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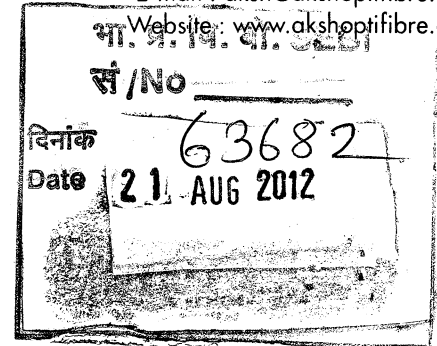
**AKSH**

# AKSH OPTIFIBRE LIMITED

J-1/1, B-1, Extension,  
Mohan Co-operative Industrial Estate  
Mathura Road, New Delhi-110044, INDIA  
Tel. : +91-11-26991508, 26991509  
Fax : +91-11-26991510  
E-mail : aksh@akshoptifibre.com  
Website : www.akshoptifibre.com

Date:- 17<sup>th</sup> August,2012

Securities and Exchange Board of India  
Corporate Finance Department (CFD)  
SEBI Bhawan, Plot no. C4-A, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai- 400 051



**Sub:- Request for interpretative Letter under the SEBI (Informal Guidance) Scheme,2003 regarding acquisition of shares by the Promoters of the Company under the provisions of Regulation 3(2) of SEBI (SAST) Regulations,2011**

Dear Sir,

Aksh Optifibre Limited (AOL) a widely held Public Limited Company Listed at both NSE & BSE. AOL was having a total paid- up capital of 14,29,24,871 (Fourteen Crore Twenty Nine Lakh Twenty Four Thousand Eight Hundred Seventy One) Equity Shares with promoter shareholding of 42,949,225 equity shares (30.05%) as at March 31, 2012.

During the period from 01<sup>st</sup> April, 2012 to till date the following changes have occurred in the share capital:

1. Paid-up Share Capital has been increased to 14,68,82,238 equity shares pursuant to conversion of FCCBs and allotment of equity shares
2. Promoters shareholding has been increased to 4,94,95,449 equity shares pursuant to open market purchase

Consequent to above mentioned changes in the Capital Structure of the Company and acquisition of shares, the latest position is as under:-

Particulars	As on 31.03.2012	As on 31.07.2012
Paid up Capital	14,29,24,871	14,68,82,238
Promoter Shareholding	4,29,49,225	4,94,95,449
Percentage (%) promoter shareholding	30.05%	33.70%





**As per Regulation 3(2) of SEBI (SAST) Regulations, 2011**

*No acquirer, who together with persons acting in concert with him, has acquired and holds in accordance with these regulations shares or voting rights in a target company entitling them to exercise twenty-five per cent or more of the voting rights in the target company but less than the maximum permissible non-public shareholding, shall acquire within any financial year additional shares or voting rights in such target company entitling them to exercise more than five per cent of the voting rights, unless the acquirer makes a public announcement of an open offer for acquiring shares of such target company in accordance with these regulations.*

In accordance with the provisions of SEBI (Informal Guidance) Scheme, 2003 we would like to seek the guidance of this Board by way of interpretative letter in context of the following queries regarding the transactions by the Promoters of M/s. Aksh Optifibre Limited

1. Whether the limit of 5% shall be calculated on the present share capital of the company i.e. 14,68,82,238 Equity Shares of Rs. 5/- each and the promoters are allowed to acquire 73,44,112 equity shares during the Financial Year 2012-13 as per Regulation 3(2) of SEBI (SAST) Regulations, 2011. (based on present paid up share capital)  
(OR)
2. As the Promoter holding as on 31<sup>st</sup> March, 2012 was 30.05% and the creeping acquisition allowed to them is to acquire 5% in the financial year 2012-13, and hence they can go upto 35.05% of the latest share capital. Whether the promoters can acquire 85,32,999 equity shares during 2012-13, to make their shareholding equal to 5,14,82,224 shares equivalent to 35.05% of present share capital.

You are requested to kindly guide us in the above matter under the provisions of SEBI (Informal Guidance) Scheme, 2003 and subject to the provisions of SEBI (SAST) Regulations, 2011.

For the sake of your convenience and ready reference we are enclosing herewith the Shareholding Pattern of the Company as on 31<sup>st</sup> March, 2012 and as on 30<sup>th</sup> June, 2012 as Annexure "A" and annexure "B".

We also request you to kindly circulate the information on confidential basis as our Company is a Listed Entity and the guidance sought deals with the proposed acquisitions to be done by the Promoter Group of the Company, it is likely to have an effect on the price as well as on the volume of trading of our securities in the open market and is prone to misuse or manipulations.





We are also enclosing herewith a demand draft bearing number 207548 dated 16.08.2012 drawn on ICICI Bank Limited for an amount of Rs 25,000/- in favour of "Securities and Exchange Board of India", payable at Mumbai, towards the prescribed fee as per the guidelines of SEBI (Informal Guidance) Scheme, 2003.

In case of any further clarification/ information as may be required, you can contact:-

Mr. Gaurav Mehta  
Company Secretary  
Ph:- 011-26991508/09  
e-mail:- gaurav@akshoptifibre.com

Thanking you in anticipation of an expedite reply from your end.

Yours faithfully,  
**for Aksh Optifibre Limited**

  
**Authorised Signatory**



**Encl:- A/a**

31<sup>st</sup> MARCH, 2012

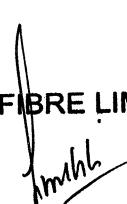
Introductory sub-table (I)(a)

Name of the Company: <b>AKSH OPTIFIBRE LIMITED</b>			
Scrip Code, Name of the Scrip, Class of Security: <b>532351 / AKSHOPTFBR: EQUITY SHARES</b>			
Quarter ended: <b>31st March, 2012</b>			
Partly paid-up Shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company
Held by Promoter / Promoter Group	-	-	-
Held by Public	-	-	-
<b>Total - D</b>	<b>-</b>	<b>-</b>	<b>-</b>
Outstanding Convertible Securities	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by Promoter / Promoter Group	-	-	-
Held by Public	13,701,264	100	8.75
<b>Total - E</b>	<b>13,701,264</b>	<b>100</b>	<b>8.75</b>
Warrants	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by Promoter / Promoter Group	-	-	-
Held by Public	-	-	-
<b>Total - F</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities</b>	<b>156,626,135</b>	<b>156,626,135</b>	<b>156,626,135</b>

for Aksh Optifibre Limited

Gaurav Mehta  
Company Secretary

For AKSH OPTIFIBRE LIMITED

  
Company Secretary



Statement Showing Shareholding Pattern								
Category code	Category of Shareholder	No. of Shareholders	Table (I)(a)		Total shareholding as a % age of total number of shares		Shares Pledged or otherwise encumbered	
			Total no. of shares	No. of shares held in dematerialized form	As a % of (A+B) <sup>1</sup>	As a % age of (A+B+C)	No. of shares	As a % age (IX)= (VIII)/(IV)* 100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Shareholding of Promoter and Promoter Group <sup>2</sup>							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	9	23,356,525	23,356,525	19.07	16.34	-	-
(b)	Central Govt/ State Govt(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A(1))	9	23,356,525	23,356,525	19.07	16.34	-	-
2	Foreign							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	1	19,592,700	19,592,700	15.99	13.71	-	-
b	Bodies Corporate	-	-	-	-	-	-	-
c	Institutions	-	-	-	-	-	-	-
d	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A(2))	1	19,592,700	19,592,700	15.99	13.71	-	-
	Total Shareholding of Promoter & Promoter Group.(A)= (A(1)+(A(2))	10	42,949,225	42,949,225	35.06	30.05	-	-
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(c)	Central Govt/ State Govt(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	3	1,318,072	1,318,072	1.08	0.92	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (B)(1)	3	1,318,072	1,318,072	1.08	0.92	-	-
B 2	Non-Institutions							
(a)	Bodies Corporate	702	31,853,178	31,853,175	26.00	22.29	-	-
(b)	Individuals							
I	i. Individual shareholders holding nominal share capital upto Rs 1 lakh	17,259	14,129,183	14,046,585	11.53	9.89	-	-
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	156	29,809,629	29,652,129	24.33	20.86	-	-
(c)	Any Other (specify)	-	-	-	-	-	-	-
(c-i)	NRI & OCBs	124	1,978,772	1,978,772	1.62	1.38	-	-
(c-ii)	Trusts	7	463,120	85,750	0.38	0.32	-	-
	Sub-Total (B)(2)	18,248	78,233,882	77,616,411	63.86	54.74	-	-
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	18,251	79,551,954	78,934,483	64.94	55.66	-	-
	TOTAL (A)+(B)	18,261	122,501,179	121,883,708	100.00	85.71	-	-
(C)	Shares held by Custodians & against which Depository Receipts have been issued							
1	Promoter and Promoter Group	-	-	-	-	-	-	-
2	Public	2	20,423,692	20,423,692	16.67	14.29	-	-
	Sub-Total (C)	2	20,423,692	20,423,692	16.67	14.29	-	-
	GRAND TOTAL (A)+(B)+(C)	18,263	142,924,871	142,307,400	-	100.00	-	-

for Aksh Optifibre limited

Gaurav Mehta  
Company Secretary



(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the Shareholder(s)	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (Incl. underlying shares assuming full conversion of warrants & convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a % Age	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total no of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
	<b>Promoter(s)</b>										
1	Dr. Kailash S. Choudhari (NRI Non Executive Chairman)	19,592,700	13.71	-	-	-	-	-	-	-	12.51
2	Popatlal F. Sundesha (Director)	5,280,060	3.69	-	-	-	-	-	-	-	3.37
	<b>PAC's</b>										
3	Seema Choudhari	7,809,341	5.46	-	-	-	-	-	-	-	4.99
4	Rohan Choudhari	150,500	0.11	-	-	-	-	-	-	-	0.10
5	Rashi Choudhari (Minor)	150,500	0.11	-	-	-	-	-	-	-	0.10
6	Ganpat Singh Bhandari	70,000	0.05	-	-	-	-	-	-	-	0.04
7	Shailesh S. Choudhari	400	0.00	-	-	-	-	-	-	-	0.00
8	Shailesh Popatlal Sundesha	5,073,222	3.55	-	-	-	-	-	-	-	3.24
9	Sharda Popatlal	2,164,100	1.51	-	-	-	-	-	-	-	1.38
10	Bharati Shailesh	2,658,402	1.86	-	-	-	-	-	-	-	1.70
<b>TOTAL</b>		<b>42,949,225</b>	<b>30.05</b>	-	-	-	-	-	-	-	<b>27.42</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

for Aksh Optifibre Limited

Company Secretary





(D)(e)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

S.No.	Name of the Shareholder (s)	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) Indicated in Statement at para (I)(a) above)	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants & convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total no. of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Davinder kumar Jain	16,480,743	11.53	-	-	-	-	10.52
2	The Bank of New York, Mellon -DR	15,315,850	10.72	-	-	-	-	9.78
3	Religare Finvest Limited	9,358,208	6.55	-	-	-	-	5.97
4	Master Trust Limited	6,000,000	4.20	-	-	-	-	3.83
5	Deutsche Bank Trust Company Americas	5,107,842	3.57	-	-	-	-	3.26
6	Globe Fincap Limited	3,374,807	2.36	-	-	-	-	2.15
7	Religare Securities Limited	1,670,861	1.17	-	-	-	-	1.07
	<b>Total</b>	<b>57,308,311</b>	<b>40.10</b>	-	-	-	-	<b>36.59</b>

for Aksh Optifibre Limited

Company Secretary





**Statement showing holding of securities (including Shares, Warrants, Convertible Securities) of Persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the Company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a %age of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	No. of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	The Bank of New York, Mellon -DR	15,315,850	10.72	-	-	-	-	9.78
2	Religare Finvest Limited	9,358,208	6.55	-	-	-	-	5.97
3	Davinder kumar Jain	16,480,743	11.53	-	-	-	-	10.52
TOTAL		41,154,801	28.79	-	-	-	-	26.28

for Ash Optifibre Limited

Company Secretary







(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
1	GDRs	2,553,921	5,107,842	3.57
2	GDRs	306,317	15,315,850	10.72
<b>TOTAL</b>		<b>2,860,238</b>	<b>20,423,692</b>	<b>14.29</b>

for Aksh Optifibre Limited

Company Secretary





(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1			
2	NIL	NIL	NIL
TOTAL			

for Aksh Optifibre Limited

Company Secretary





(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1				
2				
TOTAL				

for Aksh Optifibre Limited

Company Secretary



**NOTES**

1	The total paid up equity share capital of the Company is 14,29,24,871 equity shares of Rs. 5/- each.
2	The total foreign shareholding of the Company comprises of 43,313,236 equity shares, aggregating to 30.30% of the total paid up equity share capital of the Company for the quarter ended 31.03.2012.
3	The total foreign shareholding also comprises of the shareholding held by the Non Executive Chairman of the Company, being a NRI.

for Aksh Optifibre Limited

Gaurav Mehta  
Company Secretary



30<sup>th</sup> JUNE, 2012

ANNEXURE-B

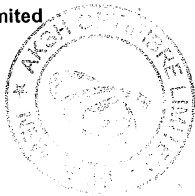


## Introductory sub-table (I)(a)

Name of the Company: <b>AKSH OPTIFIBRE LIMITED</b>			
Scrip Code, Name of the Scrip, Class of Security: <b>532351 / AKSHOPTFBR: EQUITY SHARES</b>			
Quarter ended: <b>30th June, 2012</b>			
Partly paid-up Shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company
Held by Promoter / Promoter Group	-	-	-
Held by Public	-	-	-
<b>Total - D</b>	-	-	-
Outstanding Convertible Securities	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by Promoter / Promoter Group	-	-	-
Held by Public	15,337,595	100	9.62
<b>Total - E</b>	15,337,595	100	9.62
Warrants	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by Promoter / Promoter Group	-	-	-
Held by Public	-	-	-
<b>Total - F</b>	-	-	-
<b>Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities</b>	<b>159,422,984</b>	<b>159,422,984</b>	<b>100.00</b>

for Aksh Optifibre Limited

Gaurav Mehta  
Company Secretary



For AKSH OPTIFIBRE LIMITED

Company Secretary



Statement Showing Shareholding Pattern								
Category code	Category of Shareholder	No. of Shareholders	Table (I)(a)		Total shareholding as a % age of total number of shares		Shares Pledged or otherwise encumbered	
			Total no. of shares	No. of shares held in dematerialized form	As a % of (A+B) <sup>1</sup>	As a % age of (A+B+C)	No. of shares	As a % age (IX)=(VIII)/(IV)* 100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Shareholding of Promoter and Promoter Group <sup>2</sup>							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	7	23,582,349	23,582,349	19.07	16.37	-	-
(b)	Central Govt/ State Govt(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-
(d)	Financial Institutions Banks	-	-	-	-	-	-	-
(e)	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A)(1)	7	23,582,349	23,582,349	19.07	16.37	-	-
2	Foreign							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	1	19,592,700	19,592,700	15.84	13.60	-	-
b	Bodies Corporate	-	-	-	-	-	-	-
c	Institutions	-	-	-	-	-	-	-
d	Any Others(Specify)	-	-	-	-	-	-	-
	Sub Total(A)(2)	1	19,592,700	19,592,700	15.84	13.60	-	-
	Total Shareholding of Promoter & Promoter Group.(A)= (A)(1)+(A)(2)	8	43,175,049	43,175,049	34.91	29.96	-	-
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(c)	Central Govt/ State Govt(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	3	1,318,072	1,318,072	1.07	0.91	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Any Other (specify)	-	-	-	-	-	-	-
	Sub-Total (B)(1)	3	1,318,072	1,318,072	1.07	0.91	-	-
B 2	Non-institutions							
(a)	Bodies Corporate	585	32,225,555	32,225,552	26.06	22.37	-	-
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital upto Rs 1 lakh	15,676	11,591,906	11,508,908	9.37	8.05	-	-
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	130	32,021,771	31,794,271	25.89	22.22	-	-
(c)	Any Other (specify)	-	-	-	-	-	-	-
(c-i)	NRI & OCBs	110	1,898,224	1,898,224	1.54	1.32	-	-
(c-ii)	Trusts	7	463,120	85,750	0.37	0.32	-	-
(c-iii)	Foreign Company	1	968,000	968,000	0.78	0.67	-	-
	Sub-Total (B)(2)	16,509	79,168,576	78,480,705	64.02	54.95	-	-
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	16,512	80,486,648	79,798,777	65.09	55.86	-	-
	TOTAL (A)+(B)	16,520	123,661,697	122,973,826	100.00	85.83	-	-
(C)	Shares held by Custodians & against which Depository Receipts have been issued							
1	Promoter and Promoter Group	1	4,375,000	4,375,000	3.54	3.04	-	-
2	Public	2	16,048,692	16,048,692	12.98	11.14	-	-
	Sub-Total (C)	3	20,423,692	20,423,692	16.52	14.17	-	-
	GRAND TOTAL (A)+(B)+(C)	16,523	144,085,389	143,397,518	-	100.00	-	-

for Aksh Optifibre limited

Gaurav Mehta  
Company Secretary



(1)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the Shareholder(s)	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (Incl. underlying shares assuming full conversion of warrants & convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A) +(B) +( C )	No.	As a %Age	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total no of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
	<b>Promoter(s)</b>										
1	Dr. Kailash S. Choudhari (NRI Non Executive Chairman)	19,592,700	13.60	-	-	-	-	-	-	-	12
2	Popatlal F. Sundesha (Director)	5,280,060	3.66	-	-	-	-	-	-	-	3
	<b>PAC's</b>										
3	Seema Choudhari	7,809,341	5.42	-	-	-	-	-	-	-	5
4	Rohan Choudhari	150,500	0.10	-	-	-	-	-	-	-	0
5	Rashi Choudhari (Minor)	150,500	0.10	-	-	-	-	-	-	-	0
6	Shailesh Popatlal Sundesha	5,173,222	3.59	-	-	-	-	-	-	-	3
7	Sharda Popatlal	2,260,324	1.57	-	-	-	-	-	-	-	1
8	Bharati Shailesh	2,758,402	1.91	-	-	-	-	-	-	-	1
<b>TOTAL</b>		<b>43,175,049</b>	<b>29.96</b>	-	-	-	-	-	-	-	<b>27</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

for Aksh Optifibre Limited

Company Secretary

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

S.No.	Name of the Shareholder (s)	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants & convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total no. of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Davinder kumar Jain	17,312,001	12.02	-	-	-	-	11
2	The Bank of New York, Mellon -DR*	10,940,850	7.59	-	-	-	-	7
3	Religare Finvest Limited	12,743,899	8.84	-	-	-	-	8
4	Master Trust Limited	6,000,000	4.16	-	-	-	-	4
5	Deutsche Bank Trust Company	5,107,842	3.55	-	-	-	-	3
6	Mukul Sood	3,366,107	2.34	-	-	-	-	2
	<b>Total</b>	<b>55,470,699</b>	<b>38.50</b>	-	-	-	-	<b>35</b>

\* Excludes 87500 GDRs held by Dr. Kailash S. Choudhari, Promoter convertible into 43,75,000 Equity shares of Rs 5/- each.  
for Aksh Optifibre Limited

Company Secretary

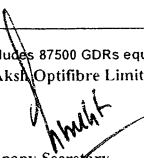




**Statement showing holding of securities (including Shares, Warrants, Convertible Securities) of Persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the Company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a %age of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of Warrants		Details of Convertible Securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	No. of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Davinder kumar Jain	17,312,001	12.02	-	-	-	-	11
2	The Bank of New York, Mellon -DR*	10,940,850	7.59	-	-	-	-	7
3	Religare Finvest Limited	12,743,899	8.84	-	-	-	-	8
TOTAL		40,996,750	28.45	-	-	-	-	26

\* Excludes 87500 GDRs equivalent to 4375000 Equity Shares, of Rs 5/- each held by Dr. Kailash S. Choudhary, The Promoter for Aksh Optifibre Limited


  
Company Secretary



(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1			
2	NIL	NIL	NIL
TOTAL			

for Aksh Optifibre Limited

  
Company Secretary



(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	GDRs	2,553,921	5,107,842	3.55
2	GDRs *	306,317	15,315,850	10.63
<b>TOTAL</b>		<b>2,860,238</b>	<b>20,423,692</b>	<b>14.17</b>

\* Includes 87500 GDRs underlying 43,75,000 Equity Shares of Rs. 5/- each held by Dr. Kailash S. choudhari, Promoter.

for Aksh Optifibre Limited

  
Company Secretary



(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	Dr. Kailash S. Choudhari (Promoter)	GDRs	43,75,000	3.04
TOTAL				


for Aksh Optifibre Limited

Company Secretary

**NOTES**

1	The total paid up equity share capital of the Company is 14,40,85,389 equity shares of Rs. 5/- each.
2	The total foreign shareholding of the Company comprises of 4,42,00,688 equity shares, aggregating to 30.68% of the total paid up equity share capital of the Company for the quarter ended 30.06.2012.
3	The total foreign shareholding also comprises of the shareholding held by the Non Executive Chairman of the Company, being a NRI.

for Aksh Optifibre Limited

  
Gaurav Mehta  
Company Secretary



Analysed by  
A/50  
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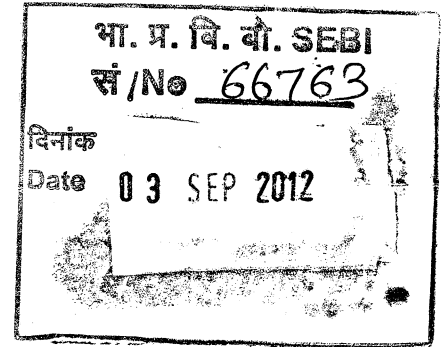
**AKSH**

# AKSH OPTIFIBRE LIMITED

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E-mail : aksh@akshoptifibre.com  
Website : www.akshoptifibre.com

Date:- 01.09.2012

Securities and Exchange Board of India  
Corporate Finance Department (CFD)  
SEBI Bhawan, Plot no. C4-A, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai- 400 051



Kind Attn:- Ms. V. Divya Veda, Assistant General Manager

Sub:- Reply to the further information sought by your goodself with regard to the request for interpretative Letter under the SEBI (Informal Guidance) Scheme, 2003 regarding acquisition of shares by the Promoters of the Company under the provisions of Regulation 3(2) of SEBI (SAST) Regulations, 2011

Dear Madam,

This is with reference to your mail dated 30<sup>th</sup> August, 2012 seeking the following information:-

***Detailed chronology of events (with specific dates) between 31<sup>st</sup> March, 2012 and 31<sup>st</sup> July, 2012 with respect to changes in paid up capital and promoter shareholding.***

In this regard our detailed reply is as follows:-

As on 31<sup>st</sup> March, 2012:

- (a) The total paid-up capital of the company was 14,29,24,871 Equity Shares of Rs 5/- each.
- (b) The Promoter's Shareholding was 4,29,49,225 Equity Shares of Rs. 5/- each aggregating to (30.05%) of the total paid up capital.

**During the period from 01<sup>st</sup> April, 2012 to 31<sup>st</sup> July, 2012 the following changes have occurred in the total paid up share capital and the promoter holding of our company:-**

S. No.	Date	Particulars	No. of Shares Issued/ Acquired	Consequent change in the paid-up share capital/ promoter holding
1.	16.04.2012	Shares acquired by the Promoter Group (Mr. P.F. Sundesha & Family Members)	2,96,224	No Change in the paid-up share capital but promoter holding increased to 4,32,45,449 equity shares

*Amsh*



2.	01.06.2012	Equity Shares issued pursuant to the conversion of FCCBs	11,60,518	Paid up share capital stands increased to <b>14,40,85,389</b> Equity Shares of Rs. 5/- each
3.	22.06.2012	GDRs acquired by Promoter Group (Through Dr. K.S. Choudhari)	87,500 GDRs underlying 43,75,000 shares	<b>No Change</b> in the paid-up share capital but promoter holding increased to 4,76,20,449 equity shares.
4.	05.05.2012	Equity Shares issued pursuant to the conversion of FCCBs	27,96,849	Paid up share capital stands increased to <b>14,68,82,238</b> Equity Shares of Rs. 5/- each.
5.	16.07.2012	GDRs acquired by Promoter Group (Through Dr. K.S. Choudhari)	37,500 GDRs underlying 18,75,000 shares	<b>No Change</b> in the paid-up share capital but promoter holding increased to 4,94,95,449 equity shares

As at 31<sup>st</sup> July, 2012:

- (a) The total paid – up capital of the company was 14,68,82,238 Equity Shares of Rs 5/- each.
- (b) The Promoter's Shareholding was 4,94,95,449 (includes shares underlying GDRs being acquired by the Promoter Group) Equity Shares of Rs. 5/- each aggregating to **(33.70%)** of the total paid up capital.

Hope the same will suffice. Please feel free to contact us in case of any further information required from our end.

Thanking you, in anticipation of an expedite action from your side.

for Aksh Optifibre Limited

Gaurav Mehta  
Company Secretary

