

December 05, 2018

Mr. Amit Kumar Gupta
Company Secretary & Compliance Officer
KEC International Limited
RPG House, Mezzanine Floor,
Dr. Annie Basant Road, Worli, Mumbai,
Maharashtra - 400 030
Tel. No - 022- 66670200,
Fax No - 022-66670287

Dear Sir,

Sub: Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011


We refer to our letter dated April 10, 2018 wherein we had mentioned that as on April 09, 2018, the aggregate holding of the Scheme(s) of HDFC Mutual Fund in "KEC International Ltd." ("the Company") was 6.93% of the paid up equity share capital of the Company (paid up equity share capital Rs. 51,41,76,740/- comprising 25,70,88,370 equity shares of Rs. 2/- each.).

Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that there has been an **increase** in the holding in the Company by the Schemes of HDFC Mutual Fund by 2.04% as of December 03, 2018. As on December 03, 2018 the aggregate holding of the Schemes of HDFC Mutual Fund in the Company was 8.97% of the paid up equity share capital of the Company (paid up equity share capital Rs. 51,41,76,740/- comprising 25,70,88,370 equity shares of Rs. 2/- each).

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in the prescribed format enclosed as Annexure - "1".

Kindly acknowledge receipt of the same.

Thanking you,
Yours faithfully,
For HDFC Asset Management Company Limited
(Investment Manager to the Schemes of HDFC Mutual Fund)


Dinesh Bhakade
Joint AVP - Compliance
Encl: As above

CC:

| | |
|--|--|
| Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051. Tel.: 022- 2659 8190, Fax: 022- 2659 8191 | Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001, Fax: 022- 2272 3121 |
|--|--|

HDFC Asset Management Company Limited
A Joint Venture with Standard Life Investments

CIN- L65991MH1999PLC123027

Registered Office : "HDFC House", 3rd Floor, H.T. Parekh Marg, 165-166, Backbay Reclamation, Churchgate, Mumbai-400 020
Tel.: 022 - 6631 6333 Fax: 022 - 6658 0203 Website: www.hdfcfund.com

Annexure-1

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

| | | | |
|---|--|--|--|
| 1. Name of the Target Company (TC) | KEC International Limited | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | HDFC Trustee Company Limited A/c -- HDFC Mutual Fund <ul style="list-style-type: none"> • HDFC Focused 30 Fund • HDFC Equity Savings Fund • HDFC Hybrid Equity Fund • HDFC Small Cap Fund • HDFC TaxSaver • HDFC Mid-Cap Opportunities Fund • HDFC Multi-Asset Fund • HDFC Retirement Savings Fund - Equity Plan • HDFC Retirement Savings Fund - Hybrid-Equity Plan | | |
| 3. Whether the acquirer belongs to Promoter/ Promoter group | No | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE limited National Stock Exchange of India Limited | | |
| 5. Details of the acquisition as follows | Number | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <u>Before the Acquisition/Sale under consideration, holding of :</u> | | | |
| a) Shares carrying voting rights | 1,78,28,378 | 6.93 | N.A. |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) | 0 | 0.00 | N.A. |
| c) Voting rights (VR) otherwise than by shares | 0 | 0.00 | N.A. |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | 0 | 0.00 | N.A. |
| Total (a+b+c+d) | 1,78,28,378 | 6.93 | N.A. |
| <u>Details of Acquisition/Sale:</u> | | | |
| a) Shares carrying voting rights <u>acquired/sold</u> | 52,38,519 | 2.04 | N.A. |
| b) VRs acquired /sold otherwise than by shares | 0 | 0.00 | 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) <u>acquired/sold</u> | 0 | 0.00 | N.A. |
| d) Shares encumbered/invoked/released by the acquirer | 0 | 0.00 | N.A. |



| Total (a+b+c+/-d) | 52,38,519 | 2.04 | MUTUAL FUND BHAROSA APNO KA |
|---|---|-------------|--------------------------------|
| <u>After the Acquisition/Sale, holding of:</u> | | | |
| a) Shares carrying voting rights | 2,30,66,897 | 8.97 | N.A. |
| b) Shares encumbered with the acquirer | 0 | 0.00 | N.A. |
| c) VRs otherwise than by shares | 0 | 0.00 | N.A. |
| 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. | 0 | 0.00 | N.A. |
| Total (a+b+c+d) | 2,30,66,897 | 8.97 | N.A. |
| 6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Open Market | | |
| 7. Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | December 03, 2018 | | |
| 8. Equity share capital / total voting capital of the TC before the said <u>acquisition/sale</u> | Rs. 51,41,76,740/- comprising 25,70,88,370 equity shares of Rs. 2/- each. | | |
| 9. Equity share capital/ total voting capital of the TC after the said <u>acquisition/sale</u> | Rs. 51,41,76,740/- comprising 25,70,88,370 equity shares of Rs. 2/- each. | | |
| 10. Total diluted share/voting capital of the TC after the said <u>acquisition/sale</u> . | N.A. | | |

(*) ~~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~~ Total share capital/ voting capital has been taken as per the latest filing to be done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(**) 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.

For **HDFC Asset Management Company Limited**
(Investment Manager for the Schemes of HDFC Mutual Fund)



Dinesh Bhakade
Jt. Assistant Vice President - Compliance



Place: Mumbai
Date: December 05, 2018