Pg 1+2=3

From : AIL Benefit Trust
"Apar House",
Corporate Park,
Sion-Trombay Road,
Chembur,
Mumbai - 400 071.

5th November, 2012

To,

1. BSE Ltd. (BSE)
(Scrip Code. 532259)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
Mumbai – 400 001.

2. National Stock Exchange of India Ltd. (NSE),
(Scrip Symbol APARINDS)
"Exchange Plaza"
Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400 051.

3. Apar Industries Limited
Mumbai.

Sub. : Disclosure under Regulation 29 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Dear Sirs.

With reference to the subject above, please find enclosed the disclosure under above Regulation 29 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 about the allotment of **16,35,387** equity shares of the Company to the Trust pursuant to the Rehabilitation Scheme envisaging Amalgamation of Uniflex Cables Limited (UCL) with Apar Industries Limited (AIL).

Please take on record the above disclosure.

Thanking You,

Yours Faithfully,
For AIL Benefit Trust

(Trustee)
Promoter

Encl : As above.

From: AIL Benefit Trust
"Apar House", Corporate Park,
Sion-Trombay Road, Chembur,
Mumbai - 400 071.

By Fax & Hand Del.

Annexure - B

Format for disclosure under Regulation 29(1&2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

1	Name of the Target Company (TC)	Apar Industries Limited		
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	AIL Benefit Trust - Promoter Dr. N. D. Desai Kushal N. Desai - Promoter - Director Chaitanya N. Desai - Promoter - Director Chaitanya N. Desai Family Trust - Trustee Dr. N. D. Desai - Promoter Kushal Chaitanya Desai Family Trust - Trustee Dr. N. D. Desai- Promoter Kushal N. Desai Family Trust - Trustee Dr. N. D. Desai - Promoter Rishabh K. Desai - Promoter Gaurangi K. Desai - Promoter Noopur K. Desai - Promoter Apar Corporation Pvt. Limited - Promoter Scope Private Limited - Promoter **(As per Annexure attached herewith)**		
3	Whether the acquirer belongs to Promoter / Promoter Group	Yes		
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited **(NSE)** BSE Limited **(BSE)**		
5	**Details of the acquisition / disposal / holding of shares / voting rights/ holding of the Acquirer and PAC**	**Number**	**% w.r.t. total share / voting capital wherever applicable**	**% w.r.t. total diluted share / voting capital of the TC (*)**
	Before the acquisition/disposal under consideration, holding of:			
a.	Shares carrying voting rights	0	0.000%	0.000%
b.	Voting rights (VR) otherwise than by shares	N.A.	N.A.	N.A.
c.	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	N.A.	N.A.	N.A.
	Total (a+b+c)	**0**	**0.000%**	**0.000%**
	Details of acquisition/sale			
a.	Shares carrying voting rights acquired / ~~sold~~	1,635,387	4.251%	4.251%
b.	VRs acquired / ~~sold~~ otherwise than by shares	N.A.	N.A.	N.A.
c.	Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) acquired / ~~sold~~	N.A.	N.A.	N.A.
	Total (a+b+c)	**1,635,387**	**4.251%**	**4.251%**
	After the acquisition/sale, holding of:			
a.	Shares carrying voting rights (after the acquisition of shares along with other promoters collectively the total promoters' holding enhanced from 2,09,47,801* Shares (58.233%) to 2,25,83,288** Shares (58.703%) as per the annexure attached herewith)	1,635,387	4.251%	4.251%
b.	VRs otherwise than by shares	N.A.	N.A.	N.A.
c.	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) after acquisition	N.A.	N.A.	N.A.
	Total (a+b+c)	**1,635,387**	**4.251%**	**4.251%**
6	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.	Allotment of equity shares of the Company pursuant the Rehabilitation Scheme envisaging amalgamation of Uniflex Cables Limited (UCL) with Apar Industries Limited (AIL) sanctioned by Hon'ble BIFR in the ratio of 1 (One) equity share of AIL for every 10 (Ten) equity shares held in UCL.		
7	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	1st November, 2012 (Date of Credit), 9th October, 2012 (Being date of allotment)		
8	Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 35,972,3940/- (consisting of 35972394 equity shares of Rs. 10/- each)		
9	Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs. 384,704,310/- (consisting of 38470431 equity shares of Rs. 10/- each)		
10	Total diluted share/voting capital of the TC after the said acquisition / sale.	Rs. 384,704,310/- (consisting of 38470431 equity shares of Rs. 10/- each)		

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.

* % calculated on the basis of the then equity capital of Rs. 359723940/-.

** % calculated on the basis of enhanced equity capital of Rs. 384704310/-.

For AIL Benefit Trust

Place : Mumbai
Date : 5th November, 2012

(Turstee - Promoter)

AIL Benefit Trust, Promoter

Annexure to Disclosure dated 5th November, 2012 of details of acquisition in terms of Regulation 29(1&2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011.

Sr. No.	Name of all the Promoters of Apar Industries Ltd.	No. of Equity Shares held before acquisition/allotment and % of paid up capital	No.of Equity Shares allotted and % of paid up capital	No. of Equity Shares held after acquisition/allotment and % of paid up capital
1	Dr. N. D. Desai	68,85,122 (19.140%)	100 (0.000%)	68,85,222 (17.897%)
2	Kushal N. Desai Family Trust - Trustee - Dr. N. D. Desai	2,881 (0.008%)	--	2,881 (0.007%)
3	Chaitanya N. Desai Family Trust - Trustee - Dr. N. D. Desai	95,238 (0.265%)	--	95,238 (0.248%)
4	Kushal Chaitanya Desai Family Trust - Trustee - Dr. N. D. Desai	72,634 (0.202%)	--	72,634 (0.189%)
5	Kushal N. Desai	68,91,778 (19.159%)	--	68,91,778 (17.914%)
6	C. N. Desai	68,80,610 (19.127%)	--	68,80,610 (17.885%)
7	Noopur K. Desai	2,160 (0.006%)	--	2,160 (0.006%)
8	Gaurangi K. Desai	3,200 (0.009%)	--	3,200 (0.008%)
9	Rishabh K. Desai	3,200 (0.009%)	--	3,200 (0.008%)
10	Apar Corporation Pvt. Limited	1,10,654 (0.308%)	--	1,10,654 (0.288%)
11	Scope Private Limited	324 (0.001%)	--	324 (0.001%)
12	AIL Benefit Trust	0	16,35,387 (4.251%)	16,35,387 (4.251%)
	Total	**2,09,47,801 * (58.233%)**	**16,35,487 ** (4.251%)**	**2,25,83,288 ** (58.703%)**

* % calculated on the basis of the then equity capital of Rs. 359,723,940/-.

** % calculated on the basis of enhanced equity capital of Rs. 384,704,310/-.

For AIL Benefit Trust

(Trustee - Promoter)

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