

Invbk/CMG/19-20/54

October 24, 2019

The Manager Department of Corporate Services BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers Dalal Street Mumbai, Maharashtra- 400 001	The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra East, Mumbai Maharashtra- 400 051
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Dear Sir/Madam,

Subject: SUBMISSION OF THE LETTER OF OFFER ("LETTER OF OFFER") PERTAINING TO THE PROPOSED BUYBACK OF UPTO 37,50,784 FULLY PAID UP EQUITY SHARES OF RS. 5/- EACH ("EQUITY SHARES") OF K.P.R. MILL LIMITED ("COMPANY") AT A PRICE OF RS. 702 PER EQUITY SHARE FOR A MAXIMUM AMOUNT OF RS. 2,63,30,50,368 ("OFFER SIZE") THROUGH THE TENDER OFFER PROCESS PURSUANT TO THE PROVISIONS OF REGULATION 8(I) OF SEBI (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED ("BUYBACK REGULATIONS")

This is in relation to the buy-back by the Company of fully paid-up equity shares of face value Rs. 5 each ("Shares" or "Equity Shares") not exceeding 37,50,784 (Thirty Seven Lakh Fifty Thousand Seven Hundred Eighty Four) Equity Shares, from all the existing shareholders/ beneficial owners of Equity Shares of the Company, including the Promoters, on a proportionate basis, through the "Tender Offer" process, in accordance with the provisions of Section 68, 69, 70 and all other applicable provisions if any, of the Companies Act, 2013, as amended ("the Companies Act, 2013") and the provisions contained in the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (the "Buy-back Regulations").

The Buy-back will be offered at the rate of Rs. 702 (Rupees Seven Hundred And Two Only) per Equity Share ("Buy-back Offer Price") payable in cash, for an aggregate consideration not exceeding Rs. 2,63,30,50,368 (Rupees Two Hundred Sixty Three Crore Thirty Lakhs Fifty Thousand Three Hundred Sixty Eight Only) excluding the transaction costs viz. brokerage, applicable taxes including securities transaction tax, stamp duty etc.(the "Buy-back Offer Size"). The Buy-back Offer Size represents 17.61% and 14.87% of the aggregate of the fully paid-up equity share capital and free reserves (including securities premium account) as per the audited standalone and consolidated financial statements respectively of the Company for the financial year ended March 31, 2019.

We have been appointed by the Company to act as the Manager to the Buy-back Offer in terms of the Buy-back Regulations. Please refer to the letter dated June 14, 2019 in relation to the filing of the draft letter of offer dated June 14, 2019 ("Draft Letter of Offer") of the Buy-back Offer.

Please find enclosed a printed copy and a compact disc containing the soft copy (in pdf version) of the letter of offer dated October 21, 2019 ("Letter of Offer"), as Annexure 1, for your information and records. Please note that the date of opening of the Buy-back Offer is Tuesday, October 29, 2019 and the date of closing of the Buy-back Offer is Monday, November 11, 2019.



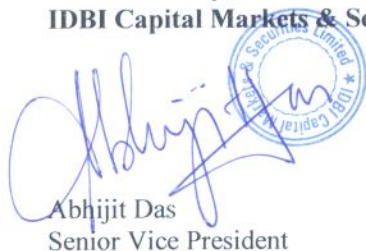
(Wholly Owned Subsidiary of IDBI Bank Limited)

For further information on the timelines, please refer to the schedule of activities of the offer given in the Letter of Offer.

Thanking you,

Yours faithfully,

IDBI Capital Markets & Securities Limited



Abhijit Das
Senior Vice President

Enclosed: As above