

March 15, 2018

National Stock Exchange of India Limited
Exchange Plaza, , C-1, Block G,
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

BSE Limited
P.J. Towers
Dalal Street, Fort
Mumbai - 400 001

Dear Sir,

We enclose herewith a disclosure under Regulation 29(2) of the SEBI (SAST) Regulations, 2011 regarding allotment of below mentioned equity shares of Kajaria Ceramics Limited pursuant to the Formal Order dated February 22, 2018 of the Hon'ble National Company Law Tribunal, Chandigarh Bench for sanctioning the Scheme of Arrangement between Kajaria Securities Private Limited (KSPL) and Kajaria Ceramics Limited ('Company') on February 6, 2018:

Name of Entities	Acquisition of Equity Shares of the Company	Transaction Type	Shareholding after acquisition of Equity Shares of the Company
Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust), Promoter group	1,29,33,973	Allotment of equity shares pursuant to Scheme of Arrangement*	1,29,33,973
Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust), Promoter group	2,58,67,947	Allotment of equity shares pursuant to Scheme of Arrangement*	2,58,67,947
Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust), Promoter group	2,58,67,947	Allotment of equity shares pursuant to Scheme of Arrangement*	2,58,67,947

* As per the Formal Order dated February 22, 2018 of the Hon'ble National Company Law Tribunal, Chandigarh Bench for sanctioning the Scheme of Arrangement between Kajaria Securities Private Limited and Kajaria Ceramics Limited on February 6, 2018.

We request you to take the same on record.

Thanking you,

For Versha Kajaria Family
Private Trust

Ashok Kajaria
Trustee

For Chetan Kajaria Family
Private Trust

Versha Kajaria, Director of
Professional Home Solutions
Private Limited
(Trustee)

For Rishi Kajaria Family Private
Trust

Versha Kajaria
Trustee

Encl.: as above

Copy to:

Kajaria Ceramics Limited
J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi - 110044

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

Name of the Target Company (TC)	Kajaria Ceramics Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust) 2. Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust) 3. Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)		
Whether the acquirer belongs to Promoter/ Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) National Stock Exchange of India Limited (ii) 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/ sale under consideration, holding of:			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition/sale			Nil
a) Shares carrying voting rights acquired/ held	64,669,867***	40.69	40.69
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/ held	Nil	Nil	Nil
d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	64,669,867***	40.69	40.69
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	64,669,867***	40.69	40.69
b) Shares encumbered with the acquirer	Nil	Nil	Nil

c) VRs otherwise than by 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)	64,669,867***	40.69	40.69
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Amalgamation <i>(As per the Formal Order dated February 22, 2018 of the Hon'ble National Company Law Tribunal, Chandigarh Bench for sanctioning the Scheme of Arrangement between Kajaria Securities Private Limited (KSPL) and Kajaria Ceramics Limited on February 6, 2018, the equity shares of TC held by KSPL has been cancelled and 6,46,69,867 equity shares of Re. 1/- each fully paid up of TC have been allotted to the shareholders of KSPL in proportion of their respective shareholding in KSPL as on the Record date, i.e. March 9, 2018).</i>		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14.03.2018		
Equity share capital / total voting capital of the TC before the said acquisition / sale	158,950,300		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	158,950,300		
Total diluted share/voting capital of the TC after the said acquisition/sale	158,950,300		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the 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.

*** Please refer Annexure-1

For Versha Kajaria
Family Private Trust

Ashok Kajaria
Trustee

For Chetan Kajaria Family
Private Trust

Versha Kajaria, Director
of Professional Home
Solutions Private Limited
(Trustee)

For Rishi Kajaria Family
Private Trust

Versha Kajaria
Trustee

Place: New Delhi
Date: 15.03.2018

SHAREHOLDING DETAILS – PRE & POST ALLOTMENT

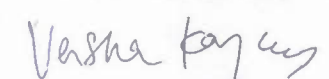
Name of Acquirer(s) / and PACs	Before the Allotment of Equity shares of TC		After the Allotment of Equity shares of TC	
	No. of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
Ashok Kumar Kajaria	1047004	0.66	1047004	0.66
Versha 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 Private Limited	64669867	40.69	-	-
Ashok Kajaria jointly with Rishi Kajaria (in their capacity as joint trustees of Versha Kajaria Family Private Trust)	-	-	12933973	8.14
Professional Home Solutions Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	-	-	25867947	16.27
Versha Kajaria jointly with Chetan Kajaria (in their capacity as joint trustees of Rishi Kajaria Family Private Trust)	-	-	25867947	16.27
Total	75626231	47.58	75626231	47.58

For Versha Kajaria Family Private Trust



Ashok Kajaria
Trustee

For Chetan Kajaria Family Private Trust



Versha Kajaria, Director of
Professional Home Solutions Private
Limited (Trustee)

For Rishi Kajaria Family Private Trust



Versha Kajaria
Trustee

Place: New Delhi

Date: 15.03.2018