

# M/S JATTASHANKAR INDUSTRIES LIMITED

## ("JSIL" or "the Target Company" or "TC" or "the Company")

**Registered Office:** 11, Parasrampur Apartment, Gokuldharm, Gen. A.K.Vaidya Marg, Goregaon (E), Mumbai- 400063. Phone No. 022-2841 4262/ 4264/ 4266, Fax No. : 022-2841 4269; Email id: info@jsil.com; website : www.jsil.in

### Advertisement under Regulation 18 (7) in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

This Advertisement is being issued by Comfort Securities Limited, Manager to the offer, on behalf of Mr. Jattashankar Poddar and Mr. Sharad Poddar, Acquirers pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 as amended (SEBI (SAST) Regulations) in respect of the open offer to acquire 11,40,646 Equity shares representing 26% of the issued, subscribed capital and Voting Equity Share Capital of JSIL, at a price of Rs. 3/- (Rupees Three Only) per Fully Paid-up Equity Share of Rs. 10/- each ("Offer Price") payable in Cash. The Detailed Public Statement (DPS) with respect to the aforementioned offer was made on Tuesday, 24<sup>th</sup> December 2013 in Financial Express (English), Jansatta (Hindi) all editions, and Mumbai Lakshyadeep (Marathi), Mumbai edition.

- Offer Price is Rs. 3/- (Rupees Three Only) per fully paid up Equity Share of Rs. 10/- each payable in Cash and there is no revision in the offer price.
- The Committee of Independent Directors of Target Company has given their recommendations on the Open offer on 6<sup>th</sup> March 2014 and it was published on 7<sup>th</sup> March 2014 in the same news papers in which the Detailed Public Statement was published i.e in Financial Express (English), Jansatta (Hindi) all editions, and Mumbai Lakshyadeep (Marathi), Mumbai edition.
- The Offer is not a competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The Letter of Offer (LOF) dated 8<sup>th</sup> March 2014 has been dispatched to the shareholders of the Target Company on 11<sup>th</sup> March 2014.
- Kindly note that a copy of the Letter of Offer along with form of acceptance would also be available at SEBI website (<http://www.sebi.gov.in/>). In case of non-receipt of Letter of Offer or Form of acceptance, the shareholders can also download from the website of SEBI for applying in the offer. Further, the shareholders have also option in case of non-receipt/non-availability of the form of acceptance, the application can be made on plain paper along with the following details:
  - In case of physical shares:** Name of the Shareholder, address, number of equity shares held, distinctive numbers, folio nos. number of shares tendered together with the original equity share certificate(s), valid transfer deeds duly signed with the details of the buyer kept blank to the Registrar to the offer i.e **Sharex Dynamic (India) Pvt. Ltd (Registrar to the Offer)** on or before the closure of the offer i.e not later than 6.00 p.m on Thursday, 3<sup>rd</sup> April 2014 in accordance with the instructions specified in the letter of offer and in form of Acceptance cum Acknowledgement.
  - In case of dematerialized shares:** Name of the Shareholder, address, number of equity shares held, number of shares tendered, name of the Depository Participant ("DP"), DP ID, Beneficiary account number and a photocopy of delivery instruction in "off market" mode or counterfoil of the delivery instruction in "off market" mode, duly acknowledged by the DP in favour of the following Depository Escrow Account.

| Account Name     | "M/S. JATTASHANKAR INDUSTRIES LTD OPEN OFFER ESCROW ACCOUNT OPERATED BY SHAREX" |
|------------------|---------------------------------------------------------------------------------|
| Depository       | Central Depository Services (India) Limited                                     |
| DP Name          | Nirmal Bang Securities Pvt. Ltd                                                 |
| DP ID Number     | 12013300                                                                        |
| Client ID Number | 00791295                                                                        |
| Mode             | Hand Delivery/ Registered Post                                                  |

- In terms of Regulation 16(1) of the SEBI(SAST) Regulations the draft letter of offer has been submitted to SEBI on 1<sup>st</sup> January 2014. In this regard SEBI has issued a final Observation bearing no. CFD/DCR2/DP/OW/6690/2014 dated 4<sup>th</sup> March 2014 has been incorporated in the Letter of Offer.
- As on date, to the best of the knowledge of the Acquirers, there is no statutory approval required to implement the offer. However in case of any regulatory or statutory being required at a date before the closure of the offer, the offer shall be subject to all such approvals and the Acquirers shall make the necessary applications for such approvals.
- Schedule of Activities**

| No. | Activity                                                                                                                                                              | Original Date and Day | Revised Date and Day  |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------------|
| 1   | Date of Public Announcement                                                                                                                                           | 18.12.2013, Wednesday | 18.12.2013, Wednesday |
| 2   | Opening of Escrow Account                                                                                                                                             | 20.12.2013, Friday    | 20.12.2013, Friday    |
| 3   | Publication of Detailed Public Statement (DPS) in newspapers                                                                                                          | 24.12.2013, Tuesday   | 24.12.2013, Tuesday   |
| 4   | Submission of Detailed Public Statement to BSE, ASE, DSE, MSE, Target Company & SEBI                                                                                  | 26.12.2013, Thursday  | 26.12.2013, Thursday  |
| 5   | Filing of Draft Offer Document with SEBI along with soft copies of Public Announcement and Detailed Public Statement                                                  | 01.01.2014, Wednesday | 01.01.2014, Wednesday |
| 6   | Last Date for a competing Offer                                                                                                                                       | 16.01.2014, Thursday  | 16.01.2014, Thursday  |
| 7   | Receipt of Comments from SEBI on Draft Letter of Offer                                                                                                                | 22.01.2014, Wednesday | 04.03.2014, Tuesday   |
| 8   | Identified Date*                                                                                                                                                      | 24.01.2014, Friday    | 05.03.2014, Wednesday |
| 9   | Date by which Letter of Offer will be dispatched to the Shareholders                                                                                                  | 31.01.2014, Friday    | 12.03.2014, Wednesday |
| 10  | Last date for revising the Offer Price                                                                                                                                | 03.02.2014, Monday    | 13.03.2014, Thursday  |
| 11  | Last date by which Board of Target Company shall give its recommendations**                                                                                           | 31.01.2014, Friday    | 12.03.2014, Wednesday |
| 12  | Advertisement of Schedule of activities for open Offer, status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchanges and Target Company | 05.02.2014, Wednesday | 18.03.2014, Tuesday   |
| 13  | Date of Commencement of tendering period (Offer Opening Date)                                                                                                         | 07.02.2014, Friday    | 20.03.2014, Thursday  |
| 14  | Date of Expiry of tendering period (Offer Closing Date)                                                                                                               | 21.02.2014, Friday    | 03.04.2014, Thursday  |
| 15  | Date of communicating the rejection/ acceptance and payment of consideration for the acquired shares                                                                  | 10.03.2014, Monday    | 22.04.2014, Tuesday   |
| 16  | Final Report from Merchant Banker                                                                                                                                     | 18.03.2014, Tuesday   | 29.04.2014, Tuesday   |

\* "Identified Date" is only for the purpose of determining the names of the Shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company except the Acquirers, other promoter group and sellers are eligible to participate in the Offer any time before the closure of the Offer.

\*\* The Independent directors Committee of the Target Company haven given their recommendations on the Open Offer dated 6<sup>th</sup> March 2013 which was published on 7<sup>th</sup> March 2014 in the same news papers in which the Detailed Public Statement was published.

Issued by Manager to the Offer on behalf of Mr. Jattashankar Poddar and Mr. Sharad Poddar, Acquirers



#### Comfort Securities Limited

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Contact Person: Ms. Mayuri Thakkar/ Mr. Ankur Agarwal.  
Email: mbddivision@comfortsecurities.co.in; Website: www.comfortsecurities.co.in

Place: Mumbai

Date: 18.03.2014

360 Degree Comm.