



KRBL LIMITED

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POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF KRBL LIMITED

This post Buyback public announcement ("Post Buyback Public Announcement") is being made in compliance with Regulation 24 (vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") regarding completion of the Buyback.

This Post Buyback Public Announcement should be read in conjunction with the public announcement dated August 11, 2023, published on August 14, 2023 ("Public Announcement") and the letter of offer dated August 26, 2023 ("Letter of Offer"). All capitalized terms, unless defined herein, shall have the meaning ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- 1.1 KRBL Limited ("Company") had announced the Buyback of upto 65,00,000 (Sixty Five lakh) fully paid-up equity shares of ₹1/- (Rupee One only) each ("Equity Shares"), representing approximately 2.76% of the total number of Equity Shares in the total paid-up Equity Share capital of the Company as at March 31, 2023, from the Shareholders / beneficial owners of Equity Shares of the Company as on the record date i.e. Friday, August 25, 2023 ("Record Date"), on a proportionate basis, through the "Tender Offer" route at a price of ₹500/- (Rupees Five Hundred only) per Equity Share ("Buyback Price") for an amount aggregating up to ₹325 crores (Rupees Three Hundred and Twenty Five Crores only) ("Maximum Buyback Size", and such buyback of shares, the "Buyback"). The Maximum Buyback Size does not include any expenses incurred or to be incurred for the Buyback like filing fee payable to SEBI, advisory fees, public announcement publication expenses, printing and dispatch expenses, transaction costs viz. brokerage, applicable taxes such as buyback tax, securities transaction tax, goods and service tax, stamp duty, etc. and other incidental and related expenses ("Transaction Costs"). The Maximum Buyback Size represents 6.94% and 6.96% of the aggregate of the fully paid-up Equity Share capital and free reserves as per the latest audited financial statements of the Company as on March 31, 2023, on a standalone and consolidated basis, respectively.
- 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" notified by the Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the circulars issued in relation thereto, including the circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, and circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, and/or such other circulars or notifications or amendments as were applicable, issued by SEBI.
- 1.3 The tendering period for the Buyback Offer opened on Thursday, August 31, 2023 and closed on Wednesday, September 6, 2023.

2. DETAILS OF BUYBACK

- 2.1 65,00,000 (Sixty Five lakh only) Equity Shares were bought back under the Buyback, at a price of ₹500/- (Rupees Five Hundred only) per Equity Share.
- 2.2 The total amount utilized in the Buyback is ₹325 crores (Rupees Three Hundred and Twenty Five Crores only) excluding Transaction Costs.
- 2.3 The Registrar to the Buyback i.e., Alankit Assignments Limited ("Registrar"), considered 34,149 valid bids for 3,40,34,710 (Three Crore Forty Lakh Thirty Four Thousand Seven Hundred and Ten only) Equity Shares in response to the Buyback, resulting in the tender of approximately 5.24 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Sr. No.	Category	No. of Equity Shares reserved in the Buyback	No. of Valid Bids	Total Equity Shares Validly Tended	% Response
1	Reserved category for Small Shareholders	9,75,000	31,347	20,73,765	212.69
2	General Category for all other Equity Shareholders	55,25,000	2,802	3,19,60,945	578.48
	Total	65,00,000	34,149	3,40,34,710	523.61

- 2.4 All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection was dispatched by the Registrar through email, to the relevant Eligible Shareholders (who have their e-mail IDs registered with the Company and the Depositories) on September 13, 2023. In cases where the email IDs were not registered with the Company or Depositories, physical letters of acceptance / rejection were dispatched to the Eligible Shareholders by the Registrar and the same was completed on September 14, 2023.
- 2.5 The settlement of all valid bids was completed by Indian Clearing Corporation Limited ("Clearing Corporation") on September 13, 2023. The Clearing Corporation has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instructions were rejected by the Reserve Bank of India or relevant bank, due to any reason, then the amounts payable to the Eligible Shareholders will be transferred to the concerned Seller Member for onward transfer to such Eligible Shareholders.
- 2.6 Equity Shares accepted under the Buyback were transferred to the Company's demat account on September 13, 2023. The unaccepted Equity Shares were returned to the respective Seller Member / custodians by the Clearing Corporation on September 13, 2023. No Equity Shares held in physical form were tendered or accepted under the Buyback.
- 2.7 The extinguishment of 65,00,000 (Sixty Five lakh only) Equity Shares is currently under process and shall be completed on or before September 25, 2023.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- 3.1 The capital structure of the Company, pre-Buyback (i.e., as on the Record Date) and post-Buyback, is as under:

Sr. No.	Particulars	Pre Buyback		Post Buyback*	
		No. of Equity Shares	Amount (in ₹ Crore)	No. of Equity Shares	Amount (in ₹ Crore)
1.	Authorised Share Capital	30,00,00,000 Equity Shares of ₹1/- each	30.00	30,00,00,000 Equity Shares of ₹1/- each	30.00
2.	Issued and Subscribed Share Capital	23,62,44,892 issued and subscribed Equity Shares of ₹1/- each	23.62	22,97,44,892 issued and subscribed Equity Shares of ₹1/- each	22.97
3.	Fully Paid-Up Share Capital	23,53,89,892 fully paid-up Equity Shares of ₹1/- each	23.54	22,88,89,892 fully paid-up Equity Shares of ₹1/- each	22.89

* Subject to extinguishment of 65,00,000 Equity Shares

- 3.2 Details of Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back under the Buyback are as under:

Sr. No.	Name	Number of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought Back (%)	Equity Shares accepted as a % of total Post Buyback Equity Shares (%)*
1.	ANIL MITTAL FAMILY TRUST	10,65,702	16.40	0.47
2.	ARUN KUMAR GUPTA FAMILY TRUST	10,34,994	15.92	0.45
3.	ANOOP KUMAR GUPTA FAMILY TRUST	9,52,645	14.66	0.42
4.	ANIL KUMAR GOEL	4,40,248	6.77	0.19
5.	SOM NATH AGGARWAL	2,31,977	3.57	0.10
6.	SEEMA GOEL	2,07,366	3.19	0.09
7.	ANOOP KUMAR GUPTA HUF	1,79,005	2.75	0.08
8.	ARUN KUMAR GUPTA HUF	1,18,925	1.83	0.05
9.	ANIL KUMAR MITTAL HUF	88,275	1.36	0.04
10.	GOVERNMENT PENSION FUND GLOBAL	77,085	1.19	0.03

* Subject to extinguishment of 65,00,000 Equity Shares

- 3.3 The shareholding pattern of the Company before the Buyback, (i.e., as on the Record Date i.e. August 25, 2023) and post Buyback, is as under:

Particulars	Pre Buyback		Post Buyback	
	Number of Shares	% to existing share capital	No. of Shares post Buyback*	% holding post Buyback*
Promoters and Promoter Group	14,11,81,796	59.98	13,77,19,838	60.17
Foreign Investors (OCBs/ FII/ NRIs/ Non-residents/ Non-domestic companies and foreign mutual funds)	3,41,89,894	14.52	9,11,70,054	39.83
Indian Financial Institutions/ Banks/ Mutual Funds/ Govt. Companies	1,46,38,445	6.22		
Public including other Bodies Corporate	4,53,79,757	19.28		
Total	23,53,89,892	100.00	22,88,89,892	100.00

* Subject to extinguishment of 65,00,000 Equity Shares.

4. MANAGER TO THE BUYBACK



Elara Capital (India) Private Limited

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SEBI Registration Number: INM000011104

Validity Period: Permanent

CIN: U65993MH2006PTC164708

5. DIRECTOR'S RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement and confirms that this Post Buyback Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
KRBL Limited

Sd/-	Sd/-	Sd/-
Anil Kumar Mittal Chairman & Managing Director DIN: 00030100	Anoop Kumar Gupta Joint Managing Director DIN: 00030160	Jyoti Verma Company Secretary & Compliance Officer M. No.: F-7210

Date: September 14, 2023

Place: Noida, Uttar Pradesh