

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

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|---|---|--|--|
| Name of the Target Company (TC) | Graphite India Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Emerald Company Limited (Acquirer) | | |
| Whether the acquirer belongs to Promoter/Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | 1. National Stock Exchange of India Limited (NSE) 2. Bombay Stock Exchange (BSE) | | |
| 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 | | | |
| 1. Emerald Company Ltd. | 2,06,59,912 | 10.574 | 10.574 |
| 2. Shares acquired by Emerald Company Ltd. from 6 Promoter Group Companies (Transferors) pursuant to Scheme of Amalgamation – transfer of shares under process. | 9,26,71,438 | 47.432 | 47.432 |
| 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) | 11,33,31,350 | 58.007 | 58.007 |

0/40

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|--|--------------|--------|--------|
| <u>Details of acquisition/sale</u> | | | |
| a) Shares carrying voting rights acquired/sold | 2,630 | 0.001 | 0.001 |
| 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) | 2,630 | 0.001 | 0.001 |
| <u>After the acquisition/sale, holding of:</u> | | | |
| a) Shares carrying voting rights | | | |
| 1. Emerald Company Ltd. | 2,06,62,542 | 10.576 | 10.576 |
| 2. Shares acquired by Emerald Company Ltd. from 6 Promoter Group Companies (Transferors) pursuant to Scheme of Amalgamation – transfer of shares under process. | 9,26,71,438 | 47.432 | 47.432 |
| 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+d) | 11,33,33,980 | 58.008 | 58.008 |

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| Mode of acquisition/ sale (e.g. open market/ off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | OPEN MARKET |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 21.10.14 – 2,630 Shares |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale | Rs. 39,07,51,188/- (19,53,75,594 Equity Shares of Rs 2/- each) |
| Equity share capital/ total voting capital of the TC after the said acquisition /-sale | Rs. 39,07,51,188/- (19,53,75,594 Equity Shares of Rs 2/- each) |
| Total diluted share/voting capital of the TC after the said acquisition | Rs. 39,07,51,188/- (19,53,75,594 Equity Shares of Rs 2/- each) |

(*) 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.

Signature of the acquirer / seller / Authorised Signatory

For Emerald Company Limited

Place: Kolkata

Date: 22.10.14



Director