

KISLI/IB/KSCL/2018-19/ 106

September 17, 2018

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Dear Sir,

Sub: Buy Back of 29,63,000 equity shares of face value of ₹ 2/- at a price of ₹ 675/- aggregating to an amount of ₹ 2,000,025,000 by Kaveri Seed Company Limited through Tender Offer using Stock Exchange Acquisition Window Mechanism.

Ref: Post Buyback Public Announcement.

Please find enclosed herewith newspaper clipping of the Post Buyback Public Announcement published on September 15, 2018 in The Financial Express (English Daily) together with a CD containing the soft copy of the Post Buyback Public Announcement in PDF format, pertaining to the Buyback Offer of M/s Kaveri Seed Company Limited which opened on August 27, 2018 and closed on September 07, 2018.

Please acknowledge receipt.

Thanking you,

Yours Sincerely,
For Karvy Investor Services Limited



T R Prashanth Kumar
Whole Time Director & CEO

Contact Phone: 040 – 44857880 / 022-61491541

Mobile: 9820645377

Email Id: prashanth.kumar@karvy.com; cmg@karvy.com



Encl.: As above

Karvy Investor Services Limited

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Corporate Identity Number: D0120TG1985PLC006728

Registered Office: 513-B, 5th Floor, Mharva Complex, SD Road, Secunderabad - 500003, Telangana
Tel: +91-40-27721437; Fax: +91-40-27811237; Email: cs@kaveriseeds.in; Website: www.kaveriseeds.in

Contact Person: Mr. G Vijay Kumar, CFO & 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 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, and subsequent amendments thereof ("SEBI Buyback Regulations").

This post-Buyback public advertisement should be read in conjunction with the Public Announcement dated July 21, 2018 ("Public Announcement") and the Letter of Offer dated August 20, 2018 ("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 29,63,000 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 August 03, 2018 (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 ₹675 (Rupees hundred and Seventy five only) per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount of ₹2,00,025,000 Crores (Rupees Two Hundred Crores and Twenty Five Thousand only) (the "Buyback Size") (the process being referred hereinafter as the "Buyback").

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/PP/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 August 27, 2018 (Monday) and closed on September 07, 2018 (Friday).

2. Details of the Buyback

2.1 The Company bought back 29,63,000 (twenty nine lakhs and sixty three thousand) Equity Shares at a price of ₹675/- (Rupees Six Hundred and Seventy Five only) per Equity Share.

2.2 The total amount utilized in the Buyback is ₹2,00,025,000/- (Rupees Two Hundred Crores and Twenty Five Thousand only) (excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, stamp duty, etc).

2.3 The Registrar to the Buyback i.e., Kavy Computershare Private Limited (the "Registrar") considered 6,296 valid bids for 1,13,59,994 Equity Shares in response to the Buyback, resulting in the subscription of approximately 3.83 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 | No. of Valid Bids | No. of Shares | % Response | Total | |
|--|-------------------|---------------|-------------------|----------------|------------------|
| Reserved category for Small Shareholders | 444,450 | 5,332 | 710,766 | 159.92% | 4,44,450 |
| General Category of other Shareholders | 2,518,550 | 964 | 10,649,228 | 422.83% | 2,518,550 |
| Total | 2,963,000 | 6,296 | 11,359,994 | 383.40% | 2,963,000 |

as per the certificate dated September 14, 2018 received from Kavy Computershare Private Limited.

2.4 All valid bids have been considered for the purpose of Acceptance in accordance with the Buyback Regulations and "Process and Methodology for the Buyback" on page 25 of the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar to respective shareholders on September 14, 2018.

2.5 The settlement of all valid bids has been completed by the Clearing Corporation / BSE on September 14, 2018.

2.6 The extinguishment of 29,63,000 (twenty nine lakhs sixty three thousand only) Equity Shares accepted under the Buyback comprising:

- (i) 29,63,000 (twenty nine lakhs sixty three thousand only) Equity Shares in dematerialized form, and
- (ii) 0 (zero) Equity Shares in physical form is currently under process and shall be completed on or before Friday, September 21, 2018.

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:

| Name of the Eligible Shareholder | Number of Shares bought back | Total Equity Shares bought back | % of Total Equity Shares |
|--|------------------------------|---------------------------------|--------------------------|
| 1 Vanaja Devi Gundavaram | 599,723 | 20.24 | 0.95 |
| 2 Venkata Bhaskar Rao Gundavaram (HUF) | 427,336 | 14.42 | 0.68 |
| 3 Gundavaram Venkata Bhaskar Rao | 229,319 | 7.74 | 0.36 |
| 4 Obompl All Cap Strategy | 147,924 | 4.99 | 0.23 |
| 5 Vantage Equity Fund | 145,794 | 4.92 | 0.23 |
| 6 The Pabral Investment Fund II LP | 107,929 | 3.64 | 0.17 |
| 7 Obompl - Thematic Portfolio | 97,153 | 3.28 | 0.15 |
| 8 Pavan Gundavaram | 95,385 | 3.22 | 0.15 |
| 9 Franklin India Smaller Companies Fund | 51,754 | 1.75 | 0.08 |
| 10 Lakshmi Capital Investments Limited | 46,519 | 1.57 | 0.07 |
| 11 Varnsheedhar Chennamaneni | 41,792 | 1.41 | 0.07 |
| 12 Mithun Chand Chennamaneni | 36,690 | 1.24 | 0.06 |
| 13 India Emerging Opportunities Fund Limited | 35,673 | 1.20 | 0.06 |
| 14 Vanguard Total International Stock Index Fund | 30,564 | 1.03 | 0.05 |
| Total | 2,093,555 | 70.65 | 3.31 |

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:

| Authorized Capital | Issued, subscribed and paid up capital |
|--|--|
| ₹2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each) | ₹1,321.84 Lakhs (66,092,133 Equity Shares of ₹2 each fully paid up) |
| ₹2,000 Lakhs (10,00,00,000 Equity Shares of ₹2 each) | ₹1,262.58 Lakhs (63,129,133 Equity Shares of ₹2 each fully paid up)* |

*Subject to extinguishment of 29,63,000 Equity Shares bought back.

3.2 The shareholding pattern of the Company as on the Record Date, August 03, 2018, pre and post Buyback, is as under:

| Category of Shareholder | No. of Shares | % of Shares | No. of Shares | % of Shares |
|--|-------------------|---------------|-------------------|---------------|
| Promoters and persons acting in Concert (Collectively "the Promoters") | 36,209,966 | 54.79 | 34,779,721 | 55.09 |
| Foreign Investors (Including Non-Resident Indians, FIs and Foreign Mutual Funds) | 14,337,364 | 21.69 | | |
| Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions | 5,000,545 | 7.57 | 28,349,412 | 44.91 |
| Others (Public, Public Bodies Corporate etc.) | 10,544,258 | 15.95 | | |
| Total | 66,092,133 | 100.00 | 63,129,133 | 100.00 |

*The Company is in the process of extinguishing 29,63,000 Equity Shares bought back.

4. Manager to the Buyback

KARVY INVESTMENT BANKING

Karvy Investor Services Limited
Karvy House, 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500034, Telangana
Tel: +91 40-23428774/23312454 | Fax: +91 40-23374714/23311968
Contact Person: Mr. M.P. Naidu / Mr. K. Santhosh Kumar
Email: cmg@karvy.com | Website: www.karvyinvestmentbanking.com
SEBI Registration No: INM000008365

5. Directors' Responsibility

As per Regulation 19(1)(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 : Hyderabad
Date : September 14, 2018

Sd/-
Mr. G V Bhaskar Rao
Chairman & Managing Director

Sd/-
Mr. C Mithun Chand
Whole Time Director

Sd/-
Mr. V R S Murti
Company Secretary