

AERO TRUST  
12-B, MITTAL TOWERS, NARIMAN POINT, MUMBAI-400021

13<sup>th</sup> July 2017

To,  
**Jai Corp Limited**  
1st Floor, B-Wing,  
Mittal Towers,  
Free Press Journal Marg,  
Nariman Point,  
Mumbai- 400 021

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001.

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400051.

Dear Sir/Ma'am,

Sub: Disclosure under Regulation 29(1) & Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('Regulations')

We wish to inform you that pursuant to an exemption granted by Securities and Exchange Board of India on June 07, 2017 under Regulation 11(5) of the Regulations, we have acquired from Mrs. Rina Jain an aggregate of 21,719,120 equity shares of Jai Corp Limited a promoter of the Company, representing 12.17% of the shareholding of the Company.

Pursuant to the aforesaid acquisition, we have become the promoters of the Company.

Accordingly, we have enclosed herewith the requisite disclosure under Regulation 29(1) & Regulation 29(2) of the Regulations.

Kindly take the same on your record.

Thanking You,

Yours faithfully,

**For Aero Trust**



**Virendra Jain**

Trustee

Encl: as above

To,  
**Jai Corp Limited**  
 1st Floor, B-Wing,  
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 Exchange Plaza, Plot No. C/1, G Block,  
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 Bandra (E), Mumbai – 400051.

**DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

**Part A- Details of the Acquisition**

Name of the Target Company (TC)	<b>Jai Corp Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Aero Trust (Acquirer)</b> through its Trustee Mr. Virendra Jain <b>PAC</b> (enclosed as per Annexure)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
<b>Details of the acquisition as follows</b>	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of acquirer along with PAC's of :</b>			



a) Shares carrying voting rights	a) <u>Individually NIL</u> <u>Together with PAC</u> <b>130,282,400</b>	a) <u>Individually NIL</u> <u>Together with PAC</u> <b>73.01%</b>	a) <u>Individually NIL</u> <u>Together with PAC</u> <b>73.01%</b>
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	b) <b>N.A.</b>	b) <b>N.A.</b>	b) <b>N.A.</b>
c) Voting rights (VR) otherwise than by equity shares	c) <b>N.A.</b>	c) <b>N.A.</b>	c) <b>N.A.</b>
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	d) <b>N.A.</b>	d) <b>N.A.</b>	d) <b>N.A.</b>
<b>Total (a+b+c+d)</b>	<b>130,282,400</b>	<b>73.01%</b>	<b>73.01%</b>
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	a) <b>21,719,120</b>	a) <b>12.17%</b>	a) <b>12.17%</b>
b) VRs acquired otherwise than by equity shares	b) <b>N.A.</b>	b) <b>N.A.</b>	b) <b>N.A.</b>
c) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying	c) <b>N.A.</b>	c) <b>N.A.</b>	c) <b>N.A.</b>

voting rights in the TC (specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	d) N.A.	d) N.A.	d) N.A.
<b>Total (a+b+c+d)</b>	<b>21,719,120</b>	<b>12.17%</b>	<b>12.17%</b>
<b>After the acquisition, holding of acquirer along with PAC's of:</b>			
a) Shares carrying voting rights	a) <u>Individually</u> <b>21,719,120</b>  <u>Together with PAC</u> <b>130,282,400</b>	a) <u>Individually</u> <b>12.17%</b>  <u>Together with PAC</u> <b>73.01%</b>	a) <u>Individually</u> <b>12.17%</b>  <u>Together with PAC</u> <b>73.01%</b>
b) VRs otherwise than by equity shares	b) N.A.	b) N.A.	b) N.A.
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	c) N.A.	c) N.A.	c) N.A.
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	d) N.A.	d) N.A.	d) N.A.
<b>Total (a+b+c+d)</b>	<b>130,282,400</b>	<b>73.01%</b>	<b>73.01%</b>
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se	Transfer by Promoters without consideration pursuant to an exemption granted by SEBI on June 7, 2017 under Regulation 11(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011		


transfer, encumbrance etc.)	
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable
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.	12 <sup>th</sup> July 2017
Equity share capital / total voting capital of the TC before the said acquisition	No. of shares- 17,84,49,410 Amount- Re. 1 per share
Equity share capital/ total voting capital of the TC after the said acquisition	No. of shares- 17,84,49,410 Amount- Re. 1 per share
Total diluted share/voting capital of the TC after the said acquisition	No. of shares- 17,84,49,410 Amount- Re. 1 per share

**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.

**For Aero Trust,**

  
Signature of the acquirer/ Authorised signatory

Virendra Jain (Trustee)

Place: Mumbai  
Date: 13/07/2017

**Note -  
# Acquirer**

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

**For Aero Trust,**

  
Signature of the acquirer/ Authorised signatory

Virendra Jain (Trustee)

Place: Mumbai

Date: 13/07/2017

**Note:**

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 Bandra (E), Mumbai – 400051.

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	Jai Corp Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirer- Aero Trust</b> (through its Trustee Mr. Virendra Jain) <b>PAC</b> (enclosed as Annexure) <b>Transferor-</b> Mrs. Rina Jain		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<u>Before the acquisition/disposal under consideration, holding of :</u> a) Shares carrying voting rights	a) <u>Individually</u> NIL	a) <u>Individually</u> NIL	a) <u>Individually</u> NIL

	<u>Together with PAC</u> <b>130,282,400</b>	<u>Together with PAC 73.01%</u>	<u>Together with PAC 73.01%</u>
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	b) N.A.	b) N.A.	b) N.A.
c) Voting rights (VR) otherwise than by equity shares	c) N.A.	c) N.A.	c) N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	d) N.A.	d) N.A.	d) N.A.
<b>Total (a+b+c+d)</b>	<b>130,282,400</b>	<b>73.01%</b>	<b>73.01%</b>
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired	a) <b>21,719,120</b>	a) <b>12.17%</b>	a) <b>12.17%</b>
b) VRs acquired otherwise than by equity shares	b) N.A.	b) N.A.	b) N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the	c) N.A.	c) N.A.	c) N.A.

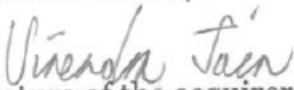
TC (specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer	d) N.A.	d) N.A.	d) N.A.
<b>Total (a+b+c+/-d)</b>	<b>21,719,120</b>	<b>12.17%</b>	<b>12.17%</b>
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights	a) <u>Individually</u> <b>21,719,120</b>  <u>Together with PAC</u> <b>130,282,400</b>	a) <u>Individually</u> <b>12.17%</b>  <u>Together with PAC</u> <b>73.01%</b>	a) <u>Individually</u> <b>12.17%</b>  <u>Together with PAC</u> <b>73.01%</b>
b) Shares encumbered with the acquirer	b) N.A.	b) N.A.	b) N.A.
c) VRs otherwise than by equity shares	c) N.A.	c) N.A.	c) N.A.
d) 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) N.A.	d) N.A.	d) N.A.
<b>Total (a+b+c+d)</b>	<b>130,282,400</b>	<b>73.01%</b>	<b>73.01%</b>
Mode of acquisition/ <u>sale</u> (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Transfer by Promoters without consideration pursuant to an exemption granted by SEBI on June 7, 2017 under Regulation 11(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011		
Date of acquisition / <u>sale</u> of shares / VR or <u>date of receipt of</u>	12 <sup>TH</sup> July, 2017		

<u>intimation of allotment of shares,</u> whichever is applicable	
Equity share capital / total voting capital of the TC before the said acquisition/ <u>sale</u>	No. of shares- 17,84,49,410 Amount- Re. 1 per share
Equity share capital/ total voting capital of the TC after the said acquisition/ <u>sale</u>	No. of shares- 17,84,49,410 Amount- Re. 1 per share
Total diluted share/voting capital of the TC after the said acquisition/ <u>sale</u>	No. of shares- 17,84,49,410 Amount- Re. 1 per share

(\*) 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.

**For Aero Trust,**

  
Signature of the acquirer/ Authorised signatory-

**Virendra Jain** (Trustee)

Place: Mumbai

Date: 13/07/2017



Part – B\*\*\* - Annexure

Name of the Target Company: Jai Corp Limited

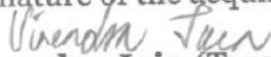
S.No.	Name(s) of the acquirer and Persons Acting in Concert with the Acquirer	Whether the acquirer belongs to the promoter group
<b>A</b>	<b>Individuals/HUF/Trusts/Firms</b>	
1.	Mr. Virendra Jain	
2.	Mrs. Rina Jain	
3.	Mr. Ankit Jain	
4.	<b>Aero Trust*</b>	<b>Yes</b>
5.	<b>Iceberg Trust*</b>	<b>Yes</b>
6.	Jai Kumar Jain	
7.	Satyapal Jaikumar Jain	
8.	Laxmi Jain	
9.	Anand Jain	
10.	Sushma Jain	
11.	Gaurav Jain	
12.	Harsh Jain	
<b>B</b>	<b>Companies</b>	
13.	Somerset Trading Private Limited	
14.	Hide n Chic Furniture Private Limited	
15.	Kasturi Trading Co Private Limited	
16.	Pet Fibres Limited	
17.	Ridhi Synthetics Limited	
18.	Richmond Traders Private Limited	
19.	Sparsh Trading Private Limited	

**Note -**

**# Acquirer**

**For Aero Trust,**

Signature of the acquirer/ Authorised signatory-

  
**Virendra Jain (Trustee)**

Place: Mumbai

Date: 13/07/2017

**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.