



Pradeep Kumar  
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Mr. Raj Kumar Gupta  
Company Secretary & Compliance Officer  
Kothari Products Limited  
Pan Parag House, 24/19, The Mall  
Kanpur 208001

Dear Sir,

**Sub: Proposal from Kothari Products Limited ("Company") requesting for sale of equity shares of the company by its promoter on the floor of stock exchange for meeting minimum public shareholding (MPS) requirement**

1. This is with reference to your letter on the captioned subject.
2. In this regard, it has been decided to allow the promoter(s)/promoter group of the Company to sell equity shares of the Company on the floor of stock exchange for meeting the MPS requirement in terms of Rule 19A of Securities Contracts (Regulation) Rules, 1957 (SCRR).
3. The aforesaid, however, is subject to the following conditions:
  - a) Any such sale shall be undertaken in a bona fide manner to unrelated non-promoter entities through the regular market segment.
  - b) Company shall, at least one clear trading day prior to the start of sale, announce the following to the stock exchange(s) where the shares of the company are listed:
    - The intention of the promoter/promoter group to sell;
    - Details of promoter(s)/promoter group who proposes to disinvest their shareholding;
    - Total number of shares proposed to be disinvested and;
    - Period within which the disinvestment will be completed.
  - c) Till the company complies with minimum public shareholding requirement, it shall submit details of compliance status with respect to clause 40A of Listing

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Date:

05 MAR 2013

RCD

सेबी भवन, प्लॉट नं. सी 4-ए, "जी" ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व), मुंबई - 400 051.  
दूरभाष : 2644 9950 / 4045 9950 (आई वी आर एस), 26449000 / 40459000 फैक्स : 2644 9019 से 2644 9022 वेब : [www.sebi.gov.in](http://www.sebi.gov.in)

SEBI Bhavan, Plot No. C4-A, "G" Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.  
Tel.: 2644 9950 / 4045 9950 (IVRS), 26449000 / 40459000 Fax : 2644 9019 to 2644 9022 Web : [www.sebi.gov.in](http://www.sebi.gov.in)

2013-845

भारतीय प्रतिभूति  
और विनिमय बोर्ड  
Securities and Exchange  
Board of India

CFD/POLICYCELL/PK/4871/2013  
March 04, 2013

Mr. K. Bilsara - list  
Rejo: 12/3/13



अनुवर्ती :  
Continuation :

भारतीय प्रतिभूति  
और विनिमय बोर्ड  
**Securities and Exchange  
Board of India**

- Agreement, by 5th of every month to the stock exchange(s) where the shares of the company are listed for preceding month end.
- d) Company/promoter(s)/promoter group shall ensure compliance with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulation 1992 as amended from time to time.
4. The approval is under SEBI circular No. CIR/CFD/DIL/11/2012 dated August 29, 2012, solely for the purpose of achieving minimum level of public shareholding as required under SCRR and it shall not be treated as a precedent.
  5. You are also advised to intimate the contents of this letter to the stock exchanges in accordance with clause 36 of Listing Agreement.
  6. Accordingly, in terms of Rule 19 A of SCRR, you are advised to comply with the requirement of minimum public shareholding latest by June 03, 2013 and intimate SEBI of the same.
  7. This letter is being issued with the approval of the competent authority.

Yours faithfully,

  
Pradeep Kumar

**Copy for information to:**

- ✓ 1. **The Managing Director and CEO**  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400001
2. **The Managing Director**  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai - 400051