



Since 1907

# Jost's Engineering Company Limited

Registered Office : Great Social Building, 60 Sir Phirozeshah Mehta Road, Mumbai - 400 001, India  
CIN : L28100MH1907PLC000252 Phone : +91-22-62378200 Fax : +91-22-62378201  
E-mail : jostsho@josts.in Website : www.josts.com

November 27, 2017

**BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400001  
Scrip Code: 505750**

Dear Sirs,

**Sub: Intimation about Public Announcement of Jost's Engineering Company Limited  
("Company") informing dispatch of Abridged Letter of Offer and Composite  
Application Form**

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This is to inform you that the "Public Announcement" informing shareholders about dispatch of Abridged Letter of Offer and Composite Application Form, was published in the newspapers viz. The Financial Express, Jansatta and Navshakti on Saturday i.e. November 25, 2017.

A copy of the said Public Announcement is enclosed for your reference and records. Request you to take the same on record and oblige

Thanking You,

Yours faithfully,  
For Jost's Engineering Company Limited,

Vice President and Company Secretary

Encl. : As above.





# JOST'S ENGINEERING COMPANY LIMITED

Our Company was incorporated on May 09, 1907 under the Indian Companies Act 1882. For further details of the change in name and registered office of our Company, please see "History and Certain Other Corporate Matters" on page 133 of the Letter of Offer.

Registered and Corporate Office: Great Social Building, 60, Sir Phirozeshah Mehta Road, Mumbai 400001; Tel: 022 6237 8200; Fax: 022 6237 8201; E-mail: jostsho@josts.in; Website: www.josts.com  
Corporate Identification No.: L28100MH1907PLC000252; Contact Person: Chandrakant Bhalchandra Sagvekar, Vice President, Company Secretary & Compliance Officer

## PROMOTERS OF THE COMPANY: JAI PRAKASH AGARWAL, KRISHNA AGARWAL, VISHAL JAIN, SHIKHA JAIN, RAJENDRA KUMAR AGARWAL, ANITA AGARWAL AND J P AGARWAL & SONS (HUF)

FOR PRIVATE CIRCULATION TO THE ELIGIBLE SHAREHOLDERS OF JOST'S ENGINEERING COMPANY LIMITED (THE "COMPANY" OR THE "ISSUER") ONLY.

ISSUE OF 1,68,223 EQUITY SHARES WITH A FACE VALUE OF RS. 10 EACH FOR CASH AT A PRICE OF RS. 594.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. 584.00 PER EQUITY SHARE ("RIGHTS EQUITY SHARES") AGGREGATING TO AN AMOUNT OF RS. 999.24 LAKHS ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF JOST'S ENGINEERING COMPANY LIMITED (THE "COMPANY" OR THE "ISSUER") IN THE RATIO OF 22 RIGHTS EQUITY SHARES FOR EVERY 100 FULLY PAID-UP EQUITY SHARES HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON NOVEMBER 21, 2017 (THE "ISSUE"). THE ISSUE PRICE OF EACH RIGHTS EQUITY SHARE IS 59.4 TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, PLEASE SEE "TERMS OF THE ISSUE" ON PAGE 266. THE ENTIRE ISSUE PRICE FOR THE EQUITY SHARE IS PAYABLE ON APPLICATION.

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| <b>Issue Opens On:</b><br><b>NOVEMBER 30, 2017</b> | <b>Last Date for receiving request for Split Application Forms:</b><br><b>DECEMBER 07, 2017</b> | <b>Issue Closes On:</b><br><b>DECEMBER 14, 2017</b> |
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### ASBA\*

Simple, Safe, Smart way of Application-Make use of it!!!

\*Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** ASBA Investor shall mean an Applicant who (a) hold the Equity Shares in dematerialized form as on the Record Date and have applied towards his / her Rights Entitlements or additional Equity Shares in the Issue in dematerialized form; (b) have not renounced his / her Rights Entitlements in full or in part; (c) are not a Renouncee and (d) are applying through a bank account maintained with Self Certified Syndicate Bank (SCSBs). Please note that in accordance with the provisions of SEBI circular bearing number CIR/CFD/DIL/1/2011 dated April 29, 2011, Applicants who are QIBs or Non Institutional Investors and other applicants whose application amount exceed Rs. 2,00,000 can participate in the Issue only through the ASBA process, subject to their fulfilling the eligibility condition to be to be an ASBA Investor. Further all QIB, applicants and Non Institutional Investors are mandatorily required to use ASBA, even if application amount does not exceed Rs. 200,000, subject to their fulfilling the eligibility condition to be an ASBA Investor. The investor who are (i) not QIB, (ii) not Non - institutional investors or (iii) investors whose application amount is less than Rs. 200,000 can participate in the issue either through the ASBA process or the non ASBA process. For further details, please refer to the chapter titled "Terms of the Issue" on page no. 266 of the Letter of Offer.

Investors may apply through the ASBA process subject to the compliance of conditions for being an ASBA Investor. The ASBA investor is required to fill the CAF and submit the same with their bank account which in turn will block the amount in the account as per the authority contained in CAF and undertake other tasks as per specified procedure. On allotment, amount will be unblocked and account will be debited only to the extent required to pay for the allotment of shares. Hence, there will be no need of refunds etc. Notwithstanding any thing contained here in above, all Renouncees (including Renouncees who are individuals) shall apply in the Issue only through the non ASBA process.

ASBA Investors should note that the ASBA process involves application procedures that may be different from the procedure applicable to non ASBA process. ASBA investors should carefully read the provision applicable before making their application through ASBA process. For details, please see "Procedure for Application through the Applications Supported by Blocked Amount ("ASBA") Process" beginning on page 280 of the Letter of Offer.

The ASBA Form can also be downloaded from the website of BSE Limited, ASBA Form can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in.

**THE ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES OF THE COMPANY UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE BEING HELD ON RECORD DATE I.E. NOVEMBER 21, 2017.**

**DISPATCH OF ABRIDGED LETTER OF OFFER (ALOF) AND COMPOSITE APPLICATION FORM (CAF):** The dispatch of the ALOF along with the CAF for the Issue will be completed by Registrar to the Issue. I.e. Bigshare Services Private Limited through Registered/Speed Post on November 25, 2017 to the Eligible Equity Shareholders of the Company, whose names appeared in the Register of Members/Beneficial Owners of the Company, on the Record date i.e. November 21, 2017. The CAF together with cheque/demand draft, should be sent to the Bankers to the Issue - ICICI Bank Limited (indicated on the reverse of the CAF), or dispatched to the Registrar to the Issue before the close of banking hours on or before the Issue Closing Date i.e. December 14, 2017, and not to the Company and the Lead Manager. Investors residing at places other than cities where the branches of the Banker to the Issue have been authorized by the Company for collecting applications will have to make payment by account payee cheque/Demand Draft payable at Mumbai of the full application amount, net of banking and postal charges, crossed "A/c Payee only" drawn in favour of "Josts Engineering Company Limited - Rights Issue - R" Account, in case of resident shareholders and in case of non-resident shareholders applying on non-repatriable basis should draw the cheques/demand drafts in favour of "Josts Engineering Company Limited - Rights Issue - NR", crossed "A/c Payee only" for the full application amount, net of banking and postal charges and which should be submitted along with the CAF to the Bankers to the Issue/collection centres or to the Registrar to the Issue.

**AVAILABILITY OF DUPLICATE CAF:** In case the original CAF is not received, or is misplaced by the Equity Shareholder, the Registrar to the Issue will issue a duplicate CAF on the request of the Eligible Equity Shareholder who should furnish the registered folio number/DP and Client ID number and his/her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue at least 7 days prior to the Issue Closing Date. Please note that those who are making the application in the duplicate form should not utilize the original CAF for any purpose including renunciation, even if it is received/returned subsequently. If the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of either original CAF or both the applications. Neither the Registrar nor the Lead Manager or our Company, shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

**APPLICATION ON PLAIN PAPER UNDER THE NON-ASBA PROCESS:** The application on plain paper, duly signed by

the applicant(s) including joint holders, in the same order as per specimen recorded with us or the Depositories, must reach the office of the Registrar to the Issue before the Issue Closing Date and should contain the following particulars:

1. Name of the issuer being Josts Engineering Company Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/ DP and Client ID Number; 4. Number of Equity Shares held as on Record Date; 5. Share certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 6. Allotment option preferred - physical or demat form; 7. Number of Equity Shares entitled to; 8. Number of Equity Shares applied for; 9. Number of additional Equity Shares applied for; if any; 10. Total number of Equity Shares applied for; 11. Total application amount paid at the rate of ₹594.00 per Equity Share; 12. Particulars of cheque/demand draft; 13. Savings/Current Account Number and name and address of the bank where the Applicant will be depositing the refund order in case of Equity Shares held in dematerialized form; the Registrar shall obtain the bank account details from the information available with the Depositories; 14. Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN number of the Applicant and for each Applicant in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue. Documentary evidence for exemption to be provided by the applicants; 15. Share certificate numbers and distinctive numbers of Rights Equity Shares, if held in physical form; 16. Allotment option preferred - physical or demat form, if held in physical form; 17. Signatures of Eligible Equity Shareholders to appear in the same sequence and order as they appear in the records of our Company or Depositories; 18. If the payment is made by a draft purchased from NRE/FCNR/NRO account, as the case may be, an account debit certificate from the bank issuing the demand draft confirming that the demand draft has been issued by debiting the NRE/FCNR/NRO account; 19. For ASBA Investors, application on plain paper should have details of the ASBA Account; 20. Additionally, non-resident Applicants shall include the representation in writing as disclosed on page 279 of the Letter of Offer.

**APPLICATION ON PLAIN PAPER UNDER THE ASBA PROCESS:** The application on plain paper, duly signed by the Investors including joint holders, in the same order as per the specimen recorded with us or the Depositories, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of Issuer, being Josts Engineering Company Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/ DP and Client ID No.; 4. Certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 5. Number of Equity Shares held as on Record Date; 6. Number of Equity Shares entitled to; 7. Number of Equity Shares applied for; 8. Number of additional Equity Shares applied for; if any; 9. Total number of Equity Shares applied for; 10. Total amount paid at the rate of Rs. 594.00 per Equity Share; 11. Details of the ASBA Account such as the account number, name, address and branch of the account; 12. In case of non-resident investors, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained; 13. Except for applications on behalf of the Central or the State Government, residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue; 14. Signature of the Eligible Equity Shareholders to appear in the same sequence and order as they appear in our records; 15. Additionally, all such Eligible Equity Shareholders applying through ASBA are deemed to have accepted the conditions on page 283 of the Letter of Offer. Please note that those who are making the application otherwise than on original CAF shall not be entitled to renounce their rights and should not utilize the original CAF for any purpose including renunciation even if it is received subsequently. If the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of both the applications. We shall refund such application amount to the Eligible Equity Shareholder without any interest thereon and no liability shall arise on part of our Company, Lead Manager and its Directors.

**Investors are requested to strictly adhere to these instructions. Failure to do so could result in an application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the Investor.**

**LAST DATE FOR APPLICATION:** The last date for submission of the duly filled in CAF is December 14, 2017. The Board of Directors or any authorised committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date. If the CAF together with the amount payable is not received by the Banker to the Issue/Registrar to the Issue on or before the close of banking hours on the aforesaid last date or such date as may be extended by the Board or any authorised committee thereof, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and the Board or any authorized committee thereof shall be at liberty to dispose of the Equity Shares hereby offered, as provided under chapter titled "Terms of the Issue" on page 266 of the Letter of Offer.

**APPLICANTS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**

**LISTING:** The existing Equity Shares of our Company are listed on BSE Limited ("BSE") ("Stock Exchange"). Our Company has received in-principle approval from BSE for listing of the Equity Shares to be allotted in this Issue pursuant to letter dated October 05, 2017. Since the existing Equity Shares of our Company are listed on BSE only, BSE shall be the Designated Stock Exchange.

**DISCLAIMER CLAUSE OF SEBI:** SEBI only gives its observations on the Draft Letter of Offer and this does not constitute approval of either the Issue or the Draft Letter of Offer. Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of SEBI" on page 253 of the Letter of Offer.

**DISCLAIMER CLAUSE OF THE BSE (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Limited on page 257 of the Letter of Offer.

**AVAILABILITY OF THE LETTER OF OFFER:** A copy of the Letter of Offer can be downloaded from the websites of the Lead Manager i.e. www.fedsec.in, websites of BSE, i.e. www.bseindia.com and the website of SEBI i.e. www.sebi.gov.in

**NOTICE TO OVERSEAS SHAREHOLDERS:** The distribution of the Letter of Offer and the issue of Equity Shares on a rights basis to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Letter of Offer, Abridged Letter of Offer or CAF may come are requested to inform them about and observe such restrictions. Our Company is making this issue of Equity Shares on a rights basis to the Eligible Equity Shareholders as on Record Date and will dispatch the Letter of Offer/Abridged Letter of Offer and CAFs to such Eligible Equity Shareholders who have a registered address in India and/or who have provided an Indian address to our Company.

Neither we nor any person acting on behalf of us will accept subscriptions or renunciation from any person, or the agent of any person, who appears to be, or who we or any person acting on behalf of us has reason to believe is,

either a U.S. Person or otherwise in the United States when the buy order is made. Envelopes containing a CAF should not be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Rights Equity Shares in this Issue and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. We are making the Issue on a rights basis to Eligible Equity Shareholders and the Letter of Offer and CAF will be dispatched only to Eligible Equity Shareholders who have an Indian address. Any person who acquires Rights and the Equity Shares offered in this Issue will be deemed to have declared, represented, warranted and agreed: (i) that it is not and that at the time of subscribing for such Equity Shares or the Rights Entitlements, it will not be, in the United States, (ii) it is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States when the buy order is made, and (iii) it is authorised to acquire the rights entitlements and the Equity Shares in compliance with all applicable laws and regulations.

We reserve the right to take any CAF as invalid which: (i) does not include the certification set out in the CAF to the effect that the subscriber is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States and is authorized to acquire the Equity Shares offered in the Issue or Rights Entitlement in compliance with all applicable laws and regulations; (ii) appears to us or our agents to have been executed in or dispatched from the United States; (iii) appears to us or our agents to have been executed by a U.S. Person; (iv) where a registered Indian address is not provided; or (v) where we believe that CAF is incomplete or acceptance of such CAF may infringe applicable legal or regulatory requirements; and we shall not be bound to allot or issue any Equity Shares or Rights Entitlement in respect of any such CAF.

No action has been or will be taken to permit this Issue in any jurisdiction where action would be required for that purpose, except that the Draft Letter of Offer was filed with SEBI for observations. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer/Abridged Letter of Offer and CAFs may not be distributed in any jurisdiction, except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer will not constitute an offer in those jurisdictions in which it would be illegal to make such an offer and, in those circumstances, the Letter of Offer must be treated as sent for information only and should not be copied or redistributed. Accordingly, persons receiving a copy of the Letter of Offer should not, in connection with the Issue or the Rights Entitlements, distribute or send the same in or into the United States or any other jurisdiction where to do so would or might contravene local securities laws or regulations. If the Letter of Offer is received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to subscribe to the Equity Shares or the Rights Entitlements referred to in the Letter of Offer.

**NO OFFER IN THE UNITED STATES:** The Rights Entitlement and the Equity Shares offered in this Issue have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof, or to, or for the account or benefit of U.S. Persons (as defined in Regulation S of the Securities Act ("Regulation S"), except in a transaction exempt from the registration requirements of the Securities Act. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or rights for sale in the United States or as a solicitation therein of an offer to buy any of the said Rights Equity Shares offered in this Issue or Rights Entitlement. Accordingly, the Letter of Offer and the enclosed CAF should not be forwarded to or transmitted in or into the United States at any time. **The Abridged Letter of Offer and CAF shall be dispatched to non-resident Eligible Equity Shareholders at their Indian address, as provided to the Company.**

**BANKER AND REFUND BANKER TO THE ISSUE: ICICI BANK LIMITED.**

All capitalised terms not defined herein shall have the same meanings ascribed to such terms in the Letter of Offer.

### LEAD MANAGER TO THE ISSUE

**FEDEX SECURITIES LIMITED**  
305, Enterprise Centre, Nehru Road, Vile Parle (East),  
Mumbai 400099, Maharashtra, India  
Tel.: 022 2613 6460/ 07977023417; Fax.: 022 2618 6966  
E-mail: mb@fedsec.in; Website: www.fedsec.in  
Investor Grievance E-mail: mb@fedsec.in  
Contact Person: Rinkesh Saraiya, SEBI Registration Number: INM000011613

### REGISTRAR TO THE ISSUE

**BIGSHARE SERVICES PRIVATE LIMITED**  
1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road, Marol,  
Andheri (East), Mumbai 400059  
Tel. No.: 022 6262 8200; Fax No.: 022 6263 8299  
Email: rightissue@bigshareonline.com  
Website: www.bigshareonline.com  
Investor Grievance E-mail:  
investor@bigshareonline.com  
Contact Person: Jibin John  
SEBI Registration No.: INR000001385

### COMPANY SECRETARY & COMPLIANCE OFFICER

**CHANDRAKANT BHALCHANDRA SAGVEKAR,**  
Jost's Engineering Company Limited,  
Great Social Building, 60, Sir Phirozeshah Mehta Road,  
Mumbai 400001  
Tel No.: 022 -62378200; Fax No.: 022 62378201  
E-mail: cbsagvekar@josts.in

Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre-issue/post-issue related matter. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSBs, giving full details such as name, address of the applicant, number of Equity Shares applied for, Amount blocked, ASBA Account number and the Designated Branch of the SCSBs where the CAF, or the plain paper application as the case may be, was submitted by the ASBA Investors.

For Jost's Engineering Company Limited

Sd/-

Chandrakant Bhalchandra Sagvekar

Vice-President, Company Secretary and Compliance Officer

Date: November 24, 2017  
Place: Mumbai

Jost's Engineering Company Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer with the Securities and Exchange Board of India and BSE Limited. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, website of recognized stock exchange where the equity shares are listed i.e. BSE Limited at www.bseindia.com and the website of the Lead Manager at www.fedsec.in. Investors should note that investment in securities involves a high degree of risk and are requested to refer to the LOF, including the section "Risk Factors" beginning on page 15 of the Letter of Offer.

Surprint Comm.







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**THE ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES OF THE COMPANY UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE BEING HELD ON RECORD DATE I.E. NOVEMBER 21, 2017.**

**DISPATCH OF ABRIDGED LETTER OF OFFER (ALOF) AND COMPOSITE APPLICATION FORM (CAF):** The dispatch of the ALOF along with the CAF for the Issue will be completed by Registrar to the Issue, i.e. Bigshare Services Private Limited through Registered/Speed Post on November 25, 2017 to the Eligible Equity Shareholders of the Company, whose names appeared in the Register of Members/Beneficial Owners of the Company, on the Record date i.e. November 21, 2017. The CAF together with cheque/demand draft, should be sent to the Bankers to the Issue - ICICI Bank Limited (indicated on the reverse of the CAF), or dispatched to the Registrar to the Issue before the close of banking hours on or before the Issue Closing Date, i.e. December 14, 2017, and not to the Company and the Lead Manager. Investors residing at places other than cities where the branches of the Banker to the Issue have been authorized by the Company for collecting applications will have to make payment by account payee cheque/Demand Draft payable at Mumbai of the full application amount, net of banking and postal charges, crossed "A/c Payee only" drawn in favour of "Jost's Engineering Company Limited - Rights Issue - R" Account, in case of resident shareholders and in case of non-resident shareholders applying on non-repatriable basis should draw the cheques/demand drafts in favour of "Jost's Engineering Company Limited - Rights Issue - NR", crossed "A/c Payee only" for the full application amount, net of bank and postal charges and which should be submitted along with the CAF to the Bankers to the Issue/collection centres or to the Registrar to the Issue, in case non-resident investors with repatriation benefits should draw the cheques/demand drafts in favour of "Jost's Engineering Company Limited - Rights Issue - NR", crossed "A/c Payee only" for the full application amount, net of bank and postal charges and which should be submitted along with the CAF to the Banker to the Issue/collection centres or to the Registrar to the Issue.

**AVAILABILITY OF DUPLICATE CAF:** In case the original CAF is not received, or is misplaced by the Equity Shareholder, the Registrar to the Issue will issue a duplicate CAF on the request of the Eligible Equity Shareholder who should furnish the registered folio number/DP and Client ID number and his/her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue at least 7 days prior to the Issue Closing Date. Please note that those who are making the application in the duplicate form should not utilize the original CAF for any purpose including renunciation, even if it is received/returned subsequently. If the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of either original CAF or both the applications. Neither the Registrar nor the Lead Manager or our Company, shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

**APPLICATION ON PLAIN PAPER UNDER THE NON-ASBA PROCESS:** The application on plain paper, duly signed by

the applicant(s) including joint holders, in the same order as per specimen recorded with us or the Depositories, must reach the office of the Registrar to the Issue before the Issue Closing Date and should contain the following particulars:

1. Name of the issuer being Jost's Engineering Company Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/ DP and Client ID Number; 4. Number of Equity Shares held as on Record Date; 5. Share certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 6. Allotment option preferred - physical or demat form, if held in physical form; 7. Number of Equity Shares entitled to; 8. Number of Equity Shares applied for; 9. Number of additional Equity Shares applied for, if any; 10. Total number of Equity Shares applied for; 11. Total application amount paid at the rate of ₹594.00 per Equity Share; 12. Particulars of cheque/demand draft; 13. Savings/Current Account Number and name and address of the bank where the Applicant will be depositing the refund order. In case of Equity Shares held in dematerialized form, the Registrar shall obtain the bank account details from the information available with the Depositories; 14. Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN number of the Applicant and for each Applicant in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue. Documentary evidence for exemption to be provided by the applicants; 15. Share certificate numbers and distinctive numbers of Rights Equity Shares, if held in physical form; 16. Allotment option preferred - physical or demat form, if held in physical form; 17. Signatures of Eligible Equity Shareholders to appear in the same sequence and order as they appear in the records of our Company or Depositories; 18. If the payment is made by a draft purchased from NRE/FCNR/NRO account, as the case may be, an account debit certificate from the bank issuing the demand draft confirming that the demand draft has been issued by debiting the NRE/FCNR/NRO account; 19. For ASBA Investors, application on plain paper should have details of their ASBA Account; 20. Additionally, non-resident Applicants shall include the representation in writing as disclosed on page 279 of the Letter of Offer.

**APPLICATION ON PLAIN PAPER UNDER THE ASBA PROCESS:** The application on plain paper, duly signed by the Investors including joint holders, in the same order as per the specimen recorded with us or the Depositories, must reach the office of the Designated Banker of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of Issuer, being Jost's Engineering Company Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/ DP and Client ID No.; 4. Certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 5. Number of Equity Shares held as on Record Date; 6. Number of Equity Shares entitled to; 7. Number of Equity Shares applied for; 8. Number of additional Equity Shares applied for, if any; 9. Total number of Equity Shares applied for; 10. Total amount paid at the rate of Rs. 594.00 per Equity Share; 11. Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB; 12. In case of non-resident investors, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained; 13. Except for applications on behalf of the Central or the State Government, residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue; 14. Signature of the Eligible Equity Shareholders to appear in the same sequence and order as they appear in our records; 15. Additionally, all such Eligible Equity Shareholders applying through ASBA are deemed to have accepted the conditions on page 283 of the Letter of Offer. Please note that those who are making the application otherwise than on original CAF shall not be entitled to renounce their rights and should not utilize the original CAF for any purpose including renunciation even if it is received subsequently. If the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of both the applications. We shall refund such application amount to the Eligible Equity Shareholder without any interest thereon and no liability shall arise on part of our Company, Lead Manager and its Directors.

**Investors are requested to strictly adhere to these instructions. Failure to do so could result in an application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the Investor.**

**LAST DATE FOR APPLICATION:** The last date for submission of the duly filled CAF is December 14, 2017. The Board of Directors or any authorized committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date, if the CAF together with the amount payable is not received by the Banker to the Issue/Registrar to the Issue on or before the close of banking hours on the aforesaid last date or such date as may be extended by the Board or any authorized committee thereof, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and the Board or any authorized committee thereof shall be at liberty to dispose of the Equity Shares hereby offered, as provided under chapter titled "Terms of the Issue" on page 266 of the Letter of Offer.

**APPLICANTS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**

**LISTING:** The existing Equity Shares of our Company are listed on BSE Limited ("BSE") ("Stock Exchange"). Our Company has received in-principle approval from BSE for listing of the Equity Shares to be allotted in this Issue pursuant to letter dated October 05, 2017. Since the existing Equity Shares of our Company are listed on BSE only, BSE shall be the Designated Stock Exchange.

**DISCLAIMER CLAUSE OF SEBI:** SEBI only gives its observations on the Draft Letter of Offer and this does not constitute approval of either the Issue or the Draft Letter of Offer. Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of SEBI" on page 253 of the Letter of Offer.

**DISCLAIMER CLAUSE OF THE BSE (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Limited on page 257 of the Letter of Offer.

**AVAILABILITY OF THE LETTER OF OFFER:** A copy of the Letter of Offer can be downloaded from the websites of the Lead Manager i.e. www.fedsec.in, websites of BSE, i.e. www.bseindia.com and the website of SEBI i.e. www.sebi.gov.in

**NOTICE TO OVERSEAS SHAREHOLDERS:** The distribution of the Letter of Offer and the Issue of Equity Shares on a rights basis to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Letter of Offer, Abridged Letter of Offer or CAF may come are required to inform them about and observe such restrictions. Our Company is making this Issue of Equity Shares on a rights basis to the Eligible Equity Shareholders as on Record Date and will dispatch the Letter of Offer/Abridged Letter of Offer and CAFs to such Eligible Equity Shareholders who have a registered address in India and/or who have provided an Indian address to our Company.

Neither we nor any person acting on behalf of us will accept subscriptions or renunciations from any person, or the agent of any person, who appears to be, or who we or any person acting on behalf of us has reason to believe is,

either a U.S. Person or otherwise in the United States when the buy order is made. Envelopes containing a CAF should not be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Rights Equity Shares in this Issue and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. We are making the Issue on a rights basis to Eligible Equity Shareholders and the Letter of Offer and CAF will be dispatched only to Eligible Equity Shareholders who have an Indian address. Any person who acquires rights and the Equity Shares offered in this Issue will be deemed to have declared, represented, warranted and agreed, (i) that it is not and that at the time of subscribing for such Equity Shares or the Rights Entitlements, it will not be, in the United States, (ii) it is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States when the buy order is made, and (iii) it is authorized to acquire the rights entitlements and the Equity Shares in compliance with all applicable laws and regulations.

We reserve the right to treat any CAF as invalid which: (i) does not include the certification set out in the CAF to the effect that the subscriber is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States and is authorized to acquire the Equity Shares offered in the Issue or Rights Entitlements in compliance with all applicable laws and regulations; (ii) appears to us or our agents to have been executed in or dispatched from the United States; (iii) appears to us or our agents to have been executed by a U.S. Person; (iv) where a registered Indian address is not provided; or (v) where we believe that CAF is incomplete or acceptance of such CAF may infringe applicable legal or regulatory requirements; and we shall not be bound to allot or issue any Equity Shares or Rights Entitlementment in respect of any such CAF.

No action has been or will be taken to permit this Issue in any jurisdiction where action would be required for that purpose, except that the Draft Letter of Offer was filed with SEBI for observations. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer/Abridged Letter of Offer and CAFs may not be distributed in any jurisdiction, except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer will not constitute an offer in those jurisdictions in which it would be illegal to make such an offer and, in those circumstances, the Letter of Offer must be treated as sent for information only and should not be copied or redistributed. Accordingly, persons receiving a copy of the Letter of Offer should not, in connection with the Issue or the Rights Entitlements, distribute or send the same in or into the United States or any other jurisdiction where to do so would or might contravene local securities laws or regulations. If the Letter of Offer is received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to subscribe to the Equity Shares or the Rights Entitlements referred to in the Letter of Offer.

**NO OFFER IN THE UNITED STATES:** The Rights Entitlementment and the Equity Shares offered in this Issue have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof, or to, for the account or benefit of U.S. Persons (as defined in Regulation S of the Securities Act ("Regulation S"), except in a transaction exempt from the registration requirements of the Securities Act. The offering to which the Letter of Offer relates is, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or rights for sale in the United States or as a solicitation therein of an offer to buy any of the said Rights Equity Shares offered in this Issue or Rights Entitlementment. Accordingly, the Letter of Offer and the enclosed CAF should not be forwarded to or transmitted in or into the United States at any time. **The Abridged Letter of Offer and CAF shall be dispatched to non-resident Eligible Equity Shareholders at their Indian address, as provided to the Company. BANKER AND REFUND BANKER TO THE ISSUE: ICICI BANK LIMITED.**

All capitalised terms not defined herein shall have the same meanings ascribed to such terms in the Letter of Offer.

**LEAD MANAGER TO THE ISSUE**

**FEDEX SECURITIES LIMITED**  
305, Enterprise Centre, Nehru Road, Vile Parle (East), Mumbai 400099, Maharashtra, India  
Tel.: 022 2613 6460/ 07977023417; Fax: 022 2618 6966  
E-mail: mb@fedsec.in; Website: www.fedsec.in  
Investor Grievance E-mail: mb@fedsec.in  
Contact Person: Rinkesh Saraiya, SEBI Registration Number: INM000010163

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| <b>REGISTRAR TO THE ISSUE</b>  | <b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b>  |
| <b>BIGSHARE SERVICES PRIVATE LIMITED</b><br>1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059<br>Tel No.: 022 6262 8200; Fax No.: 022 6263 8299<br>Email: rightissue@bigshareonline.com<br>Website: www.bigshareonline.com<br>Investor Grievance E-mail: investor@bigshareonline.com<br>Contact Person: Jibu John<br>SEBI Registration No.: INF000001385 | <b>CHANDRAKANT BHALCHANDRA SAGVEKAR</b> ,<br>Jost's Engineering Company Limited,<br>Great Social Building, 60, Sir Phirozeshah Mehta Road, Mumbai 400001<br>Tel No.: 022-62378200; Fax No.: 022 62378201<br>E-mail: cbsagvekar@josts.in<br><br>Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre-issue/post-issue related matter. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSBs, giving full details such as name, address of the applicant, number of Equity Shares applied for, Amount blocked, ASBA Account number and the Designated Branch of the SCSBs where the CAF or the plain paper application as the case may be, was submitted by the ASBA Investors. |

For Jost's Engineering Company Limited  
Sd/-  
Date: November 24, 2017  
Place: Mumbai  
Chandrakant Bhalchandra Sagvekar  
Vice-President, Company Secretary and Compliance Officer

Jost's Engineering Company Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer with the Securities and Exchange Board of India and BSE Limited. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, website of recognized stock exchange where the equity shares are listed i.e. BSE Limited at www.bseindia.com and the website of the Lead Manager at www.fedsec.in. Investors should note that investment in securities involves a high degree of risk and are requested to refer to the LOF, including the section "Risk Factors" beginning on page 15 of the Letter of Offer.

Subject Compl.







# JOST'S ENGINEERING COMPANY LIMITED

Our Company was incorporated on May 09, 1907 under the Indian Companies Act 1882. For further details of the change in name and registered office of our Company, please see "History and Certain Other Corporate Matters" on page 133 of the Letter of Offer.

Registered and Corporate Office: Great Social Building, 60, Sir Phirozeshah Mehta Road, Mumbai 400001; Tel: 022 6237 8200; Fax: 022 6237 8201; E-mail: jostsho@josts.in; Website: www.josts.com  
Corporate Identification No.: L28100MH1907PLC000252; Contact Person: Chandrakant Bhalchandra Sagvekar, Vice President, Company Secretary & Compliance Officer

## PROMOTERS OF THE COMPANY: JAI PRAKASH AGARWAL, KRISHNA AGARWAL, VISHAL JAIN, SHIKHA JAIN, RAJENDRA KUMAR AGARWAL, ANITA AGARWAL AND J P AGARWAL & SONS (HUF)

FOR PRIVATE CIRCULATION TO THE ELIGIBLE SHAREHOLDERS OF JOST'S ENGINEERING COMPANY LIMITED (THE "COMPANY" OR THE "ISSUER") ONLY.

ISSUE OF 1,68,223 EQUITY SHARES WITH A FACE VALUE OF RS. 10 EACH FOR CASH AT A PRICE OF RS. 594.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. 584.00 PER EQUITY SHARE ("RIGHTS EQUITY SHARES") AGGREGATING TO AN AMOUNT OF RS. 999.24 LAKHS ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF JOST'S ENGINEERING COMPANY LIMITED (THE "COMPANY" OR THE "ISSUER") IN THE RATIO OF 22 RIGHTS EQUITY SHARES FOR EVERY 100 FULLY PAID-UP EQUITY SHARES HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON NOVEMBER 21, 2017 (THE "ISSUE"). THE ISSUE PRICE OF EACH RIGHTS EQUITY SHARE IS 59.4 TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, PLEASE SEE "TERMS OF THE ISSUE" ON PAGE 266. THE ENTIRE ISSUE PRICE FOR THE EQUITY SHARE IS PAYABLE ON APPLICATION.

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| <b>Issue Opens On:<br/>NOVEMBER 30, 2017</b> | <b>Last Date for receiving<br/>request for Split<br/>Application Forms:<br/>DECEMBER 07, 2017</b> | <b>Issue Closes On:<br/>DECEMBER 14, 2017</b> |
|--|---|---|

### ASBA\*

Simple, Safe, Smart way of Application-Make use of!!!!

\*Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** ASBA Investor shall mean an Applicant who (a) hold the Equity Shares in dematerialized form as on the Record Date and have applied towards his / her Rights Entitlements or additional Equity Shares in the Issue in dematerialized form; (b) have not renounced his / her Rights Entitlements in full or in part; (c) are not a Renounee and (d) are applying through a bank account maintained with Self Certified Syndicate Bank (SCSBs). Please note that in accordance with the provisions of SEBI circular bearing number CIR/CFD/DIL/1/2011 dated April 29, 2011, Applicants who are QIBs or Non Institutional Investors and other applicants whose application amount exceed Rs. 2,00,000 can participate in the Issue only through the ASBA process, subject to their fulfilling the eligibility condition to be an ASBA Investor. Further all QIB, applicants and Non Institutional Investors are mandatorily required to use ASBA, even if application amount does not exceed Rs. 200,000, subject to their fulfilling the eligibility condition to be an ASBA Investor. The investor who are (i) not QIB, (ii) not Non - institutional investors or (iii) investors whose application amount is less than Rs. 200,000 can participate in the issue either through the ASBA process or the non ASBA process. For further details, please refer to the chapter titled "Terms of the Issue" on page no. 266 of the Letter of Offer.

Investors may apply through the ASBA process subject to the compliance of conditions for being an ASBA Investor. The ASBA investor is required to fill the CAF and submit the same with their bank account which in turn will block the amount in the account as per the authority contained in CAF and undertake other tasks as per specified procedures. On allotment, amount will be unlocked and account will be debited only to the extent required to pay for the allotment of shares. Hence, there will be no need of refunds etc. Notwithstanding anything contained here in above, all Renounees (including Renounees who are individuals) shall apply in the Issue only through the non ASBA process.

ASBA Investors should note that the ASBA process involves application procedures that may be different from the procedure applicable to non ASBA process. ASBA investors should carefully read the provision applicable before making their application through ASBA process. For details, please see "Procedure for Application through the Applications Supported by Blocked Amount ("ASBA") Process" beginning on page 280 of the Letter of Offer.

The ASBA Form can also be downloaded from the website of BSE Limited, ASBA Form can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in.

**THE ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES OF THE COMPANY UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE BEING HELD ON RECORD DATE I.E. NOVEMBER 21, 2017.**

**DISPATCH OF ABRIDGED LETTER OF OFFER (ALOF) AND COMPOSITE APPLICATION FORM (CAF):** The dispatch of the ALOF along with the CAF for the Issue will be completed by Registrar to the Issue, i.e. Bigshare Services Private Limited through Registered/Speed Post on November 25, 2017 to the Eligible Equity Shareholders of the Company, whose names appeared in the Register of Members/Beneficial Owners of the Company, on the Record date i.e. November 21, 2017. The CAF together with cheque/demand draft, should be sent to the Bankers to the Issue - ICICI Bank Limited (indicated on the reverse of the CAF), or dispatched to the Registrar to the Issue before the close of banking hours on or before the Issue Closing Date i.e. December 14, 2017, and not to the Company and the Lead Manager. Investors residing at places other than cities where the branches of the Banker to the Issue have been authorized by the Company for collecting applications will have to make payment by account payee cheque/demand draft payable at Mumbai of the full application amount, net of banking and postal charges, crossed "A/c Payee only" drawn in favour of "Jost's Engineering Company Limited - Rights Issue - R". Account, in case of resident shareholders and in case of non-resident shareholders applying on non-repatriable basis should draw the cheques/demand drafts in favour of "Jost's Engineering Company Limited - Rights Issue - NR", crossed "A/c Payee only" for the full application amount, net of bank and postal charges and which should be submitted along with the CAF to the Bankers to the Issue/collection centres or to the Registrar to the Issue, in case of Non-resident investors with repatriation benefits should draw the cheques/demand drafts in favour of "Jost's Engineering Company Limited - Rights Issue - NR", crossed "A/c Payee only" for the full application amount, net of bank and postal charges and which should be submitted along with the CAF to the Banker to the Issue/collection centres or to the Registrar to the Issue.

**AVAILABILITY OF DUPLICATE CAF:** In case the original CAF is not received, or is misplaced by the Equity Shareholder, the Registrar to the Issue will issue a duplicate CAF on the request of the Eligible Equity Shareholder who should furnish the registered folio number/DP and Client ID number and his/her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue at least 7 days prior to the Issue Closing Date. Please note that those who are making the application in the duplicate form should not utilize the original CAF for any purpose including renunciation, even if it is received/found subsequently, if the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of either original CAF or both the applications. Neither the Registrar nor the Lead Manager or our Company, shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

**APPLICATION ON PLAIN PAPER UNDER THE NON-ASBA PROCESS:** The application on plain paper, duly signed by

the applicant(s) including joint holders, in the same order as per specimen recorded with us or the Depositories, must reach the office of the Registrar to the Issue before the Issue Closing Date and should contain the following particulars:

1. Name of the issuer being Jost's Engineering Company Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/ DP and Client ID Number; 4. Number of Equity Shares held as on Record Date; 5. Share certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 6. Allotment option preferred - physical or demat form, if held in physical form; 7. Number of Equity Shares entitled to; 8. Number of Equity Shares applied for; 9. Number of additional Equity Shares applied for, if any; 10. Total number of Equity Shares applied for; 11. Total application amount paid at the rate of ₹594.00 per Equity Share; 12. Particulars of cheque/demand draft; 13. Savings/Current Account Number and name and address of the bank where the Applicant will be depositing the refund order. In case of Equity Shares held in dematerialized form, the Registrar shall obtain the bank account details from the information available with the Depositories; 14. Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN number of the Applicant and for each Applicant in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue. Documentary evidence for exemption to be provided by the applicants; 15. Share certificate numbers and distinctive numbers of Rights Equity Shares, if held in physical form; 16. Allotment option preferred - physical or demat form, if held in physical form; 17. Signatures of Eligible Equity Shareholders to appear in the same sequence and order as they appear in the records of our Company or Depositories; 18. If the payment is made by a draft purchased from NRE/FCNR/NRO account, as the case may be, an account debit certificate from the bank issuing the demand draft confirming that the demand draft has been issued by debiting the NRE/FCNR/NRO account; 19. For ASBA Investors, application on plain paper should have details of their ASBA Account; 20. Additionally, non-resident Applicants shall include the representation in writing as disclosed on page 279 of the Letter of Offer.

**APPLICATION ON PLAIN PAPER UNDER THE ASBA PROCESS:** The application on plain paper, duly signed by the Investors including joint holders, in the same order as per the specimen recorded with us or the Depositories, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of Issuer, being Jost's Engineering Company Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders; 3. Registered Folio Number/ DP and Client ID No.; 4. Certificate numbers and distinctive numbers of Equity Shares, if held in physical form; 5. Number of Equity Shares held as on Record Date; 6. Number of Equity Shares entitled to; 7. Number of Equity Shares applied for; 8. Number of additional Equity Shares applied for, if any; 9. Total number of Equity Shares applied for; 10. Total amount paid at the rate of Rs. 594.00 per Equity Share; 11. Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB; 12. In case of non-resident investors, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained; 13. Except for applications on behalf of the Central or the State Government, residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to the Issue; 14. Signature of the Eligible Equity Shareholders to appear in the same sequence and order as they appear in our records; 15. Additionally, all such Eligible Equity Shareholders applying through ASBA are deemed to have accepted the conditions on page 283 of the Letter of Offer. Please note that those who are making the application otherwise than on original CAF shall not be entitled to renounce their rights and should not utilize the original CAF for any purpose including renunciation even if it is received subsequently. If the Eligible Equity Shareholder violates such requirements, he/she shall face the risk of rejection of both the applications. We shall refund such application amount to the Eligible Equity Shareholder without any interest thereon and no liability shall arise on part of our Company, Lead Manager and its Directors.

**Investors are requested to strictly adhere to these instructions. Failure to do so could result in an application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the investor.**

**LAST DATE FOR APPLICATION:** The last date for submission of the duly filled in CAF is December 14, 2017. The Board of Directors or any authorised committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date, if the CAF together with the amount payable is not received by the Banker to the Issue/Registrar to the Issue on or before the close of banking hours on the aforesaid last date or such date as may be extended by the Board or any authorised committee thereof, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and the Board or any authorized committee thereof shall be at liberty to dispose of the Equity Shares hereby offered, as provided under chapter titled "Terms of the Issue" on page 266 of the Letter of Offer.

**APPLICANTS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**

**LISTING:** The existing Equity Shares of our Company are listed on BSE Limited ("BSE") ("Stock Exchange"). Our Company has received in-principle approval from BSE for listing of the Equity Shares to be allotted in this Issue pursuant to letter dated October 05, 2017. Since the existing Equity Shares of our Company are listed on BSE only, BSE shall be the Designated Stock Exchange.

**DISCLAIMER CLAUSE OF SEBI:** SEBI only gives its observations on the Draft Letter of Offer and this does not constitute approval of either the Issue or the Draft Letter of Offer. Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of SEBI" on page 253 of the Letter of Offer.

**DISCLAIMER CLAUSE OF THE BSE (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Limited on page 257 of the Letter of Offer.

**AVAILABILITY OF THE LETTER OF OFFER:** A copy of the Letter of Offer can be downloaded from the websites of the Lead Manager i.e. www.fedsec.in, websites of BSE, i.e. www.bseindia.com and the website of SEBI i.e. www.sebi.gov.in

**NOTICE TO OVERSEAS SHAREHOLDERS:** The distribution of the Letter of Offer and the issue of Equity Shares on a rights basis to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Letter of Offer, Abridged Letter of Offer or CAF may come are required to inform them about and observe such restrictions. Our Company is making this Issue of Equity Shares on a rights basis to the Eligible Equity Shareholders as on Record Date and will dispatch the Letter of Offer/Abridged Letter of Offer and CAFs to such Eligible Equity Shareholders who have a registered address in India and/or who have provided an Indian address to our Company.

Neither we nor any person acting on behalf of us will accept subscriptions or renunciation from any person, or the agent of any person, who appears to be, or who we or any person acting on behalf of us has reason to believe, is

either a U.S. Person or otherwise in the United States when the buy order is made. Envelopes containing a CAF should not be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Rights Equity Shares in this Issue and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. We are making the Issue on a rights basis to Eligible Equity Shareholders and the Letter of Offer and CAF will be dispatched only to Eligible Equity Shareholders who have an Indian address. Any person who acquires rights and the Equity Shares offered in this Issue will be deemed to have declared, represented, warranted and agreed, (i) that it is not and that at the time of subscribing for such Equity Shares or the Rights Entitlements, it will not be, in the United States, (ii) it is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States when the buy order is made, and (iii) it is authorised to acquire the rights entitlements and the Equity Shares in compliance with all applicable laws and regulations.

We reserve the right to treat any CAF as invalid which: (i) does not include the certification set out in the CAF to the effect that the subscriber is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States and is authorized to acquire the Equity Shares offered in the Issue or Rights Entitlement in compliance with all applicable laws and regulations; (ii) appears to us or our agents to have been executed in or dispatched from the United States; (iii) appears to us or our agents to have been executed by a U.S. Person; (iv) where a registered Indian address is not provided; or (v) where we believe that CAF is incomplete or acceptance of such CAF may infringe applicable legal or regulatory requirements; and we shall not be bound to allot or issue any Equity Shares or Rights Entitlement in respect of any such CAF.

No action has been or will be taken to permit this issue in any jurisdiction where action would be required for that purpose, except that the Draft Letter of Offer was filed with SEBI for observations. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer/Abridged Letter of Offer and CAFs may not be distributed in any jurisdiction, except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer will not constitute an offer in those jurisdictions in which it would be illegal to make such an offer and, in those circumstances, the Letter of Offer must be treated as sent for information only and should not be copied or redistributed. Accordingly, persons receiving a copy of the Letter of Offer should not, in connection with the Issue or the Rights Entitlements, distribute or send the same in or into the United States or any other jurisdiction where to do so would or might contravene local securities laws or regulations. If the Letter of Offer is received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to subscribe to the Equity Shares or the Rights Entitlements referred to in the Letter of Offer.

**NO OFFER IN THE UNITED STATES:** The Rights Entitlement and the Equity Shares offered in this Issue have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof, or to, for the account or benefit of U.S. Persons (as defined in Regulation S of the Securities Act ("Regulation S")), except in a transaction exempt from the registration requirements of the Securities Act. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or rights for sale in the United States or as a solicitation thereon of an offer to buy any of the said Rights Equity Shares offered in this Issue or Rights Entitlement. Accordingly, the Letter of Offer and the enclosed CAF should not be forwarded to or transmitted in or into the United States at any time. **The Abridged Letter of Offer and CAF shall be dispatched to non-resident Eligible Equity Shareholders at their Indian address, as provided to the Company.**

**BANKER AND REFUND BANKER TO THE ISSUE: ICICI BANK LIMITED.**

All capitalised terms not defined herein shall have the same meanings ascribed to such terms in the Letter of Offer.

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| <b>LEAD MANAGER TO THE ISSUE</b>  |  |
| <b>FEDEX SECURITIES LIMITED</b>   |  |
| 305, Enterprise Centre, Nehru Road, Vile Parle (East),<br>Mumbai 400099, Maharashtra, India<br>Tel.: 022 2613 6460/ 07977023417; Fax.: 022 2618 6966<br>E-mail: mb@fedsec.in; Website: www.fedsec.in<br>Investor Grievance E-mail: mb@fedsec.in<br>Contact Person: Rinkesh Saraya; SEBI Registration Number: INM000010163   |  |
| <b>REGISTRAR TO THE ISSUE</b>   | <b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b>  |
| <b>BIGSHARE SERVICES PRIVATE LIMITED</b>  | <b>CHANDRAKANT BHALCHANDRA SAGVEKAR,</b><br>Jost's Engineering Company Limited,<br>Great Social Building, 60, Sir Phirozeshah Mehta Road,<br>Mumbai 400001<br>Tel No.: 022 -62378200; Fax No.: 022 62378201<br>E-mail: cbsagvokar@josts.in   |
| 1 <sup>st</sup> Floor, Bharat Tin Works Building,<br>Opp. Vasant Oasis, Makwana Road, Marol,<br>Andheri (East), Mumbai 400059<br>Tel No.: 022 6262 8200; Fax No.: 022 6263 8299<br>Email: rightissue@bigshareonline.com<br>Website: www.bigshareonline.com<br>Investor Grievance E-mail:<br>investor@bigshareonline.com<br>Contact Person: Ilib John<br>SEBI Registration No.: INR000001385 | Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre-issue/post-issue related matter. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSBs, giving full details such as name, address of the applicant, number of Equity Shares applied for, Amount blocked, ASBA Account number and the Designated Branch of the SCSBs where the CAF, or the plain paper application as the case may be, was submitted by the ASBA Investors. |

For Jost's Engineering Company Limited

Date: November 24, 2017  
Place: Mumbai

Sd/-  
Chandrakant Bhalchandra Sagvekar  
Vice-President, Company Secretary and Compliance Officer

Jost's Engineering Company Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer with the Securities and Exchange Board of India and BSE Limited. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, website of recognized stock exchange where the equity shares are listed i.e. BSE Limited at www.bseindia.com and the website of the Lead Manager at www.fedsec.in. Investors should note that investment in securities involves a high degree of risk and are requested to refer to the LOF, including the section "Risk Factors" beginning on page 15 of the Letter of Offer.

