

April 10, 2018

Ch. V Jagannadha Rao

Company Secretary & Compliance Officer
 KEC International Ltd.
 RPG House, 463, Dr. Annie Basant Road,
 Worli, Mumbai Maharashtra - 400030
 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 February 18, 2010 wherein we had mentioned that as on February 17, 2010, the aggregate holding of the Schemes of HDFC Mutual Fund in "KEC International Ltd." ("The Company") was 9.04% of the paid up equity share capital of the Company (Paid up Equity Share Capital Rs. 49,34,46,060 comprising 4,93,44,606 of Rs. 10/- each).


Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that there has been **decrease** in the holding in the Company by the Schemes of HDFC Mutual Fund by 2.11% as of April 09, 2018. As on April 09, 2018 the aggregate holding of the Schemes of HDFC Mutual Fund in the Company is 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 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:

<p>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</p>	<p>Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 023. Fax: 022- 2272 3121</p>
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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 Balanced Fund • HDFC Core & Satellite Fund • HDFC Premier Multi-Cap Fund • HDFC MF Monthly Income Plan - Short Term Plan • HDFC Mid- Cap Opportunities Fund • HDFC Retirement Savings Fund - Equity Plan • HDFC Equity Savings Fund • HDFC TaxSaver 		
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 theTC (**)
<u>Before the sale under consideration, holding of :</u>			
a) Shares carrying voting rights	44,64,301	9.04	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) (Paid up Equity Share Capital Rs. 49,34,46,060 comprising 4,93,44,606 shares of Rs. 10/- each)	44,64,301	9.04	N.A.
<u>Details of Acquisition/Sale:</u>			
a) Shares carrying voting rights <u>acquired/sold</u>	91,79,521	2.11	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) acquired/sold	0	0.00	N.A.
d) Shares encumbered/invoked/released by the acquirer	0	0.00	N.A.
Total (a+b+c+/-d)	91,79,521	2.11	N.A.




<u>After the sale, holding of:</u>			
a) Shares carrying voting rights	1,78,28,378	6.93	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) (Paid up Equity Share Capital Rs. 51,41,76,740/- comprising 25,70,88,370 shares of Rs. 2/- each).	1,78,28,378	6.93	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	April 09, 2018		
8. Equity share capital / total voting capital of the TC before the said acquisition /sale	Rs. 49,34,46,060 comprising 4,93,44,606 shares of Rs. 10/- each		
9. Equity share capital/ total voting capital of the TC after the said acquisition /sale	Rs. 51,41,76,740/- comprising 25,70,88,370 shares of Rs. 2/- each.		
10. Total diluted share/voting capital of the TC after the said acquisition /sale.	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: April 10, 2018

