

WestBridge Crossover Fund, LLC

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13 November 2013

The Deputy General Manager
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Dear Sir

Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We wish to inform you that WestBridge Crossover Fund, LLC (“**Acquirer**”) has received an intimation of allotment of 2,000,000 equity shares of face value of Rs. 2 each (“**Shares**”) of Kajaria Ceramics Limited (“**Company**”), constituting 2.65% of the paid up share capital of the Company to the Acquirer by the Company on a preferential allotment basis.

Prior to acquisition of Shares by the Acquirer, the Acquirer did not hold any shares or voting rights in the Company. However, Jwalamukhi Investment Holdings (“**JIH**”), a wholly owned subsidiary of the Acquirer, held (and continues to hold) 5,777,005 equity shares of the Company, constituting 7.64% of the paid up share capital of the Company, as a registered FII sub-account. Accordingly, pursuant to the acquisition of Shares by the Acquirer, the Acquirer and JIH collectively hold 7,777,005 equity shares of the Company, constituting 10.29% of the paid up share capital of the Company. Since, following the acquisition of Shares by the Acquirer, the aggregate shareholding of the Acquirer, together with the aggregate shareholding of JIH as a person acting in concert with the Acquirer, exceeds 5% of the total paid up share capital of the Company, we are making this disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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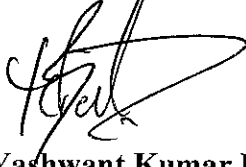
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We request you to please take note of the above and kindly acknowledge the receipt of the same.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Yashwant', with a large, sweeping flourish extending to the right.

Yashwant Kumar Beeharee
Director

**Disclosures under Regulation 29(1) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Part A – Details of the Acquisition

Name of the Target Company (TC)	Kajaria Ceramics Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: WestBridge Crossover Fund, LLC (“Acquirer”); Persons acting in concert with the Acquirer: Jwalamukhi Investment Holdings (“JIH”). JIH is a wholly owned subsidiary of the Acquirer and holds 5,777,005 equity shares in the TC as a sub-account of HSBC Bank (Mauritius) Ltd, a registered FII.		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited 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 (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	5,777,005 ¹	7.85 ¹	7.85 ¹
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	Nil	Not applicable	Not applicable
c) Voting rights (VR) otherwise than by equity shares			

¹ This comprises the shares held by JIH in the Company. Prior to the acquisition under consideration, WestBridge Crossover Fund, LLC did not hold any shares/voting rights in the TC directly

	Nil	Not applicable	Not applicable
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	5,777,005	7.85	7.85
	(Note: Prior to acquisition of Shares by the Acquirer, the Acquirer did not hold any shares or voting rights in the TC. However, Jwalamukhi Investment Holdings ("JIH"), a wholly owned subsidiary of the Acquirer, held (and continues to hold) 5,777,005 equity shares of the TC, constituting 7.85% of the pre-allotment paid up share capital of the TC, as a registered FII sub account.)		
Details of acquisition			
a) Shares carrying voting rights acquired	2,000,000 ²	2.65	2.65
b) VRs acquired otherwise than by equity shares	Nil	Not applicable	Not applicable
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	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/lien/non-disposal			

² This comprises the shares directly acquired by the Acquirer

undertaking/others)					
e) Total (a+b+c+/-d)	2,000,000		2.65		2.65
After the acquisition, holding of acquirer along with PACs of:					
a) Shares carrying voting rights	7,777,005		10.29		10.29
b) VRs otherwise than by equity shares	Nil		Not applicable		Not applicable
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	Nil		Nil		Nil
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	Nil		Nil		Nil
e) Total (a+b+c+d)	7,777,005		10.29		10.29
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Preferential allotment				
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	The Shares rank <i>pari passu</i> with the existing equity shares of the TC				
Date of acquisition of / date of receipt of intimation of allotment of shares/	Date of receipt of intimation of allotment of shares: November 11, 2013				

VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	
Equity share capital / total voting capital of the TC before the said acquisition	73,583,580
Equity share capital/ total voting capital of the TC after the said acquisition	75,583,580
Total diluted share/voting capital of the TC after the said acquisition	75,583,580

Part – B***

Name of the Target Company:

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to the Promoter/Promoter group	PAN of the acquirer and/ or PACs
Acquirer: WestBridge Crossover Fund LLC (“Acquirer”);	No	Acquirer: AABCW1259M Persons acting in concert with the Acquirer: AACCCJ6437F
Persons acting in concert with the Acquirer: Jwalamukhi Investment Holdings ³		

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

³ Jwalamukhi Investment Holdings is a wholly owned subsidiary of WestBridge Crossover Fund, LLC and holds 5,777,005 equity shares in the Company as a sub-account of HSBC Bank (Mauritius) Ltd., a registered FIIL. The shareholding of Jwalamukhi Investment Holdings is 7.64% of the total issued and paid up share capital of the TC.

(**) 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

(***) Part B shall be disclosed to the Stock Exchanges but shall not be disseminated



Yashwant Kumar Beeharee

Director

For and on behalf of WestBridge Crossover Fund, LLC

Place: Mauritius

Date: 13 November 2013