

JANARDHAN TRADING COMPANY LTD.

Regd. Office : "Birla Building", 9/1, R. N. Mukherjee Road, Kolkata - 700 001

CIN : U65992WB1970PLC027687 • E-mail : birlacal@yahoo.in • Phone : 3057-3700 / 3041-0900

- 9 MAY 2016

BSE Ltd. (022) 2272 3719/2037/2039/2041/2061
Corporate Relationship Department 2272 3121
1st Floor, New Trading Ring e-mail : corp.relations@bseindia.com
Rotunda Building, P J Towers
Dalal Street, Fort,
Mumbai - 400 001

The Manager (022) 2659 8237/8238
Listing Department 6641 8124/25/26
National Stock Exchange of India Ltd. e-mail : takeover@nse.co.in
Exchange Plaza, 5th Floor
Plot No. C/1, G Block, Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Digjam Limited e-mail : cosec@digjam.co.in
(Formerly Digjam Textiles Limited)
Aerodrome Road
Jamnagar - 361 006

Dear Sirs,

- Re : 1. Disclosure under Regulation 29(1) of SEBI (SAST) Regulations 2011.
2. Disclosure under Regulation 10(6) of SEBI (SAST) Regulations 2011..

1. Pursuant to **Regulation 29(1) of SEBI** (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are disclosing in the enclosed prescribed Format under the said Regulations, the details of acquisition of the aggregate shareholding and voting rights of the Promoters and Persons Acting in Concert (PAC) with them in Digjam Limited (Formerly Digjam Textiles Limited) in respect of 3,85,65,470 Equity Shares allotted to them on 2.9 APR 2016 pursuant to the Scheme of Amalgamation (more fully described in Column 8 of the enclosed prescribed Form) in the ratio of One (1) Equity Share of Rs. 10/- in Digjam Textiles Limited, now known as Digjam Limited, Amalgamated Company at a premium of Rs. 5/- per Equity Share against One (1) Equity Share of Rs. 10/- held in the erstwhile Digjam Limited (Amalgamating Company). Under the Scheme, the said shares are to be listed on BSE and NSE.

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The Equity Shares held in erstwhile Digjam Limited stand cancelled and the aforesaid acquisition is exempted under Regulation 10(1)(d)(ii) of the said Regulations for which we are also enclosing the report under Regulation 10(6) thereof.

2. Pursuant to **Regulation 10 of SEBI** (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are submitting the Report in the prescribed format 4 under Regulation 10(6) of the said Regulations in respect of acquisition of shares on ~~29~~ **APR 2016** by allotment to Promoters and Persons Acting in Concert (PAC) with them in Digjam Limited (Formerly Digjam Textiles Limited) in reliance upon exemption provided in the said Regulations.

We trust you will find the above in order.

Thanking you,

Yours faithfully,

For and on behalf of Promoters & PAC
For JANARDHAN TRADING CO. LTD.


(U C Jain)
Director

Encl. as above

Jg5/13x

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part – A : Details of the Acquisition

1. Name of the Target Company (TC)	DIGJAM LIMITED (Formerly Digjam Textiles Ltd.)		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Sri S K Birla Sri Sidharth Kumar Birla Central India General Agents Ltd. iPro Capital Ltd. Birla Eastern Ltd. Birla Holdings Ltd. Janardhan Trading Co. Ltd. Sukriti Education Society Sushila Birla Memorial Institute Smt. Sumangala Birla Smt. Madhushree Birla Nathdwara Investment Co. Ltd.		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Shares of TC are to be listed on : National Stock Exchange of India Ltd. & BSE Ltd.		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC(**)
5. Before the acquisition under Consideration, holding of acquirer along with PACs of : a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by equity shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) e) Total (a+b+c+d)	-	-	-

<p>6. Details of acquisition</p> <p>a) Shares carrying voting rights acquired b) VRs acquired otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired. d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) e) Total (a+b+c+d)</p>	<p>3,85,65,470 (including 36,00,205 Equity Shares pledged in favour of UCO Bank)</p>	<p>44.00</p>	<p>44.00</p>
<p>7. After the acquisition, holding of acquirer alongwith PACs of :</p> <p>a) Shares carrying voting rights b) VRs otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition. d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others) e) Total (a+b+c+d)</p>	<p>3,85,65,470 (including 36,00,205 Equity Shares pledged in favour of UCO Bank)</p>	<p>44.00</p>	<p>44.00</p>
<p>8. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance etc).</p>	<p>The shares have been acquired pursuant to a Scheme of Amalgamation between erstwhile Digjam Ltd. (Amalgamating Company) and Digjam Textiles Ltd.(Amalgamated Company) and their respective Creditors and Shareholders sanctioned by the High Court of Gujarat at Ahmedabad by Order dt. 17.02.2016, which has become effective upon filing of certified copies of the aforesaid Orders with the Registrar of Companies on 17.03.2016 by both the Companies. The name of "DIGJAM TEXTILES LIMITED" has been changed to "DIGJAM LIMITED" pursuant to the said Scheme. The Amalgamated Company has, pursuant to Scheme without any further application or deed, issued and allotted to the Equity Shareholders of Amalgamating Company whose names appeared in the Register of Members as on 31.03.2016, the Record Date in the ratio of One (1) Equity Share of Rs. 10/- each at a premium of Rs. 5/- per Equity Share in the Amalgamated Company against One (1) Equity Share of Rs. 10/- held in the Amalgamating Company.</p>		

9. Salient features of the securities acquired including time till redemption, ratio at which in can be converted into equity shares etc.	NOT APPLICABLE
10. Date of acquisition of /date of receipt of intimation of allotment of shares/ VR/warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC	Date of Allotment : 29.04.2016 Date of Intimation of Allotment received on : 09.05.2016
11. Equity share capital / total voting capital of the TC before the said acquisition	8,76,41,621 Equity Shares of Rs. 10/- each aggregating to Rs. 87,64,16,210/-.
12. Equity share capital/ total voting capital of the TC after the said acquisition	8,76,41,621 Equity Shares of Rs. 10/- each aggregating to Rs. 87,64,16,210/-.
13. Total diluted share/voting capital of the TC after the said acquisition	8,76,41,621 Equity Shares of Rs. 10/- each aggregating to Rs. 87,64,16,210/-.

For and on behalf of Promoters & PAC
For JANARDHAN TRADING CO. LTD.


(U C Jain)
Director

Place : Kolkata
Date : 09.05.2016
Note:

- (*) Total share capital/ voting 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.
- (***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.