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FRANKLIN TEMPLETON 02:33:25 p.m. 03-20-2017 1/4



Facsimile Cover Sheet

To: Bombay Stock Exchange Fax: 011-91-22-2272-3121

To: National Stock Exchange Fax: 011-91-22-2659-8237/38

Fax: 954-847-2288

E-mail: subsshholder@franklintempleton.com

Date: 20 March, 2017

Pages including this 4 cover page:

Dear Sir/Madam

Attached is an Annexure-2 on behalf of Templeton Strategic Emerging Markets Fund III, LDC for shareholdings in APAR Industries Limited.

We will forward a copy via FedEx.

If you have any questions regarding this disclosure, please contact us either by facsimile at 954-847-2288 or group email at subsshholder@franklintempleton.com.

Best regards, Sally ANNEXURE - 2

<u>Disclosures under Regulation 29(2) of SEB1 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011</u>

Name of the Target Company (TC)	APAR Industries Limited			
Name(s) of the acquirer and Persons Acting in Concert (PAC)	Templeton Strategic Emerging Markets Fund III, L.D. PAC - Nil			
with the acquirer				
Whether the acquirer belongs to Promoter/Promoter group	N/A			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange (NSE) Bombay Stock Exchange (BSE)			
Listed				
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 under consideration, holding of: a) Shares carrying voting rights	3,636,363	9.45%	9.45%	
b) Shares in the nature of encumbrance (pledge/ lien	/ NIL	NIL	NIL	
non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL	
d) Warrants/convertible securities/any other instrumen	NIL	NIL	NIL	
that entitles the acquirer to receive shares carrying	ţ	:		
voting rights in the T C (specify holding in each category)	3,636,363	9.45%	9.45%	
e) Total (a+b+c+d)	:			

f)	Shares carrying voting rights acquired/sold	3,636,363	9.45%	9.45%
g)	VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
h)	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	NIL	NIL	NIL :
i)	Shares encumbered / invoked/released by the acquirer	NIL		NIL
j)	Total (a+b+c+/-d)	3,636,363	9.45%	9.45%

After the acquisition/sale, holding of:				
e) Shares carrying voting rights	0	0%	0%	
f) Shares encumbered with the acquirer g) VRs otherwise than by shares	NIL	NIL	NIL	
Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting		NIL	NIL	
rights in the TC (specify holding in each category) after acquisition		NIL	NIL	
	:			
i) Total (a+b+c+d)	0	0%	0%	
Mode of acquisition / sale (e.g. open market / public issue / ghts issue / preferential allotment / inter-se transfer / neumbrance etc).	Open M	arket		
rate of acquisition/sale of/date of receipt of intimation of clotment of shares	17 March 2017			
Equity share capital / total voting capital of the TC before the said acquisition / sale Equity share capital/ total voting capital of the TC after the said acquisition / sale		38,496,769 38,496,769		

Signature of the acquirer / seller / Authorised Signatory

Assistant Secretary Franklin Resources, Inc.

Place: Fort Lauderdale, Florida, U.S.A.

Date: 20 March 2017

(*) 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.

(**) 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.