

JFLL/CS/NSE/2024-2025/33

Date: 02.12.2024

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051.
NSE Trading Symbol: JETFREIGHT

Listing Operations Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001.
BSE Scrip Code: 543420

ISIN: INE982V01017

Subject: Disclosure under the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter "SEBI (SAST) Regulations) and SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter "SEBI (PIT) Regulation).

Dear Sir/ Madam,

With reference to the captioned subject matter, please find enclosed herewith the following disclosures received by the company from Dax Francis Theknath, Promoter & Managing Director of the company in Annexure I & Annexure II for the creation of encumbrance on 20,39,500 equity shares held by him of Jet Freight Logistics Limited.

1. Disclosure under Regulation 31(1) & (3) of the SEBI (SAST) Regulations.
2. Disclosure in Form C w.r.t. release of the pledge under regulation 7(2) SEBI (PIT) Regulations.

Kindly take it on your records.

Thanks & Regards,
For Jet Freight Logistics Limited

ANMOL
ASHVIN PATNI
Digitally signed by
ANMOL ASHVIN PATNI
Date: 2024.12.02
15:26:22 +05'30'

Anmol Ashvin Patni
Company Secretary & Compliance Officer

Date: 29.11.2024

To,

Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051.
NSE Trading Symbol: JETFREIGHT

Listing Operations Department,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001.
BSE Scrip Code: 543420

Compliance Officer

Jet Freight Logistics Limited

C-706, Pramukh Plaza, Cardinal Gracious Road,
Opp. Holy Family Church, Chakala,
Andheri East, Mumbai 400 099

Subject: Disclosure under Regulation 31(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir/ Madam,

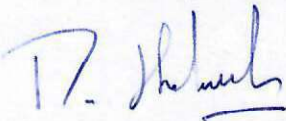
Pursuant to Regulation 31(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, I, Dax Francis Theknath, Member of Promoter Group and Director of Jet Freight Logistics Limited along with the Persons Acting in Concert hereby disclose the details of the equity shares pledged by us are as follow:

1. Disclosure under Regulation 31(1) & 31(2) of the SEBI (SAST) Regulations.
2. Disclosure in Form C w.r.t. creation of pledge under regulation 7(2) of SEBI (PIT) Regulations.

I request you to kindly take the above information on record.

Thanking you.

Yours Faithfully,
Thanks & Regards,



Dax Francis Theknath

(on behalf of Promoter, Promoter Group and Persons Acting in Concert)

Place: Delhi

Date: November 29, 2024

Enclosed: As above

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011:

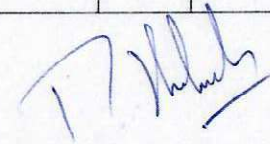
| Name of the Target Company (TC) | | | | | Jet Freight Logistics Limited | | | | | | | | |
|---|--|--------------------------|---|--------------------------|--|---|--|---|---------------|--------------------------|---|---|--------------------------|
| Names of the Stock Exchanges where the shares of the target company are listed | | | | | National Stock Exchange of India Limited (NSEIL) & BSE Limited | | | | | | | | |
| Date of reporting | | | | | 29.11.2024 | | | | | | | | |
| Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked | | | | | Mr. Dax F Theknath | | | | | | | | |
| Details of the creation/invocation/release of encumbrance: | | | | | | | | | | | | | |
| Name of the promoter (s) or PACs with him (**) | Promoter holding in the target company (1) | | Promoter holding already encumbered (2) | | Details of events pertaining to encumbrance (3) | | | | | | | Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)]} | |
| | No. of shares | % of total share capital | No. of shares | % of total share capital | Type of event (creation / release / invocation) | Date of creation/ invocation / release of encumbrance | Type of encumbrance (pledge/ lien/ non disposal undertaking/ others) | Reasons for encumbrance | No. of shares | % of total share capital | Name of the entity in whose favor shares encumbered | No. of shares | % of total share capital |
| Mr. Dax Francis Theknath | 96,18,000 | 20.73 | 8,60,000 | 1.85 | Creation | 28.11.2024 | Pledge | For the Benefit of the listed company: Purpose: For working Capital Facility of the Company | 20,39,500 | 4.40 | Aditya Birla Finance Limited | 28,99,500 | 6.25 |

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|------------------------------|-------------|-------|-----------|-------|----|----|----|----|----|----|----|----|----|
| Mr. Richard Francis Theknath | 1,08,48,452 | 23.39 | 53,20,000 | 11.46 | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Mrs. Agnes Theknath | 31,60,000 | 6.81 | NA | NA | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Mrs. Arlene R. Theknath | 16 | 0.00 | NA | NA | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Mrs. Christina D. Theknath | 8 | 0.00 | NA | NA | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Mrs. Muriel Dias | 8 | 0.00 | NA | NA | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Mrs. Achama Coutinho | 4 | 0.00 | NA | NA | -- | -- | -- | -- | -- | -- | -- | -- | -- |

Place: Mumbai

Date: 29.11.2024


Signature of the Authorized Signatory

(**) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement. Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Remarks: The disclosure is not being made in stipulated period of time due to my unavailability.

Annexure - II

Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

| | |
|---|---|
| Name of listed company | Jet Freight Logistics Limited |
| Name of the recognised stock exchanges where the shares of the company are listed | NSEIL and BSE |
| Name of the promoter(s) / PACs whose shares have been encumbered | Promoter-Dax Francis Theknath Deemed PACs: Richard Francis Theknath |
| Total promoter shareholding in the listed company | No. of shares - 2,36,26,488 % of total share capital - 50.92 |
| Encumbered shares as a % of promoter shareholding | 34.79% |
| Whether encumbered share is 50% or more of promoter shareholding | YES / NO |
| Whether encumbered share is 20% or more of total share capital | YES / NO |



Details of all the existing events/ agreements pertaining to encumbrance


| | <u>Encumbrance 1</u> (Date of creation of encumbrance: (07.12.2018) | <u>Encumbrance 2</u> (Date of creation of encumbrance: 17.01.2020) | <u>Encumbrance 3</u> (Date of creation of encumbrance: 05.03.2021) | <u>Encumbrance 4</u> (Date of creation of encumbrance: 05.03.2021) | |
|--|---|--|--|--|--|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | Pledge | Pledge | Pledge | Pledge | |
| No. and % of shares encumbered | No. of shares: 7,00,000 (By virtue of Share Split) % of total share capital: 1.51 | No. of shares: 17,00,000 (By virtue of Share Split) % of total share capital: 3.66 | No. of shares: 23,90,000 (By virtue of share split) % of total share capital: 5.15 | No. of shares: 6,70,000 (By virtue of share split) % of total share capital: 1.44 | |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | Kotak Mahindra Bank Limited | State Bank of India | Kotak Mahindra Bank Limited | State Bank of India |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | YES | YES | YES | YES |
| | Names of all other entities in the agreement | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... |
| | Whether the encumbrance is relating to any debt instruments viz. | NO | NO | NO | NO |

| | | | | | |
|------------------------------|--|--|--|--|--|
| | debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | | | | |
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | Rs. 89,60,000 | Rs. 3,12,60,000 | Rs. 2,09,12,500 | Rs. 58,62,500 |
| | Amount involved (against which shares have been encumbered) (B) | Rs. 44,80,000 | Rs. 1,56,30,000 | Rs. 1,04,56,250 | Rs. 29,31,250 |
| | Ratio of A / B | 2 times | 2 times | 2 times | 2 times |
| End use of money | Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify) | For the benefit of listed company: Purpose: The additional equity shareholding of promoter and promoter group in the listed Company were pledged with the Bankers as the share price was moving down for the purpose of Working Capital facility of the listed Company. | For the benefit of listed company: Purpose: The additional equity shareholding of promoter and promoter group in the listed Company were pledged with the Bankers as the share price was moving down for the purpose of Working Capital facility of the listed Company. | For the benefit of listed company: Purpose: The additional equity shareholding of promoter and promoter group in the listed Company were pledged with the Bankers as the share price was moving down for the purpose of Working Capital facility of the listed Company. | For the benefit of listed company: Purpose: The additional equity shareholding of promoter and promoter group in the listed Company were pledged with the Bankers as the share price was moving down for the purpose of Working Capital facility of the listed Company. |

| | | <u>Encumbrance 5</u> (Date of creation of encumbrance: 05.03.2021) | <u>Encumbrance 6</u> (Date of creation of encumbrance was 05.03.2021 and partially released on 28.09.2022) | <u>Encumbrance 7</u> (Date of creation of encumbrance: 29.11.2024) |
|--|--|--|--|--|
| Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | | Pledge | Pledge | Pledge |
| No. and % of shares encumbered | | No. of shares: 5,30,000 (By virtue of Share Split) % of total share capital: 1.14 | No. of shares: 1,90,000 % of total share capital: 0.41 | No. of shares: 20,39,500 % of total share capital: 4.40 |
| Specific details about the encumbrance | Name of the entity in whose favour shares encumbered (X) | State Bank of India | Kotak Mahindra Bank Limited | Aditya Birla Finance Limited |
| | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. | YES | YES | YES |
| | Names of all other entities in the agreement | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... | Listed company and its group companies (if any) - 1. Jet Freight Logistics Limited Other entities (if any) - 1. Nil 2. ... |
| | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating | NO | NO | No |

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| | | | | |
|------------------------------|--|--|--|--|
| Security Cover / Asset Cover | Value of shares on the date of event / agreement (A) | Rs. 46,37,500 | Rs. 2,09,12,500 | Rs. 3,10,00,400 |
| | Amount involved (against which shares have been encumbered) (B) | Rs. 23,18,750 | Rs. 1,04,56,250 | Rs. 1,01,97,500 |
| | Ratio of A / B | 2 times | 2 times | 3.04 times |
| End use of money | Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify) | For the benefit of listed company: Purpose: The additional equity shareholding of promoter and promoter group in the listed Company were pledged with the Bankers as the share price was moving down for the purpose of Working Capital facility of the listed Company. | For the benefit of listed company: Purpose: The additional equity shareholding of promoter and promoter group in the listed Company were pledged with the Bankers as the share price was moving down for the purpose of Working Capital facility of the listed Company. | For the benefit of listed company: Purpose: For Working Capital facility of the listed Company. |


Mr. Dax Francis Theknath

Place: Mumbai
Date: 29.11.2024