

K.S.J. FINANCE AND HOLDINGS PRIVATE LIMITED

CIN: U67120DL2002PTC116831

Regd. Office: 5th Floor, Bhandari House, 91, Nehru place, New Delhi-110019

Phone No. 011-26460670, e mail id: ksj.finance@gmail.com

The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

27th October, 2022

(Scrip Code: JAGAJITIND | 507155 | INE574A01016)

Sub: Disclosure Under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Disclosure is hereby made under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 that we, being part of the promoter group of M/s Jagatjit Industries Limited (JIL), is proposing to acquire 91372 equity shares of JIL with differential rights as to dividend and voting i.e. Nil dividend and 20 voting rights per shares, (DVR shares) which are not listed on any stock exchange on or after 7th November, 2022 through Off Market system. This will be *inter-se* transfer of shares within promoter group of M/s Jagatjit Industries Limited (Target Company).

The details are furnished herewith in the prescribed format. You are requested to take the same on records.

Thanking You,

Yours Faithfully,

For K.S.J. Finance and Holdings Private Limited

Dhanraj Singh Negi

Director

DIN:00823037

Encl. as above

Format for Disclosures 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)	M/s Jagatjit Industries Limited
2.	Name of the acquirer(s)	M/s K.S.J. Finance & Holdings Private Limited
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	Part of Promoter Group of the Target Company
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	LPJ Holdings Private Limited (LPJH) (Transferor)
	b. Proposed date of acquisition	7 th November, 2022
	c. Number of shares to be acquired from each person mentioned in 4(a) above	91372 DVR Shares*
	d. Total shares to be acquired as % of share capital of TC	0.20%
	e. Price at which shares are proposed to be acquired	Rs. 76.61 per DVRs Shares (As per Fair Value of DVR Shares calculated by Independent Valuer)
	f. Rationale, if any, for the proposed transfer	To set off the amount of loan taken by the Transferor i.e LPJ Holdings Private Limited from the Acquirer.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) of the 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.	DVRs shares are not listed at any stock exchange. (However, Ordinary Equity Shares of Target Company which are listed at BSE Limited are Infrequently traded in terms of SEBI SAST Regulations, 2022)
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
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.	We being acquirer hereby confirm and undertake that acquisition price is not higher by more than 25% of the fair value as calculated by Independent Valuer.
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.	We being acquirer confirm and undertake that Transferor and Transferee have complied/will comply with applicable disclosure requirements as per Chapter V of SEBI (SAST) Regulations, 2011.



10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We being acquirer confirm and undertake that all conditions as specified under regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemptions has been duly complied with.			
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
a	Acquirer(s) and PACs	1192256	2.58	1283628**	2.78 ***
b	Seller (s)	8194556	17.76	8103184	17.56

Note:

* These shares had been issued and allotted by the Target Company to one of its Promoter group Company LPJ Holdings Private Limited (Formerly Known as L.P. Jaiswal & Sons Private Limited) in the year 2004. These shares were issued with differential rights as to dividend and voting i.e. Nil dividend and 20 voting rights per share (DVR Shares). These shares are of a separate class, not tradable on any stock exchange, hence not listed.

**This includes 1192256 Ordinary Shares and 91372 DVR Shares.

*** This percentage has been calculated on the basis of total paid up share capital of the target company including DVR shares .

Total voting percentage to accrue on 1283628 shares after said acquisition of 91372 DVR shares shall be 4.41% of the total 6843812 voting rights of the target Company (including voting rights of DVR shares but excluding 25210000 underlying shares to the GDRs as the GDRs have not yet been converted into equity shares and the GDRs donot carry voting rights).

For K.S.J. Finance & Holdings Private Limited

Dhanraj Singh Negi
Director
Acquirer