

KISL/IB/KSCL/2019-20/176

January 23, 2020

**BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street**  
**Mumbai - 400 001**

Dear Sir,

**Sub: Buy Back of upto 28,00,000 equity shares of face value of ₹ 2/- at a price of ₹ 700/- aggregating to an amount of ₹ 1,960,000,000 by Kaveri Seed Company Limited through Tender Offer using Stock Exchange Acquisition Window Mechanism.**

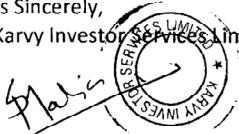
**Ref: Submission of Post Buyback Public Announcement.**

Please find enclosed herewith newspaper clipping of the Post Buyback Public Announcement published on January 23, 2020 in the Business Standard (English Daily) pertaining to the Buyback Offer of M/s Kaveri Seed Company Limited which closed on January 13, 2020.

Please acknowledge receipt.

Thanking you,

Yours Sincerely,  
For Karvy Investor Services Limited



**Swapnil Mahajan**  
**Assistant General Manager**  
Phone No. 022 – 65491521 / 90041 02220  
Email: [swapnil.mahajan@karvy.com](mailto:swapnil.mahajan@karvy.com) [cmg@karvy.com](mailto:cmg@karvy.com)

Encl.: As above

**Karvy Investor Services Limited**

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Registered Office: 'Karvy House', 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500 034  
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CIN No. : U67120TG1997PLC026253 | SEBI Registration No. MB/INM000008365

## kaveri seed company limited



Corporate Identity Number: L01120TG1908PCLC006728

Registered Office: 513-B, 5th Floor, Mireiva Complex, SD Road, Secunderabad - 500003, Telangana

Tel: +91-40-27842398; Fax: +91-40-27811237 Email: cs@kaveriseeds.in &amp; info@kaveriseeds.in Website: www.kaveriseeds.in Contact Person: Mr KV Chalapati Reddy, CFO &amp; Compliance Officer

Kaveri seeds®

## POST BUY-BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF KAVERI SEED COMPANY LIMITED

This Public Announcement (the "Post-Buyback Public Advertisement") is being made in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, and subsequent amendments thereof ("SEBI Buyback Regulations").

This Post-Buyback public advertisement should be read in conjunction with the Public Announcement dated November 06, 2019 ("Public Announcement"), Corrigendum to Public Announcement dated December 23, 2019 and the Letter of Offer dated December 21, 2019 ("Letter of Offer"), issued in connection with the Buyback. Unless specifically defined herein, capitalized terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement.

### 1. The Buyback

1.1 Kaveri Seed Company Limited ("the Company") has announced the Buyback of up to 28,00,000 fully paid-up equity shares of the Company of the face value ₹2 each ("Equity Shares") from the shareholders/beneficial owners of Equity Shares as on November 22, 2019 (the "Record Date"), on a proportionate basis, through the "tender offer" process, in accordance with the Article 75 of the articles of association of the Company, Sections 68, 69 and 70, and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof (the "Companies Act") and applicable rules thereunder including the Companies (Share Capital and Debentures) Rules, 2014, the SEBI Buyback Regulations, at a price of ₹700 (Rupees Seven Hundred only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount of ₹19,600 Lakhs (Rupees One Hundred and Ninety Six Crores only) (the "Buyback Size") (the process being referred hereinafter as the "Buyback"). The Buyback Size and the Buyback Price do not include brokerage costs, fees, turnover charges, taxes such as securities buyback tax, transaction tax and goods and service tax (if any), stamp duty and other transaction charges.

1.2 The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" issued by SEBI vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no. CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, and the procedure prescribed in the notice issued by BSE bearing reference number 20170202-34, dated February 2, 2017, and in accordance with the procedure prescribed in the Companies Act and the SEBI Buyback Regulations.

1.3 The Company commenced the Buyback on December 31, 2019 (Tuesday) and closed on January 13, 2020 (Monday).

### 2. Details of the Buy-back

2.1 The Company bought back 28,00,000 (Twenty Eight Lakhs Only) Equity Shares at a price of ₹700/- (Rupees Seven Hundred only) per Equity Share.

2.2 The total amount utilized in the Buyback is ₹19,600.00 Lakhs (Rupees One Hundred and Ninety Six Crores only) (excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, buyback tax, goods and service tax, stamp duty, etc.).

2.3 The Registrar to the Buyback i.e., Big Share Services Private Limited (the "Registrar") considered 17,348 valid bids for 18,705,779 Equity Shares in response to the Buyback, resulting in the subscription of approximately 6.66 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids received by the Registrar to the Buyback Offer\* are as follows:

Category of Investor	No. of Equity Shares reserved for Buyback	No. of Valid Applications	Total Shares tendered	% of Shares tendered	No. of Equity Shares Accepted
Reserved category for Small Shareholders	420,000	15,868	826,370	196.75%	420,000
General Category of other Shareholders	2,380,000	1,480	17,879,409	751.24%	2,380,000
<b>Total</b>	<b>2,800,000</b>	<b>17,348</b>	<b>18,705,779</b>	<b>668.06%</b>	<b>2,800,000</b>

\* as per the certificate dated January 22, 2020 received from Bigshare Services Private Limited.

2.4 All valid bids have been considered for the purpose of Acceptance in accordance with the Buyback Regulations and as per "Process and Methodology for the Buyback" as enumerated on page 29 of the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar to respective shareholders on January 22, 2020.

2.5 The settlement of all valid bids has been completed by the Clearing Corporation / BSE on January 21, 2020.

2.6 The extinguishment of 28,00,000 (Twenty Eight Lakhs only) Equity Shares accepted under the Buyback in dematerialized form is currently under process and shall be completed on or before Tuesday, January 28, 2020.

2.7 The Details of Equity Shares / Beneficial Owners from whom Equity shares exceeding one percent of the total equity shares were bought in the buyback are as follows:

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buyback	Equity Shares Accepted as % of total Equity Shares bought back	% of total Buyback Equity Shares
1	Jupiter India Fund	50,659	1.81%	0.08%
2	Pabrai Investment Fund 3, Ltd	75,026	2.68%	0.12%
3	The Pabrai Investment Fund II, LP	92,800	3.31%	0.15%
4	The Pabrai Investment Fund IV, LP	75,844	2.71%	0.13%
5	Vamsheedhar Chennamaneni	39,708	1.42%	0.07%
6	Franklin Templeton Investment Funds	43,273	1.55%	0.07%
7	Massachusetts Institute Of Technology	49,252	1.76%	0.08%
8	Vanaja Devi Gundavaram	569,826	20.35%	0.94%
9	Venkata Bhaskar Rao Gundavaram (HUF)	406,033	14.50%	0.67%
10	Mithun Chand Chennamaneni	34,861	1.25%	0.06%
11	Gundavaram Venkata Bhaskar Rao	217,886	7.78%	0.36%
12	Pavan Gundavaram	90,629	3.24%	0.15%
13	Vantage Equity Fund	75,228	2.69%	0.12%
<b>TOTAL</b>		<b>1,821,025</b>	<b>65.04%</b>	<b>3.02%</b>

### 3. Capital Structure and Shareholding Pattern

3.1 The capital structure of the Company, as on the date of the Public Announcement and post completion of the buyback is set forth below:

Particulars	As on the date of the Public Announcement	Post Completion
Authorised Capital	₹2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each)	₹2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each)
Issued, subscribed and paid up capital	₹1,262.58 Lakhs (63,129,133 Equity Shares of ₹2 each fully paid up)	₹1,206.58 Lakhs (60,329,133 Equity Shares of ₹2 each fully paid up)*

\*Subject to extinguishment of 28,00,000 Equity Shares bought back.

3.2 The shareholding pattern of the Company as on the Record Date, November 22, 2019, pre and post Buyback, is as under:

Category of Shareholders	No. of Shares	% of Shares	No. of Shares	% of Shares
Promoters and persons acting in Concert (Collectively "the Promoters")	34,779,721	55.10	33,420,778	55.40
Foreign Investors (Including Non-Resident Indians, FII and Foreign Mutual Funds)	15,878,911	25.15		
Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions	1,478,062	2.34	26,908,355	44.60
Others (Public, Public Bodies Corporate etc.)	10,992,439	17.41		
<b>Total</b>	<b>63,129,133</b>	<b>100.00</b>	<b>60,329,133</b>	<b>100.00</b>

# The Company is in the process of extinguishing 28,00,000 Equity Shares bought back.

### 4. Manager to the Buyback

## KARVY INVESTMENT BANKING

Karvy Investor Services Limited

Plot No.31, 8th Floor, Karvy Millennium, Nanakramguda, Financial District, Gachibowli, Hyderabad - 500 032, Telangana, India.

Tel.: +91 40-23428774/23312454 Fax: +91 40-23374714/23311968

Email: cmg@karvy.com Website: www.karvyinvestmentbanking.com

Contact Person: M.P.Naidu / P.Pranavi

SEBI Registration No.: INM000008365

### 5. Directors' Responsibility

As per Regulation 24(i)(a) of the Buyback Regulations, the Directors of the Company accepts the responsibility for the information contained in this Post Buyback Public Advertisement or any other information, advertisement, circular, brochure, publicity material which may be issued in regard to the Buyback and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of  
kaveri seed company limited

Place : Secunderabad  
Date : January 22, 2020

Sd/-  
Mr. G V Bhaskar Rao  
Chairman & Managing Director  
(DIN: 00892232)

Sd/-  
Mr. C Mithun Chand  
Whole Time Director  
(DIN: 00764906)

Sd/-  
Mr. V R S Murti  
Company Secretary  
Membership No. ACS3566