

Castrol India Limited
Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai - 400 093.
CIN L23200MH1979PLC021359

Tel: (022) 6698 4100
Fax: (022) 6698 4101
www.castrol.co.in



CIL: SHARES: 2962

19th May, 2016

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Ltd
Bandra Kurla Complex
Plot No. C/1, "G" Block
Bandra (East)
Mumbai 400051

Scrip Code: 500870

Symbol: CASTROLIND

Dear Sir,

Sub: Intimation of Sale of Shares by Castrol Limited UK- Promoters

This is to inform you that Castrol Limited UK, Promoters of the Company that holds 70.92 % of the shareholding has informed Castrol India Limited ("CIL") that it has sold 56,874,538 Equity shares of CIL constituting 11.5% of paid up Equity share Capital of CIL through open market sale.

Please find enclosed communication and disclosures received from Castrol Limited UK.

Kindly place the same on record and disseminate the information on your website.

Yours faithfully,
For Castrol India Limited

A handwritten signature in blue ink, appearing to read 'Siddharth Shetty'.

Siddharth Shetty
Compliance Officer



19 May 2016

STRICTLY PRIVATE AND CONFIDENTIAL

Castrol Limited
Technology Centre
Whitchurch Hill
Pangbourne
Reading
United Kingdom
RG8 7QR

Castrol India Limited
Technopolis Knowledge Park,
Mahakali Caves Road P O Box No. 19411,
Chakala, Andheri (East),
Mumbai - 400093
Maharashtra

Attn: Mr. Siddharth Shetty (Company Secretary & Compliance Officer)

Sale of 56,874,538 Shares of Castrol India Limited ('Company') by Castrol Limited

Dear Sir,

Pursuant to and in compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and subsequent amendments thereto (the "SEBI Takeover Regulations"), we bring to your attention that on 19 May 2016, the Promoter of the Company, Castrol Limited, has sold 56,874,538 equity shares constituting 11.5 % of the paid-up equity share capital of Castrol India Limited through open market sale, as per the details given in Annexure 1 .

Disclosure as per Regulation 7 (2) read with Regulation 6(2) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 for the above sale of shares by the Promoter of the Company has been provided in Annexure 2.

Yours faithfully,



Authorised Signatory

Enclosed: Annexure 1, Annexure 2

Annexure 1

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

1. Name of the Target Company (TC)	Castrol India Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the	NA		
3. Whether the acquirer belongs to Promoter/Promoter group	NA		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India, BSE Limited		
5. 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(**)
<u>Before the acquisition/disposal under consideration, holding of:</u>			
(a) Shares carrying voting rights	350,749,820	70.92%	70.92%
(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
(c) Voting rights (VR) otherwise than by 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)	-	-	-
(e) Total (a+b+c+d)	350,749,820	70.92%	70.92%
<u>Details of acquisition/sale</u>			
(a) Shares carrying voting rights acquired/sold	56,874,538	11.5%	11.5%
(b) VRs acquired /sold otherwise than by 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) acquired/sold			
(d) Shares encumbered/invoked/ released by the acquirer	-	-	-
(e) Total (a+b+c+d)	56,874,538	11.5%	11.5%
<u>After the acquisition/sale, holding of:</u>			
(a) Shares carrying voting rights	293,875,282	59.42%	59.42%
(b) Shares encumbered with the acquirer	-	-	-
(c) VRs otherwise than by 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) after acquisition.	-	-	-
(e) Total (a+b+c)	293,875,282	59.42%	59.42%
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	19 May 2016		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 2,472,805,960		
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs. 2,472,805,960		
10. Total diluted share/voting capital of the TC after the said acquisition /sale.	Rs. 2,472,805,960		

(*) 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. – ***The paid-up share capital of the Company is as on 31 March 2016.***

(**) 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.

Signature of the seller



Authorised Signatory

Place: LONDON

Date: 19/5/2016

Annexure 2
FORM C

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2)]

Name of the Company: Castrol India Limited
ISIN of the Company: INE172A01027

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

1 Name, PAN No., CIN / DIN, & address with contact nos.	2 Category of Person (Promoter s/ KMP/ Directors/ immediate relatives/ others etc.)	3 Securities held prior to acquisition/ disposal		4 Securities acquired/Disposed				5 Securities held post acquisition/ disposal		6 Date of allotment advice/acquisition of shares/ sale of shares specify		7 Date of intimation to company	8 Mode of acquisition / disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	From	To		
1 Castrol Limited Technology Centre, Whitchurch Hill, Pangbourne, Reading, RG87QR, United Kingdom Tel: + 44 (0)207 948 5226 Fax no: +44	Promoter	Shares	35,07,49,820	Shares	56,874,538	20,507,606,104.74 INR	Sale	70.92%	59.42%	19 May 2016	19 May 2016	13 19 May 2016	14 Open Market

