.	A.K. Kajaria (HUF)	Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	77920 [6.42]%	10(1)(a)(i) – Immediate Relatives
5.	Versha Devi Kajaria	Professional Home Solutions Private Limited (in its capacity as the sole trustee of Chetan Kajaria Family Private Trust)	205500 [16.92]%	10(1)(a)(iii) - Versha Devi Kajaria controls and holds 60% of the share capital of Professional Home Solutions Private Limited.

Since the consummation of the Transaction results in an indirect transfer of voting rights of the Target Company, the shareholding pattern of the Target Company before and after the consummation of the Transaction remains unchanged, as more particularly described in Annexure-1 hereto.

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.


Ashok Kajaria


Versha Kajaria



Rishi Kajaria

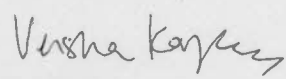
Director – Professional Home Solutions Private Limited

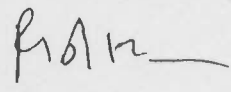
SHAREHOLDING DETAILS – PRE & POST ACQUISITION

Target Company

Name of Acquirer(s) / and PACs	Pre- Transaction		Post- Transaction	
	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
Ashok Kumar Kajaria	1047004	0.66	1047004	0.66
Versha Devi Kajaria	1778014	1.12	1778014	1.12
Chetan Kajaria	1339880	0.84	1339880	0.84
Rishi Kajaria	1805716	1.14	1805716	1.14
Rasika Kajaria	570000	0.36	570000	0.36
Shikha Kajaria	600000	0.38	600000	0.38
Raghav Kajaria	450000	0.28	450000	0.28
Kartik Kajaria	450000	0.28	450000	0.28
Vedant Kajaria	450000	0.28	450000	0.28
Parth Kajaria	450000	0.28	450000	0.28
A. K. Kajaria (HUF)	1967750	1.24	1967750	1.24
Chetan Kajaria (HUF)	42000	0.03	42000	0.03
Rishi Kajaria (HUF)	6000	0.00	6000	0.00
Kajaria Securities Pvt. Ltd.	64365138	40.50	64365138	40.50
Total	75321502	47.39	75321502	47.39


Ashok Kajaria


Versha Kajaria


Rishi Kajaria
Director – Professional Home Solutions Private Limited