### Jayant Finvest Limited E



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E-mail: info@jayantagro.com Web: www.jayantagro.com

Office: 701, Tower 'A' Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013. INDIA.

To

March 8, 2016

BSE Limited
P J Towers,
Dalal Street, Mumbai- 400 001

National Stock Exchange of India Limited "Exchange Plaza" Bandra - Kurla Complex, Bandra (E), Mumbai- 400 051

Dear Sir,

### Ref: <u>Disclosure under Regulation 10 (6) of SEBI (Substantial Acquisition of Shares and</u> Takeovers) Regulations, 2011

We are enclosing herewith the Disclosure under Regulation 10 (6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed Form alongwith necessary Annexure, in terms of interse transfer under Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of transfer of 2,26,040 equity shares of Rs.5/- each of Jayant Agro Organics Limited- Target Company from Varun Leasing & Finance P. Limited to the Company, pursuant to Order of the High Court of Judicature at Bombay dated 11th December, 2015 (Copy enclosed).

You are requested to take the same in your record.

Thanking you,

For Jayant Finvest Limited

Director

Encl.a/a

# Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| 1. | Name of the Target Company (TC)                                    | JAYANT AGRO-ORGANICS LIMITED                    |  |  |  |
|----|--|---|--|--|--|
| 2. | Name of the acquirer(s)  | JAYANT FINVEST LIMITED                          |  |  |  |
| 3. | Name of the stock exchange where shares of the TC                  | BSE & NSE                                       |  |  |  |
|    | are listed   |   |  |  |  |
| 4. | Details of the transaction including rationale, if any, for        | Inter-se Transfer of Shares amongst the         |  |  |  |
|    | the transfer/ acquisition of shares.                               | Promoter / Promoter Group – pursuant to Order   |  |  |  |
|    |  | of the Hon'ble High Court of Judicature at      |  |  |  |
|    |  | Bombay dated 11th December, 2015                |  |  |  |
| 5. | Relevant regulation under which the acquirer is                    | Regulation 10(1)(d)(iii)                        |  |  |  |
|    | exempted from making open offer.                                   |   |  |  |  |
| 6. | Whether disclosure of proposed acquisition was                     | N.A.  |  |  |  |
|    | required to be made under regulation 10 (5) and if so,             |   |  |  |  |
|    | <ul> <li>Whether disclosure was made and whether it was</li> </ul> | ·   |  |  |  |
|    | made within the timeline specified under the                       | N.A.  |  |  |  |
|    | regulations.   |   |  |  |  |
|    | Date of filing with the stock exchange.                            |   |  |  |  |
|    |  | N.A.  |  |  |  |
| 7. | Details of acquisition   | 2,26,040 equity shares of Rs. 5/- each          |  |  |  |
|    |  | representing 1.51% of the total paid capital of |  |  |  |
|    |  | the target Company. Pursuant to Order of the    |  |  |  |
|    |  | Hon'ble High Court of Judicature at Bombay      |  |  |  |
|    |  | dated 11th December, 2015                       |  |  |  |
|    |  |   |  |  |  |
|    |  |   |  |  |  |
|    |  |   |  |  |  |

For JAYANT FINVEST LTD.

When have Director / Auth. Sign.

| '  |  | Varun Leasing & Finance P. Limited 08.03.2016 |          | Varun Leasing & Finance P. Limited 08.03.2016 |            |
|----|--|---|----------|---|------------|
|    | Name of the transferor / seller                      |   |          |   |            |
|    | b. Date of acquisition                               |   |          |   |            |
|    | c. Number of shares/ voting rights in respect of the | 226,040                                       |          | 226,040                                       |            |
|    | acquisitions from each person mentioned in 7(a)      |   |          |   |            |
|    | above  |   |          |   |            |
|    | d. Total shares proposed to be acquired / actually   | 1.51%   |          | 226,040<br>1.51%<br>N.A.                      |            |
|    | acquired as a % of diluted share capital of TC       |   |          |   |            |
|    | e. Price at which shares are proposed to be          |   |          |   |            |
|    | acquired / actually acquired                         |   |          |   |            |
| 8. | Shareholding details                                 | Pre-Transaction                               |          | Post-Transaction                              |            |
|    |  | No. of  | % w.r.t. | No. of  | % w.r.t.   |
|    |  | shares  | to total | shares  | to total   |
|    |  | held  | share    | held  | share      |
|    |  |   | capital  |   | capital of |
|    |  |   | of TC    |   | тс         |
|    | Each Acquirer / Transferee(*)                        | 80,55,410                                     | 53.70%   | 82,81,450                                     | 55.21 %    |
|    | - Each Seller / Transferor                           | 2,26,040                                      | 1.51%    | -   | -          |

#### 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 date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For JAYANT FENVEST LTD.

Director / Auth. Sign.

## Jayant Finvest Limited F



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#### ANNEXURE "A"

|            |   | Pre Trans         | action                            | Post Transaction  |                                |  |
|------------|---|-------------------|-----------------------------------|-------------------|--------------------------------|--|
| SR<br>NOS. | NAMES                                   | No.of Shares held | % w.r.t to total<br>share capital | No.of Shares held | % w.r.t to total share capital |  |
|            | Acquirer / Transferee (One of the       |                   |                                   |                   |                                |  |
|            | Promoter/Promoter Group)                |                   |                                   |                   |                                |  |
| 1          | Jayant Finvest Ltd.                     | 8055410           | 53.70                             | 8281450           | 55.2                           |  |
|            | Promoter / Promoter Group including PAC |                   |                                   |                   |                                |  |
| 2          | Enlite Chemical Industries Ltd.         | 110000            | 0.73                              |                   |                                |  |
| 3          | Gokuldas K. Udeshi Investments          | 245200            |                                   | 245200            | 1.6                            |  |
| 4          | Innovative Micro Systems Pvt.Ltd.       | 213200            | 1.42                              | 213200            | 1.4                            |  |
| 5          | Udeshi Trust                            | 200000            | 1.33                              | 200000            | 1.3                            |  |
| 6          | Mr. Vithaldas G. Udeshi                 | 57900             | 0.39                              | 57900             | 0.39                           |  |
| 7          | Mr. Hemant V. Udeshi.                   | 41000             | 0.27                              | 41000             | 0.2                            |  |
| 8          | Mr. Sudhir V. Udeshi                    | 26000             | 0.17                              | 26000             | 0.1                            |  |
| 9          | Mr. Abhay V. Udeshi                     | 45650             | 0.30                              | 45650             | 0.30                           |  |
| 10         | Dr. Subhash V. Udeshi                   | 42500             | 0.28                              | 42500             | 0.28                           |  |
| 11         | Mrs. Aruna J. Udeshi                    | 46000             | 0.31                              | 46000             | 0.3                            |  |
| 12         | Mr. Bharat M. Udeshi                    | 35000             | 0.23                              | 35000             | 0.2                            |  |
| 13         | Ms. Dhruti S. Udeshi                    | 15800             | 0.11                              | 15800             | 0.1                            |  |
| 14         | Mr. Dhruv V. Udeshi                     | 26000             | 0.17                              | 26000             | 0.17                           |  |
| 15         | Mr. Dilipsinh G. Udeshi                 | 55800             | 0.37                              | 55800             |                                |  |
| 16         | Mr. Hitesh J. Udeshi                    | 46200             | 0.31                              | 46200             | 0.3                            |  |
| 17         | Mrs. Jayraj G. Udeshi                   | 101696            | 0.68                              | 101696            | 0.6                            |  |
| 18         | Mrs. Lajwanti H. Udeshi                 | 19500             | 0.13                              | 19500             | 0.1                            |  |
| 19         | Mrs. Malti M. Udeshi                    | 40000             | 0.27                              | 40000             | 0.2                            |  |
| 20         | Mr. Mulraj G. Udeshi                    | 47421             | 0.32                              | 47421             | 0.32                           |  |
| 21         | Mrs. Pushpa V. Udeshi                   | 32000             | 0.21                              | 32000             | 0.2                            |  |
| 22         | Mrs. Trupti A. Udeshi                   | 10600             | 0.07                              | 10600             |                                |  |
| 23         | Mr. Vikram V. Udeshi                    | 12400             |                                   | 12400             |                                |  |
| 24         | Mr. Yatin V. Udeshi                     | 2000              | 0.01                              | 2000              |                                |  |
| 25         | Mr. Sudhir V. Udeshi- HUF               | · 22000           | 0.15                              | 22000             | 0.1                            |  |
| 26         | Mr. Mulraj G., Udeshi- HUF              | 40000             | 0.27                              | 40000             | <u> </u>                       |  |
| 27         | Mr.Jayraj G. Udeshi- HUF                | 25400             | 0.17                              | 25400             |                                |  |
| 28         | Mr.Varun Abhay Udeshi                   | 2500              | 0.02                              | 2500              | 0.02                           |  |
| 29         | Mr. Dhayvat Hemant Udeshi               | 2500              | 0.02                              | 2500              | 0.02                           |  |
| 30         | Mr. Sandeep Sudhir Udeshi               | 700               | 0.00                              | 700               | 0.00                           |  |
|            |   | 9620377           | 64.14                             | 9846417           | 65.64                          |  |
|            | Seller/Transferor(One of the            |                   |                                   |                   |                                |  |
|            | Promoter/Promoter Group)                |                   |                                   |                   |                                |  |
| 31         | Varun Leasing & Finance Pvt.Ltd.        | 226040            | 1.51                              |                   |                                |  |
|            |   | 98,46,417         | 65.64                             | 9846417           | 65.64                          |  |

For JAYANT FINVEST LTD.

Director / Auth. Sign,