

# M. G. SHANTHAKUMARI

Flat No. 201, Lake Superior, Lake Homes, Chandivali Adi Shankaracharya Road,  
Powai, Mumbai 400076

To,

January 20, 2025

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 023	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051	<b>Jyothy Labs Limited</b> UJALA HOUSE, Ramakrishna Mandir Road, Kondivita, Andheri (East), Mumbai - 400 059
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Dear Sir / Madam,

**Sub: Prior intimation under Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 for proposed acquisition of Equity Shares**

**Ref: Target Company: Jyothy Labs Limited, ISIN: INE668F01031**

In compliance with the provisions of Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 (SEBI Takeover Regulations), the undersigned being part of the Promoter and Promoter Group of the Company, hereby furnish the prior intimation in the format as specified under Regulation 10(5) of SEBI Takeover Regulations in respect of proposed acquisition of 13,64,04,963 (37.15%) Equity Shares of Jyothy Labs Limited being the Target Company ("TC") in the following manner:

- Inter-se transfer (by way of gift) of 13,64,04,963 (37.15%) Equity Shares from Mr. M. P. Ramachandran to Ms. M. G. Shanthakumari.

The Equity Shares are proposed to be acquired by way of gift pursuant to exemption provided in Regulation 10(1)(a)(i) and Regulation 10(1)(a)(ii) of SEBI Takeover Regulations and there will be no change in the total shareholding of the Promoter and Promoter Group after such inter-se transfer of Equity Shares of TC.

Kindly take the same on your record.

Thanking you,  
Yours truly,



**M. G. Shanthakumari**  
**Acquirer**

Encl.: as above

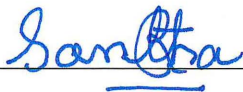
**Disclosure under Regulation 10(5)- Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Jyothy Labs Limited (TC)  BSE Security Code: <b>532926</b> NSE Symbol: <b>JYOTHYLAB</b>
2.	Name of the acquirer	M. G. Shanthakumari
3.	Whether the acquirer(s) is/are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its Promoters	The acquirer (Donee) is an immediate relative of the Promoter and Transferor (Donor) i.e. Mr. M. P. Ramachandran and is part of the Promoter Group of TC.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom the shares are to be acquired	Mr. M. P. Ramachandran
	b. Proposed date of acquisition	On or after January 27, 2025
	c. Number of shares to be acquired from each person mentioned in 4(a) above	13,64,04,963 Equity Shares held by Mr. M. P. Ramachandran will be accepted by way of gift.
	d. Total shares to be acquired as % of share capital of TC	37.15% of Equity Shares to be acquired from Mr. M. P. Ramachandran.
	e. Price at which shares are proposed to be acquired	Nil. Inter-se transfer of Equity Shares amongst Promoters (immediate relative) as gift. Therefore, no consideration is involved.
	f. Rationale, if any, for the proposed transfer	Inter-se Transfer amongst Promoter Group without consideration.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) and Regulation 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011.
6.	If, frequently traded volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period	Not applicable, since the Equity Shares are proposed to be transferred by way of gift. Therefore, no consideration is involved.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	Not applicable, since the Equity Shares are proposed to be transferred by way of gift. Therefore, no consideration is involved.

8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable	Not applicable, since the Equity Shares are proposed to be transferred by way of gift. Therefore, no consideration is involved.			
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the SAST Regulations, 2011	Enclosed as Annexure A			
10.	Declaration by the acquirer that all the conditions specified under Regulation 10(1)(a) with respect to exemptions has been duly complied with	Enclosed as Annexure A			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No of shares / voting rights	% w.r.t total share capital of TC	No. of shares / voting rights	% w.r.t total share capital of TC
	<b>a Acquirer and PAC (other than sellers)(*):</b>				
	1. Mrs. M. G. Shanthakumari	72,35,908	1.97	14,36,40,871	39.12
	<b>Total: Acquirer and PAC (other than sellers)</b>	<b>72,35,908</b>	<b>1.97</b>	<b>14,36,40,871</b>	<b>39.12</b>
	<b>b Seller(s):</b>				
	1. Mr. M. P. Ramachandran	14,36,40,871	39.12	72,35,908	1.97
	<b>Total: Seller(s)</b>	<b>14,36,40,871</b>	<b>39.12</b>	<b>72,35,908</b>	<b>1.97</b>

Note:

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning the date & place. In case, there is more than one acquirer, the report shall be signed by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



M. G. Shanthakumari

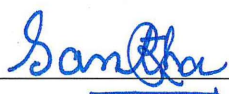
Date: January 20, 2025

Place: Mumbai

**DECLARATION BY ACQUIRER**

In respect of the inter-se off-market transfer of 13,64,04,963 Equity Shares of Jyothy Labs Limited (the Company) constituting 37.15% of the total paid-up Equity Share capital of the Company amongst Promoter and Promoter Group by way of gift, I the undersigned being the proposed acquirer, hereby declare that:

- a. the transferor (donor) and transferee (donee) will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.
- b. all the conditions specified under Regulation 10(1)(a) with respect to exemptions have been duly complied with.



M. G. Shanthakumari  
Acquirer

Date: January 20, 2025

Place: Mumbai