



**COFFEE DAY ENTERPRISES LIMITED**

**27<sup>th</sup> February, 2018**

**To,**

**National Stock Exchange of India Limited,  
Exchange Plaza  
Plot no. C/1, G Block, Bandra-Kurla Complex  
Bandra (E) Mumbai - 400 051**

**Fax No: + 91-22-2659 8120**

**Bombay Stock Exchange Limited  
Floor 25, P.J. Towers  
Dalal Street, Fort  
Mumbai - 400 001**

**Fax No.:+91-22-22723121**

Dear Sirs,

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

We have received disclosures under Regulation 29(2) of SEBI (SAST) Regulations 2011 from the following.

1. KKR Mauritius PE Investments II Limited

The copy of the disclosures are enclosed herewith

Kindly take the same on record

Thanking you,

Yours Truly,

**For Coffee Day Enterprises Limited**

**Sadananda Poojary  
Company Secretary & Compliance Officer  
F5223**

## KKR Mauritius PE Investments II, Ltd.

February 26, 2018

The Company Secretary & Compliance Officer  
Coffee Day Enterprises Limited  
Coffee Day Square,  
Vittal Mallya Road  
Bangalore 560 001  
Karnataka, India

**Sub: Compliance of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended (“Takeover Regulations”).**

Dear Sir,

Pursuant to Regulation 29(2) of the Takeover Regulations, we, KKR Mauritius PE Investments II, Ltd., the undersigned, hereby inform you that we have sold 9,000,000 shares of Coffee Day Enterprises Limited on 26 February 2018, and consequently, our shareholding in Coffee Day Enterprises Limited has reduced to 12,826,912 shares.


Please find attached as an **Annexure**, the disclosure relating to the aforesaid sale of shares in the format as prescribed under the Takeover Regulations.

Kindly take the above on record.

Please acknowledge receipt.

Thank you.

Yours faithfully,

  
\_\_\_\_\_  
Authorised Signatory  
For KKR Mauritius PE Investments II, Ltd.

Encl.: As above

**ANNEXURE**

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

Name of the Target Company (TC)	Coffee Day Enterprises Limited		
Name(s) of the acquirer and <del>Persons Acting in Concert (PAC)</del> with the acquirer	KKR Mauritius PE Investments II, Ltd.		
Whether the acquirer belongs to Promoter/Promoter group	The acquirer does not belong to the promoter/promoter group of the TC.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) BSE Limited (ii) National Stock Exchange of India Limited		
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 (**)(#)
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	2,18,26,912	10.33%	10.33%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
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)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>2,18,26,912</b>	<b>10.33%</b>	<b>10.33%</b>
<b>Details of <del>acquisition</del>/sale</b>			
a) Shares carrying voting rights <del>acquired</del> / sold	90,00,000	4.26%	4.26%
b) VRs <del>acquired</del> / sold otherwise than by equity shares	-	-	-
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) <del>acquired</del> / sold.	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
<b>e) Total (a+b+c+/-d)</b>	<b>90,00,000</b>	<b>4.26%</b>	<b>4.26%</b>

<b>After the acquisition/ sale, holding of:</b>			
a) Shares carrying voting rights	1,28,26,912	6.07%	6.07%
b) VRs otherwise than by equity shares	-	-	-
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) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
<b>e) Total (a+b+c+d)</b>	<b>1,28,26,912</b>	<b>6.07%</b>	<b>6.07%</b>
Mode of acquisition/ sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open market sale on the stock exchange.		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	26 February, 2018		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	21,12,51,719 shares having a face value of Rs. 10 each aggregating to Rs. 211,25,17,190		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	21,12,51,719 shares having a face value of Rs. 10 each aggregating to Rs. 211,25,17,190		
Total diluted share/voting capital of the TC after the said acquisition/ sale (#)	21,12,51,719 shares having a face value of Rs. 10 each aggregating to Rs. 211,25,17,190		

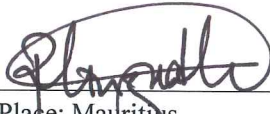
**Note:**

(\*) 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 [*now under Clause 31 of the Securities and Exchange Board of India (Listing Obligations 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

(#) **NOTE:** The diluted share/voting capital and the corresponding shareholding percentages set out herein are based on the latest filings made by the company to the Stock Exchanges under Clause 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as available on the website of the stock exchanges.

Signature of the acquirer/ seller / ~~Authorised Signatory:~~

  
 Place: Mauritius  
 Date: February 26, 2018