Public Announcement to the Shareholders of

JAGATJIT INDUSTRIES LIMITED

(Registered Office : Jagatjit Nagar, Distt. Kapurthala, Punjab- 144 802)

This Public Announcement is being issued by the Manager to the Offer i.e., **Chartered Capital And Investment Limited**, on behalf of M/s L.P. Jaiswal & Sons Pvt. Ltd. ("LPJ&S") and Mr. Karamjit S. Jaiswal ("KSJ") (collectively referred to as "the Acquirers") and M/s K.S.J. Finance & Holdings Pvt. Ltd. ("KSJFH"), M/s S.J. Finance & Holdings Pvt. Ltd. ("SJFH"), M/s R.J. Shareholdings Pvt. Ltd. ("RJS"), M/s Double Durable Investments Ltd. ("DDIL"), M/s Snowhite Holdings Pvt. Ltd. ("SHPL"), M/s Quick Return Investment Co. Ltd. ("QRIC"), M/s Fast Buck Investments & Trading Pvt. Ltd. ("FBIT"), Mrs. Shakun Jaiswal ("SJ") and Mrs. Surjit Jaiswal ("SJJ"), {collectively referred to as Persons Acting in Concert ("PACs")} in pursuance to Regulation 11(1) and in compliance with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto ("SEBI (SAST) Regulations, 1997") as applicable on 17th June, 2004 which is the "trigger date" for the purposes of this offer.

1. The Offer

1.1 This offer is being made by the Acquirers along with the PACs to acquire the equity shares of Jagatjit Industries Limited ("JIL" or "Target Company"), a public limited company incorporated under the Companies Act, 1913 (the "Companies Act") and having its registered office at Jagatjit Nagar, Distt. Kapurthala, Punjab 144802, India. KSJ and LPJ&S (the Acquirers) are amongst the Promoters of JIL. The Offer is not as a result of global acquisition resulting in indirect acquisition of the Target Company.

1.2 On 30th April, 2004, the Board of Directors of JIL resolved to offer LPJ&S (being amongst the promoters of JIL), subject to the approval of shareholders of JIL, to subscribe to the preferential allotment of 2500000 special series equity shares of Rs.10/- each at a premium of Rs.20/- per share carrying differential rights as to dividend and voting (i.e. nil dividend and twenty voting rights per share), and being a class apart, in order to avoid any takeover threat and to retain the control with the promoters. The price was determined as per the Pricing Norms specified under para 13.1.1 of the Securities and Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000. The approval of the shareholders was obtained by way of Postal Ballot and the result of the Postal Ballot was declared at the Extra Ordinary General Meeting of JIL held on 16th June, 2004. Pursuant to the said resolution of the shareholders, the shares were allotted to LPJ&S on 17th June, 2004 (trigger date). It may be mentioned that the said shares are not listed on any stock exchange and the fact that the shares were not meant for listing, as they have been allotted to promoters and are under lock-in period for three years as per the requirements of Securities and Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000 and has been communicated to all the stock exchanges where the securities of the Company are listed. At the time of allotment of the said shares, the Acquirer /Target Company was advised that such an allotment did not trigger an Open Offer to the shareholders under SEBI (SAST) Regulations, 1997. Thereafter, KSJ (Acquirer) acquired 100 equity shares from the open market on 8th October 2004, at the rate of Rs. 32.00 per share. Subsequently, KSJ (Acquirer) acquired 2190404 equity shares of JIL by virtue of a gift deed executed by a relative in his favour. The said shares were credited on 13th October, 2004 in his beneficiary account. The market price was Rs. 30.55 per share as on close of business hours on 12th October, 2004. KSJ (Acquirer) acquired the said 100 and 2190404 equity shares (which together constitute less than 5% of the voting rights in JIL) as mentioned above under the creeping acquisition route available to him under Regulation 11(1) of SEBI (SAST) Regulations, 1997, in view of the advice taken that preferential allotment of 2500000 special series equity shares did not trigger an open offer to the shareholders under SEBI (SAST) Regulations, 1997. However, as a matter of abundant precaution and in order to fulfill obligations, if any, arising on account of compliance required under Regulation 11 (1) of SEBI (SAST) Regulations, 1997 (as applicable on 17th June, 2004, which is the trigger date, being the first date on which the SEBI (SAST) Regulations, 1997 were triggered), this offer is being made considering 30th April, 2004 as the reference date for the purposes of calculating the Offer Price for the reasons mentioned in para 1.10 hereinbelow.

1.3 The Acquirers are making this open offer to acquire up to 10388445 fully paid-up equity shares ("Shares") of the face value of Rs. 10/- each, representing in the aggregate 20% of the voting capital of JIL at a price of Rs. 36.77 per share ("Offer Price") and accrued interest thereon of Rs. 9.52 per share calculated at the rate of 15% per annum from 15th October, 2004 (the scheduled last date for completion of offer, if the acquirers had made the offer within the scheduled time limit prescribed under the SEBI (SAST) Regulations, 1997) to 6th July, 2006 payable in cash subject to the terms and conditions mentioned hereinafter, Letter of Offer and Form of Acceptance-cum-Acknowledgement ("Offer" or "Public Offer" or "Open Offer"). This offer is subject to modifications as may be prescribed by SEBI.

1.4 The Share Capital of JIL as on trigger date comprised of unconverted GDRs representing 25210000 underlying equity shares held by the Depository "The Bank of New York". These GDRs continue to be unconverted on the date of publication of this announcement. The matter of ownership of the unconverted GDRs is subjudice before the Royal Court of Island of Jersey, U.K. The offer for purchase is being extended to the GDR holders also through the Depository as per the terms and conditions of the GDR Issue.

1.5 The Share Capital of JIL as on trigger date also comprised of 1003800 equity shares held by an Overseas Corporate Body (OCB). The matter of ownership of these shares is subjudice before the Royal Court of Island of Jersey, U.K. The offer for purchase is being extended to the said OCB also.

1.6 The Offer is not conditional upon any minimum level of acceptance, i.e. the Acquirers will acquire all the fully paid-up equity shares of JIL that are tendered in terms of the Offer up to 10388445 shares representing in the aggregate 20% of the voting capital subject to the conditions specified in this Public Announcement, Letter of Offer and Form of Acceptance-cum-Acknowledgement.

1.7 The Acquirers were holding 7418748 equity shares constituting 15% of the paid up capital and voting rights in JIL as on 31st March, 2004.

1.7.1 LPJ&S (Acquirer) thereafter acquired 2500000 special series equity shares (being a class apart) carrying differential dividend and voting rights, i.e., nil dividend and twenty voting rights per share on 17th June, 2004, thereby increasing Acquirers shareholding to 9918748 equity shares constituting 57.74% of the voting rights in JIL.

1.7.2 Subsequently, KSJ (Acquirer) further acquired 100 equity shares from the open market on 8th October, 2004. This further increased the Acquirers shareholding to 9918848 equity shares constituting 57.74% of the voting rights in JIL.

1.7.3 Furthermore, KSJ (Acquirer) acquired 2190404 equity shares of JIL by way of gift deed executed by a relative in his favour. The said shares were credited on 13th October, 2004 in his beneficiary account. This further increased the Acquirers shareholding to 12109252 equity shares constituting 59.94% of voting rights in JIL.

1.7.4 Therefore, the Acquirers as on date together hold 12109252 equity shares of JIL constituting 59.94% of voting rights in JIL.

1.7.5 The PACs among themselves were holding 4244880 shares constituting 8.59% of voting rights in JIL as on 31st March, 2004 and continue to hold the same number of equity shares as on the date of this announcement. However, the voting rights held by the PACs have reduced to 4.27% of the total voting rights in JIL in view of the allotment of 2500000 special series equity shares made to the Acquirers as explained above.

1.7.6 Therefore, as on date of this announcement the Acquirers alongwith PACs together hold 16354132 shares constiuting 31.48% of the paid up share capital of JIL representing 64.21% of the voting rights in JIL.

1.8 The shares of JIL are listed on the Bombay Stock Exchange Limited, Mumbai ("BSE"), The Delhi Stock Exchange Association Limited, New Delhi ("DSE"), Ludhiana Stock Exchange Association Limited, Ludhiana ("LSE") and The Calcutta Stock Exchange Association Limited, Kolkata ("CSE").

1.9 Neither the Acquirers nor the PACs have acquired any shares of JIL in the 12 months period prior to the public announcement. There has not been any negotiated price under any agreement for acquisition of shares of the target company by the Acquirers and PACs except as disclosed in para 1.7.2 above.

1.10 The Offer Price has been determined as under:

1.10.1 The preferential allotment was made to the LPJ&S at Rs. 30/- per share determined as per the pricing norms specified under para 13.1.1 of the Securities and Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000. Shares of JIL were infrequently traded on BSE, CSE, DSE and LSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations, 1997 as applicable on 30th April, 2004 (reference date). The financial parameters for the purposes of determination of the Offer Price, based on the audited financials for the year ended 31st March 2004 of JIL are as under:

(a) Return on networth (before considering the extra ordinary income) - (1.58)%
(b) Book Value (excluding revaluation reserves) per share - Rs. 36.77
(c) Earnings per Share (before considering the extra ordinary income) - Rs. (0.58)
(d) P/E multiple - Not applicable
(e) Industry P/E multiple is not available as JIL is a multi product diversified company. (Source: Annual Report of JIL for the year 2004).

Neither the Acquirers nor the PACs have acquired any shares of JIL including by way of allotment in public or rights issue or preferential allotment by JIL during the 26-week period prior to 30th April, 2004 (reference date), except Mrs. Shakun Jaiswal (PAC) acquired 100 equity shares of JIL from the open market at a price of Rs. 25/- per share during the month of December, 2003.

1.10.2 KSJ (Acquirer) further acquired 100 equity shares from the open market on 8th October, 2004 @ Rs. 32.00 per share. The closing market price as on 8th October, 2004 was Rs. 31.65. Shares of JIL were infrequently traded on BSE, CSE, DSE and LSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations, 1997 as applicable on 8th October, 2004. The financial parameters for the purposes of determination of the Offer Price, based on the audited financials for the year ended 31st March, 2004 of JIL are as under:

(a) Return on networth (before considering the extra ordinary income) - (1.58)%
(b) Book Value (excluding revaluation reserves) per share - Rs. 36.77
(c) Earnings per Share (before considering the extra ordinary income) - Rs. (0.58)
(d) P/E multiple - Not applicable
(e) Industry P/E multiple is not available as JIL is a multi product diversified company. (Source : Annual Report of JIL for the year 2004).

Neither the Acquirers nor the PACs have acquired any shares of JIL including by way of allotment in public or rights issue or preferential allotment by JIL during the 26 week period prior to 12th October, 2004 (being the date on which the Public Announcement should have been made considering 8th October, 2004 to be a trigger date), except the preferential allotment as disclosed at para 1.7.1 above.

1.10.3 KSJ (Acquirer) acquired 2190404 equity shares of JIL by way of gift deed executed by a relative in his favour. The said shares were credited on 13th October, 2004 in his beneficiary account. The market price was Rs. 30.55 per share as on close of business hours on 12th October, 2004. Shares of JIL were infrequently traded on BSE, CSE, DSE and LSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations, 1997 as applicable on 13th October, 2004. The financial parameters for the purposes of determination of the Offer Price, based on the audited financials for the year ended 31st March, 2004 of JIL are as under :

(a) Return on networth (before considering the extra ordinary income) - (1.58)%
(b) Book Value (excluding revaluation reserves) per share - Rs. 36.77
(c) Earnings per Share (before considering the extra ordinary income) - Rs. (0.58)
(d) P/E multiple - Not applicable
(e) Industry P/E multiple is not available as JIL is a multi product diversified company. (Source: Annual Report of JIL for the year 2004).

Neither the Acquirers nor the PACs have acquired any shares of JIL including by way of allotment in public or rights issue or preferential allotment by JIL during the 26 week period prior to 17th October, 2004 (being the date on which the Public Announcement should have been made considering 13th October, 2004 to be a trigger date), except the preferential allotment as disclosed at para 1.7.1 above and open market acquisition as disclosed in para 1.7.2 above.

1.10.4 Considering the price calculations on the abovementioned different dates (i.e. 30th April, 2004, 8th October, 2004 and 13th October, 2004), the maximum price comes to Rs. 36.77 per share. However, 30th April, 2004 is being considered as the reference date for the purposes of calculation of the Offer Price as maximum interest will accrue to the benefits of shareholders if 30th April, 2004 is considered as the reference date.

1.11 In view of the above paragraphs 1.9 & 1.10, the Offer Price of Rs. 36.77 per share, being the highest of the prices mentioned above, is justified in terms of Regulation 20(4) and Regulation 20(5) of the SEBI (SAST) Regulations, 1997 as applicable on the trigger date. In addition to this price, interest @ 15% per annum for the period from 15th October, 2004 (the scheduled last date for completion of offer, if the acquirer had made the offer within the scheduled time limit prescribed under the SEBI (SAST) Regulations, 1997) to 6th July, 2006 i.e. Rs. 9.52 per share shall be payable. The amount of interest is subject to change depending upon the actual date of dispatch of payment to the shareholders.

1.12 As on the date of this Public Announcement, Chartered Capital And Investment Limited, the Manager to the Offer, does not hold any shares of JIL.

2. Information on the Acquirers & PACs

2.1 LPJ&S (Acquirer)

2.1.1 L.P. Jaiswal & Sons Private Limited is a company registered under the Companies Act and was incorporated on 17th March, 1944. The objects of LPJ&S include investments in shares and securities. The Registered Office of LPJ&S is located at 4th Floor, Bhandari House, 91, Nehru Place, New Delhi 110019. The shares of this Company are not listed on any stock exchange. Mr. Karamjit S. Jaiswal is in control of LPJ&S. The other Promoters of the Company are Mrs. Surjit Jaiswal, Mr. Jagatjit Jaiswal, Mrs. Daulat Jaiswal, Mrs. Shakun Jaiswal, Ms. Roshni Jaiswal and Mr. A.P. Jaiswal. As on date of this public announcement, the Board of Directors comprises of KSJ, SJ (wife of KSJ) and SJJ (mother of KSJ).

As on date of this public announcement, Mr. Karamjit S. Jaiswal is in control, as he is the majority shareholder of LPJ&S, holding 76.18% of the issued and paid up share capital of LPJ&S. As per the audited accounts for the Financial year ended 31st March, 2004, the total income of LPJ&S was Rs 78.54 Lacs, profit after tax was Rs. 76.58 Lacs. Earning per share was Rs. 2252.29, Return on net worth was 10.27%. Book value per share was Rs. 21920.51. As per the audited accounts for the financial year ended 31st March, 2005, the total income of LPJ&S was Rs 37.69 Lacs, profit after tax was Rs. 6.52 Lacs. Earning per share was Rs. 191.66. Return on net worth was 0.87%. Book value per share was Rs. 22112.17.

2.2 KSJ (Acquirer)

2.2.1 Karamjit S. Jaiswal is an Indian national residing at 6, The Green, Village Rajokari, New Delhi - 110 038. Tel Nos.: 011-25064475/25065575, Fax No.:011-25065443. His Net worth as on 31st December, 2005, as certified by Mr. Lalit Kumar, proprietor of M/s Lalit Kumar & Co., Chartered Accountants, Membership No. 81071 having its office at F-102, Ashish Complex, Mayur Vihar, Phase-I, Delhi-110091, Ph: 011-22790381/22796738 is Rs. 50 Crores and as such he has sufficient funds to meet the obligations under this offer. KSJ is amongst the Promoters and is the Managing Director of JIL. KSJ comes under the category of acquirer, by virtue of his being the majority shareholder (76.18%) of LPJ&S. KSJ is having a total of 32 years experience (approx.) in various diversified businesses, such as dairy, alcoholic beverages etc.

2.3 KSJFH (PAC)

2.3.1 K.S.J. Finance And Holdings Private Limited is a company registered under the Companies Act, 1956 and was incorporated on 16th February, 1983 with the Registrar of Companies, Maharashtra. The objects of KSJFH include investments in shares and securities. The Registered Office of the KSJFH is located at 5th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019. The shares of this Company are not listed on any stock exchange. The Promoters of the Company are Mr. Karamjit S. Jaiswal and Mrs. Shakun Jaiswal.

2.3.2 Brief financials of the KSJFH based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	54.53	15.18
Profit After Tax	44.51	6.89
Earnings Per Share (EPS) (in Rs.)	44.51	6.89
Book Value Per Share (in Rs.)	249.88	258.19
Networth	249.88	258.19
Return on Networth (%)	17.81	2.67

2.4 SJFH (PAC)

2.4.1 S.J. Finance And Holdings Private Limited is a company registered under the Companies Act, 1956 and was incorporated on 28th January, 1983 with the Registrar of Companies, Punjab, H.P. & Chandigarh. The objects of SJFH include investments in shares and securities. The Registered Office of the SJFH is located at Sood Niwas, Ranbir Marg, Patiala. The shares of this Company are not listed on any stock exchange. The Promoters of the Company are Mr. Karamjit S. Jaiswal and his associates.

2.4.2 Brief financials of the SJFH based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	11.30	6.58
Profit After Tax	10.17	6.13
Earnings Per Share (EPS) (in Rs.)	10.17	6.13
Book Value Per Share (in Rs.)	205.64	211.78
Networth	205.64	211.78
Return on Networth (%)	4.95	2.89

2.5 RJS (PAC)

2.5.1 R.J. Shareholdings Private Limited is a company registered under the Companies Act, 1956 and was incorporated on 4th February, 1983 with the Registrar of Companies, Delhi & Haryana. The objects of RJS include investments in shares and securities. The Registered Office of the RJS is located at 5th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019. The shares of this Company are not listed on any stock exchange. The Promoters of the Company are Mr. Karamjit S. Jaiswal and his associates.

2.5.2 Brief financials of the RJS based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	34.80	7.20
Profit After Tax	28.53	1.55
Earnings Per Share (EPS) (in Rs.)	28.53	1.55
Book Value Per Share (in Rs.)	137.06	138.62
Networth	137.06	138.62
Return on Networth (%)	20.82	1.12

2.6 DDIL (PAC)

2.6.1 Double Durable Investments Limited is a company registered under the Companies Act, 1956 and was incorporated on 14th May, 1982 with the Registrar of Companies, Delhi & Haryana. The objects of DDIL include investments in shares and securities, agents and dealers for all kinds of commodities and to carry on the business of general financing institution. The Registered Office of the DDIL is located at 4th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019. The shares of this Company are listed on The Delhi Stock Association Limited (DSE). The Promoters of the Company are Mr. Karamjit S. Jaiswal, L.P. Jaiswal & Sons Private Limited and associates of Mr. Karamjit S. Jaiswal.

2.6.2 Brief financials of the DDIL based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	2.17	1.32
Profit After Tax	1.53	0.99
Earnings Per Share (EPS) (in Rs.)	0.62	0.40
Book Value Per Share (in Rs.)	24.17	24.56
Networth	59.93	60.91
Return on Networth (%)	2.55	1.63

2.7 SHPL (PAC)

2.7.1 Snowhite Holdings Private Limited is a company registered under the Companies Act, 1956 and was incorporated on 24th August, 1981 with the Registrar of Companies, Delhi & Haryana. The objects of SHPL include investments in shares and securities. The Registered Office of the SHPL is located at 4th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019. The shares of this Company are not listed on any stock exchange. The Promoters of the Company are associate companies of Mr. Karamjit S. Jaiswal.

2.7.2 Brief financials of the SHPL based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	0.39	0.38
Profit After Tax	0.30	0.24
Earnings Per Share (EPS) (in Rs.)	2.73	2.18
Book Value Per Share (in Rs.)	179.73	181.91
Networth	19.77	20.01
Return on Networth (%)	1.52	1.20

2.8 QRIC (PAC)

2.8.1 Quick Return Investment Company Limited is a company registered under Companies Act, 1956 and was incorporated on 18th July, 1980 with the Registrar of Companies, Delhi & Haryana. The objects of QRIC include investments in shares and securities and business of general financing institution. The Registered Office of the QRIC is located at 4th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019. The shares of this Company are listed on The Delhi Stock Exchange Association Limited. The Promoters of the Company are L.P. Jaiswal & Sons Private Limited and other associate companies of Mr. Karamjit S. Jaiswal.

2.8.2 Brief financials of the QRIC based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	1.45	0.88
Profit After Tax	1.03	0.18
Earnings Per Share (EPS) (in Rs.)	0.42	0.07
Book Value Per Share (in Rs.)	20.88	20.95
Networth	51.16	51.33
Return on Networth (%)	2.01	0.35

2.9 FBIT (PAC)

2.9.1 Fast Buck Investments & Trading Private Limited is a company registered under the Companies Act, 1956 and was incorporated on 23rd June, 1983 with the Registrar of Companies, Delhi & Haryana. The objects of FBIT include investments in shares and securities. The Registered Office of the FBIT is located at 4th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019. The shares of this Company are not listed on any stock exchange. The Promoters of the Company are associate companies of Mr. Karamjit S. Jaiswal.

2.9.2 Brief financials of the FBIT based on Audited Accounts are as under: (Rs. In Lacs)

Particulars	Year ended March 31, 2004 (Audited)	Year ended March 31, 2005 (Audited)
Total Income	13.86	8.25
Profit After Tax	12.41	6.87
Earnings Per Share (EPS) (in Rs.)	886.43	490.71
Book Value Per Share (in Rs.)	8016.43	8507.14
Networth	112.23	119.10
Return on Networth (%)	11.06	5.77

2.10 SJ (PAC)

2.10.1 Mrs. Shakun Jaiswal is an Indian national residing at Farm No. 6, The Green, Rajokari, New Delhi-110038. Tel No.: 011-25064475/25065575, Fax No.: 011-25065443. Her Net worth as on 31st December, 2005, as certified by Mr. Lalit Kumar, proprietor of M/s Lalit Kumar & Co., Chartered Accountants, Membership No. 81071 having its office at F-102, Ashish Complex, Mayur Vihar, Phase-I, Delhi-110091, Ph: 011-22790381/22796738 is Rs. 4.85 Crores. SJ is amongst the Promoters group of JIL. She is in the garment export business for the last 15 years.

2.11 SJJ (PAC)

2.11.1 Mrs. Surjit Jaiswal is an Indian national residing at Farm No. 6, The Green, Rajokari, New Delhi-110038. Tel No.: 011-25064475/25065575, Fax No.: 011-25065443. Her Net worth as on 31st December, 2005, as certified by Mr. Lalit Kumar, proprietor of M/s Lalit Kumar & Co., Chartered Accountants, Membership No. 81071 having its office at F-102, Ashish Complex, Mayur Vihar, Phase-I, Delhi-110091, Ph: 011-22790381/22796738 is Rs. 0.37 Crores. She is a housewife.

2.12 SJ is the wife of KSJ and SJJ is the mother of KSJ.

3. Information on the Target Company

3.1 JIL is a public limited company incorporated under the Companies Act on 8th August, 1944 having its registered office at Jagatjit Nagar, Distt. Kapurthala, Punjab - 144 802 , India. The Target Company is engaged in the manufacture and marketing of Alcoholic Beverages, Dairy and Malted Milkfood products, Glass and Plastic containers.

3.2 Prior to the trigger date mentioned above, the total issued and paid-up equity share capital of the Target Company consisted of 49442224 fully paid-up equity shares of the face value of Rs. 10/- each, aggregating to approximately Rs. 49.44 crores. As on date of this Public Announcement the total issued and paid-up equity share capital of the Target Company consists of 51942224 fully paid-up equity shares of the face value of Rs. 10/- each, (inclusive of 2500000 special series equity shares, being a class apart, carrying differential rights as to dividend and voting, allotted on the trigger date) aggregating to approximately Rs. 51.94 Crores. The shares of the Target Company are listed on BSE, CSE, DSE and LSE.

3.3 There are no partly paid up shares in the Target Company.

3.4 As per the audited accounts for the financial year ended 31st March, 2004, the total income of the Target Company was Rs. 374.96 crores, profit after tax was Rs. 11.03 crores after including the extra ordinary income of Rs. 13.90 crores representing write back of depreciation for the earlier years, earning per share (before considering the extra ordinary income) was Rs. (-) 0.58, return on networth (before considering extra ordinary income) was (-) 1.58 %, book value per share was Rs. 36.77.

As per the audited accounts for the financial year ended 31st March, 2005, the total income of the Target Company was Rs. 354.82 crores, profit after tax was Rs. (-) 0.84 crores after including the extra ordinary income of Rs. 5.88 crores representing write back of depreciation for the earlier years, earning per share (before considering the extra ordinary income was Rs. (-) 1.29, return on networth (before considering extra ordinary income) was (-) 3.49 %, book value per share was Rs. 37.07.

4. Reasons for the Offer and Future Plans

4.1 On 30th April, 2004, LPJ&S being amongst the promoters of JIL, accepted the offer from JIL to subscribe to the preferential allotment of 2500000 special series equity shares of Rs. 10/- each at a premium of Rs. 20/- per share carrying differential rights as to dividend and voting (i.e. nil dividend and twenty voting rights per share), and being a class apart , in order to avoid any takeover threat and to retain the control with the promoters. The price was determined as per the Pricing Norms specified under para 13.1.1 of the Securities and Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000. The approval of the shareholders was obtained by way of Postal Ballot and the result of the Postal Ballot was declared at the Extra Ordinary General Meeting of JIL held on 16th June, 2004. Pursuant to the said resolution of the shareholders, the shares were allotted on 17th June, 2004 to LPJ&S. At that time, the Acquirer /Target Company was advised that no Open Offer to the shareholders under SEBI (SAST) Regulations, 1997 was required to be given. Thereafter, KSJ (Acquirer) acquired 100 equity shares from the open market on 8th October 2004 at the rate of Rs. 32.00 per share. Subsequently, KSJ (Acquirer) acquired 2190404 equity shares of JIL by virtue of a gift deed executed by a relative in his favour. The said shares were credited on 13th October, 2004 in his beneficiary account. The market price was Rs. 30.55 per share as on close of business hours on 12th October, 2004. KSJ (Acquirer) acquired the said 100 and 2190404 equity shares (which together constitute less than 5% of the voting rights in JIL) as mentioned above under the creeping acquisition route available to him under Regulation 11(1) of SEBI (SAST) Regulations, 1997, in view of the advice taken that preferential allotment of 2500000 special series equity shares did not trigger an open offer to the shareholders under the SEBI (SAST) Regulations, 1997. However, as a matter of abundant precaution and in order to comply with the provisions of SEBI (SAST) Regulations, 1997, this offer is now being made.

4.2 Pursuant the Public Announcement, the Acquirers would continue to have control over the Target Company. The Acquirers do not currently intend to dispose of or otherwise encumber any assets of the Target Company in the succeeding two years, except to the extent that may be required (i) in the ordinary course of business of the Target Company and/or (ii) for the purpose of restructuring, rationalizing and/or streamlining various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Further, the Acquirers undertake for the next two years following the completion of this Offer not to sell, dispose off or otherwise encumber any substantial assets of JIL, except with the prior approval of shareholders of JIL. It will be the responsibility of the Board of Directors of JIL to make appropriate decision in these matters, in accordance with the requirements of the business of JIL and in line with opportunities or changes in the economic scenario from time to time. Such approvals and decisions will be governed by the provisions of the relevant regulations or any other applicable laws in force at the relevant time.

5. Statutory Approvals and Conditions of the Offer

5.1 The Offer is subject to the Acquirers obtaining the approval(s) from the Reserve Bank of India (RBI), if required, under the Foreign Exchange Management Act, 1999. The Acquirers will make applications for the requisite approvals to RBI, if required, at the appropriate time in respect of acquisition of shares tendered by and accepted from the Non-Resident shareholders.

5.2 To the best of the knowledge of the Acquirers, as on the date of this Public Announcement, there are no other statutory approvals required to implement the Offer, other than those indicated above. If any other statutory approvals become applicable, the Offer would be subject to such statutory approvals. The Acquirers in terms of Regulation 27 of SEBI (SAST) Regulations, 1997 will have a right not to proceed with the Offer in the event the statutory approvals indicated above are refused. The Acquirers do not require any approval from financial institutions or banks for the offer.

5.3 In case of delay in receipt of statutory approvals, SEBI has the power to grant extension of time to the Acquirers for payment of consideration to the shareholders of JIL, subject to the Acquirers agreeing to pay interest for the delayed period as directed by SEBI in terms of Regulation 22(12) of the SEBI (SAST) Regulations, 1997 as applicable on the trigger date . Further, if the delay occurs on account of wilful default by the Acquirers in obtaining the requisite approvals, Regulation 22(13) of the SEBI (SAST) Regulations, 1997 as applicable on the trigger date will also become applicable.

6. Delisting Option to the Acquirers in terms of Regulation 21(3)

6.1 Pursuant to this Offer, as the public shareholding in JIL is not expected to be reduced below 10% of the voting capital of JIL, the provisions of Regulation 21(3) of the SEBI (SAST) Regulations, 1997 as applicable on the trigger date do not apply.

7. Financial Arrangements

7.1 The total fund requirement for implementation of this offer at Rs. 46.29 per share i.e. Rs. 36.77 being the Offer Price and Rs. 9.52 being the interest accrued from 15th October, 2004 to 6th July, 2006 at the rate of 15% per annum aggregates to Rs. 48.09 crores assuming that full acceptance for the Offer is received.

7.2 The Acquirers have made firm financial arrangements to implement the Offer and meet their obligations in full under the Offer.

7.3 The Manager to the Offer confirms that it is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations, 1997, as firm arrangements for funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

7.4 Acquirers have made a cash deposit of Rs. 12,15,00,000/- (Rupees Twelve Crores Fifteen Lacs Only) being in excess of 25% of the maximum purchase consideration payable under this Offer, in a bank escrow account with Bank of Baroda, East of Kailash, New Delhi. Chartered Capital And Investment Limited, the Manager to the Offer has been empowered to realise the value of the Escrow in terms of the SEBI (SAST) Regulations, 1997.

8. Other Terms of the Offer

8.1 The Offer is not subject to any minimum level of acceptances from shareholders.

8.2 Letters of Offer (hereinafter referred to as "LOO") along with Form of Acceptance cum Acknowledgement will be dispatched to all the equity shareholders of JIL, whose names appear in its Register of Members and to the beneficial owners of the shares of "JIL" whose name appears on the beneficial records of the respective Depositories, at the close of business hours as on **10th May, 2006** (the Specified date), except the Acquirers and PACs.

8.3 The Registrar to the Offer, **Beetal Financial & Computer Services Pvt. Limited,** having its office at **Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi-110062, Tel. Nos.: 29961281-82, Fax No.: 29961284, Contact Person: Mr. Punit Mittal** has opened a special depository account styled & named as **"Beetal-JIL-Open Offer Escrow A/c"** with National Securities Depository Limited ("NSDL") for receiving shares during the offer from eligible shareholders who hold shares in demat form.

8.4 All shareholders of the Target Company, except the Acquirers and PACs, who own the shares any time before the closure of the Open Offer, are eligible to participate in the Offer.

8.5 Beneficial owners and **shareholders holding shares in the physical form**, will be required to send their share certificates, duly signed and executed transfer deed(s), Form of Acceptance cum Acknowledgement and other documents as may be specified in the LOO, to the Registrar to the Offer either by Registered Post/ Courier or by hand delivery on Mondays to Fridays between 10.30 AM and 5.00 PM and on Saturdays between 10.30 AM and 1.30 PM, on or before the date of Closure of the Offer, i.e. **21st June, 2006.**

8.6 Beneficial owners and **shareholders holding shares in the dematerialised form**, will be required to send their Form of Acceptance cum Acknowledgement and other documents as may be specified in the LOO to the Registrar to the Offer either by Registered Post / Courier or by hand delivery on Mondays to Fridays between 10.30 AM and 5.00 PM and on Saturdays between 10.30 AM and 1.30 PM, on or before the date of Closure of the Offer, i.e. **21st June, 2006,** along with a photocopy of the delivery instructions in **"Off market"** mode or counterfoil of the delivery instructions in "Off-market" mode, duly acknowledged by the Depository Participant (**"DP"**), in favour of **"Beetal- JIL-Open Offer Escrow A/c" ("Depository Escrow Account")** filled in as per the instructions given below:

DP Name: Abhipra Capital Limited
DP ID: IN 300206
Client ID: 10878388
Depository: National Securities Depository Limited (**"NSDL"**)

Shareholders having their beneficiary account in Central Depository Services Limited ("CDSL") have to use **inter-depository** delivery instruction slip for the purpose of crediting their shares in favour of the special depository account with NSDL.

8.7 In case of (a) shareholders who have not received the LOO, (b) unregistered shareholders and (c) owner of the shares who have sent the shares to the Company for transfer, may send their consent to the Registrar to the Offer on plain paper, stating the name, addresses, number of shares held, distinctive numbers, folio numbers, number of shares offered along with the documents to prove their title to such shares such as broker note, succession certificate, original share certificate / original letter of allotment and valid share transfer deeds (one per folio), duly signed by all the shareholders (in case of joint holdings in the same order as per the specimen signatures lodged with JIL) and witnessed (if possible) by the Notary Public or a Bank Manager or the Member of the Stock Exchange with membership number, as the case may be, so as to reach the Registrar to the Offer on or before 5.00 P.M. upto the date of Closure of the Offer i.e. **21st June, 2006**. Such shareholders can also obtain the LOO from the Registrar to the Offer by giving an application in writing.

8.8 In case of shareholders who have not received the LOO and holding shares in the dematerialised form may send their consent to the Registrar to the Offer on plain paper, stating the name, addresses, number of shares held, Depository name, Depository I.D., Client name, Client I.D., number of shares offered along with a photocopy of the original delivery instructions in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the Depository Participant as specified in para **8.6** above, so as to reach the Registrar to the Offer on or before 5.00 PM upto the date of Closure of the Offer i.e. **21st June, 2006.** Such shareholders can also obtain the LOO from the Registrar to the Offer by giving an application in writing.

8.9 Shareholders who have sent their shares for dematerialised need to ensure that the process of getting shares dematerialised is completed well in time so that the credit in the Depository Escrow Account should be received on or before 5.00 PM upto the date of Closure of the Offer, i.e. **21st June, 2006,** else the application would be rejected.

8.10 The following collection center would be accepting the documents as specified above, both in case of shares in physical and dematerialised form.

Name & Address: **Beetal Financial & Computer Services Pvt. Limited, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi-110062, E. Mail: beetal@rediffmail.com, Tel. Nos.: 29961281-82, Fax No.: 29961284, Contact Person: Mr. Punit Mittal**

8.11 In terms of Regulation 22 (5A), shareholders shall have the option to withdraw acceptance tendered earlier, by submitting the Form of Withdrawal enclosed with the LOO, so as to reach Registrar to the Offer upto three working days prior to the date of Closure of the Offer, i.e. **16th June, 2006**. The withdrawal can also be exercised by submitting an application on a plain paper, along with the details such as name, address, distinctive nos., folio no., number of equity shares tendered, DP name, DP ID, date of tendering the shares, beneficiary account number, photocopy of the delivery instructions in **"off market"** mode or counterfoil of the delivery instruction in **"off market"** mode, duly acknowledged by the DP etc.

8.12 The Letter of Offer alongwith the Form of Acceptance cum acknowledgement/ withdrawal would also be available at SEBI's website, www.sebi.gov.in, and shareholders can also apply by downloading such forms from the website.

8.13 No indemnity is needed from unregistered shareholders.

8.14 Applications in respect of shares that are the subject matter of litigation wherein the shareholder(s) may be precluded from transferring the shares during the pendency of the said litigation are liable to be rejected in case directions/orders regarding these shares are not received together with the shares tendered under the Offer.

9. PROCEDURE FOR ACCEPTANCE AND SETTLEMENT

9.1 Shareholders who have offered their shares would be informed about acceptance or rejection of the Offer within 15 days from the date of Closure of the Offer. The payment to the shareholders whose shares have been accepted will be paid by cheque / demand draft / pay order crossed 'Account Payee' only in favour of the first holder of equity shares (and sent by registered post) within 15 days from the date of Closure of the Offer. For shares, which are tendered in electronic form, the bank account as obtained from the beneficiary position provided by the Depository will be considered and the payment will be issued with the said bank particulars. In case of acceptance on a proportionate basis, the unaccepted share certificates, transfer forms and other documents, if any, will be returned by registered post at the shareholders' / unregistered owners' sole risk to the sole / first shareholder. Shares held in dematerialised form to the extent not accepted will be credited back to the beneficial owner's depository account with the respective depository participant as per the details furnished by the beneficial owner in the Form of Acceptance cum Acknowledgement and the intimation of the same will be sent to the shareholders.

9.2 The Registrar to the Offer will hold in trust the shares / share certificates, shares lying in credit of the special depository account, Form of Acceptance cum Acknowledgement, if any, and the transfer form(s) on behalf of the shareholders of JIL who have accepted the Offer, until the cheques / drafts for the consideration and/ or the unaccepted shares / share certificates are dispatched / returned.

10. TIME SCHEDULE OF THE OFFER

10.1 Schedule of the major activities of the open offer are as under:

Activity	Day and Date
Specified date (for the purpose of determining the names of shareholders to whom Letter of Offer would be send)	Wednesday, 10th May, 2006
Letter of Offer to be posted to the Shareholders	Saturday, 27th May, 2006
Date of Opening the Offer	**Friday, 02nd June , 2006**
Last date for withdrawal of acceptance form	Friday, 16th June , 2006
Date of Closing the Offer	**Wednesday, 21st June , 2006**
Last date for a competitive bid	Friday, 05th May, 2006
Last date for revising the Offer Price / number of shares	Monday, 12th June , 2006
Date of communicating rejections / acceptance and payment of consideration for the applications accepted.	Thursday, 06th July , 2006

11. GENERAL CONDITIONS

11.1 In terms of Regulation 22(5A) of the SEBI (SAST) Regulations, shareholders desirous of withdrawing their acceptances tendered in the Offer can do so up to three working days prior to the date of Closure of the Offer i.e **16th June, 2006.** The withdrawal option can be exercised by submitting the Form of Withdrawal as enclosed in the Letter of Offer. The shareholders are advised to ensure that the Form of Withdrawal should reach the Registrar to the Offer at the collection center mentioned in the Letter of Offer or above as per the mode of delivery indicated therein on or before the last date of withdrawal i.e **16th June, 2006**.

11.2 The withdrawal option can be exercised by submitting the Form of withdrawal enclosing with it Copy of the Form of Acceptance-cum acknowledgement / Plain paper application submitted and the Acknowledgement slip. In case of non receipt of Form of Withdrawal, the withdrawal option can be exercised by making an application on plain paper along with the following details:

11.2.1 In case of physical shares: name, address, distinctive numbers, folio number, share certificate number, number of shares tendered, date of tendering the shares.

11.2.2 In case of dematerialised shares: name, address, number of shares tendered, DP name, DP ID, date of tendering the shares, beneficiary account number and a photocopy of the delivery instructions in **"off market"** mode or counterfoil of the delivery instruction in **"off market"** mode, duly acknowledged by the DP, in favour of the **"Beetal- JIL-Open Offer Escrow A/c".**

11.3 The withdrawal of shares will be available only for the share certificates that have been received by the Registrar to the Offer or the shares credited to the Special Depository Escrow Account.

11.4 The intimation of returned shares to the Shareholders will be sent at the address as per the records of JIL/ Depository as the case may be.

11.5 If there is any upward revision in the Offer Price (in terms of Regulation 26) by the Acquirers till the last day of revision, viz., at any time upto seven working days prior to the date of Closure of the Offer, the same would be informed by way of Public Announcement in the same newspapers where the original Public Announcement had appeared. Such revised Offer would be payable for all the successful shares tendered anytime during the Offer.

11.6 If there is competitive bid:

11.6.1 The open offers under all the subsisting bids shall close on the same day.

11.6.2 As the offer price can not be revised during 7 working days prior to the closing date of the Offers/ bids, it would therefore be in the interest of shareholders to wait till the commencement of that period to know the final offer price of each bid and tender their acceptance accordingly.

11.7 The Acquirers and PACs hold the shares of the Target Company as on the date of this Public Announcement as mentioned in para **1.7** above.

11.8 Based on the information available, the Acquirers, PACs and the Target Company have not been prohibited by SEBI from dealing in securities, in terms of direction issued u/s 11B of SEBI Act, 1992 or under any other Regulation under the SEBI Act, 1992.

11.9 The formulae for calculating Earning Per Share, Return on Networth and Book Value Per Share wherever appearing in this Public Announcement is as under:

Earning Per Share=Profit After Tax/No. of Equity Shares issued
Return on Net worth (%)=(Profit After Tax/Networth)*100
Book Value Per Share=Networth/ No. of Equity shares issued

11.10 The Pubic Announcement will also be available at SEBI's website, www.sebi.gov.in.

11.11 Pursuant to the Regulation 13 of SEBI (SAST) Regulations, 1997, the Acquirers have appointed Chartered And Capital Investment Ltd. as Manager to the Offer and Beetal Financial & Computer Services Pvt. Limited as Registrar to the Offer.

11.12 This Public Announcement is being issued on behalf of the Acquirers & PACs by the Manager to the Offer, M/s Chartered Capital And Investment Ltd.

11.13 The Acquirers, Mr. Karamjit S. Jaiswal, R/o 6, The Green, Village Rajokari, New Delhi - 110038, Directors of M/s L.P. Jaiswal & Sons Pvt. Ltd. having its registered office at 4th Floor, Bhandari House, 91, Nehru Place, New Delhi-110019, along with PACs accept full responsibility for the information contained in this Public Announcement (except for the information regarding the Target Company which has been compiled from the publicly available information) and also for the obligations of the Acquirers as laid down in the SEBI (SAST) Regulations, 1997 and subsequent amendments made thereof.

Manager to the Issue

Chartered Capital And Investment Limited
13, Community Centre, East of Kailash,
New Delhi - 110065.
Tel Nos.: 011-26419079/ 26218274;
Fax No.: 011 - 26219491;
Email: delhi@charteredcapital.net
Contact Person: Mr. Anand Goyal

Registrar to the Issue

Beetal Financial & Computer Services Pvt. Limited
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
New Delhi - 110062
E. Mail: beetal@rediffmail.com
Tel. Nos.: 29961281-82, Fax No.: 29961284
Contact Person: Mr. Punit Mittal

Dated: 12.04.2006
Place: New Delhi

Karamjit S. Jaiswal
(On behalf of Acquirers & PACs)