

BMF INVESTMENTS LIMITED

Regd. Office: Patriot House, 4th floor, 3, Bahadur Shah Zafar Marg, New Delhi – 110 002

Telephone: 011-33001112/33001162 Fax: 011-23718607

Corporate Identity Number: U67120DL2005PLC161088 E mail ID: dswain@jkmall.com

SECTL:SE:2017

Date: 23.02.2017

BSE Ltd.

Phiroze Jeejeebhoy Towers,
Dalal Street Fort,
Mumbai-400001

E-Mail: corp.relations@bseindia.com

National Stock Exchange of India Ltd.

"Exchange Plaza"

Bandra-Kurla Complex

Bandra (E)

Mumbai-4000051

E-Mail: takeover@nse.co.in
cmllist@nse.co.in

Dear Sir/Madam,

Re: **Disclosure under Regulation 10 (5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Please find enclosed herewith the disclosure pursuant to Regulation 10 (5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format.

Thanking you,

Yours faithfully,

For BMF Investments Limited



P.K. Rustagi
(P.K. Rustagi)
Director

Encl: a.a.

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	JK Paper Limited
2.	Name of the acquirer(s)	BMF Investments Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The acquirer is part of the promoter group of the TC.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	J.K. Fenner (India) Limited
	b. Proposed date of acquisition	Thursday, 2nd March, 2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	2,78,37,500 Equity Shares through off Market Trade
	d. Total shares to be acquired as % of share capital of TC	17.85%
	e. Price at which shares are proposed to be acquired	Rs. 48.35 Per Share
	f. Rationale, if any, for the proposed transfer	Inter Se Transfer of Shares
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The Volume Weighted Average Market Price is Rs. 91.97 as per Trading Data on National Stock Exchange where maximum volume of trading in the shares of the TC are recorded during such period.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	We hereby declare that the acquisition price would not be higher by more than 25% of the price as mentioned in point 6 above.
9.	(i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).	(i) We hereby declare that the transferor and transferee have complied with the provisions of Chapter V of the Takeover Regulations, 2011 (Corresponding provisions of the repealed Takeover Regulations 1997) during 3 years prior to the date of proposed acquisition. (ii) A sheet containing the date wise disclosures alongwith copies of



	(ii) The aforesaid disclosure made during previous 3 years prior to the date of proposed acquisition to be furnished.	disclosures made during 3 years prior to the date of proposed acquisition sent to Stock Exchange(s) are enclosed as Annexure-1 (Please refer to Annexures 1.1 to 1.6 respectively).			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declare that all the conditions specified under Regulation 10 (1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to the exemptions has been duly complied with.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a. Acquirer(s) and PACs (other than sellers)(*) BMF Investments Limited	22,52,297	1.44	3,00,89,797	19.29
	b. Seller(s) J.K. Fenner (India) Limited	2,78,37,500	17.85	0	-

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Date: 23.02.2017
Place: New Delhi

For BMF Investments Limited



(P.K. Rustagi)
Director

\$

Annexure-1

A. Disclosures by J.K . Fenner (India) Limited (Seller Company)

S. No	Disclosure	Year	Due Date	Disclosed On	Annexure No.
1	U/r 30(1) & 30 (2)	2014	07.04.2014	02.04.2014	Annexure 1.1
2	U/r 30(1) & 30 (2)	2015	07.04.2015	01.04.2015	Annexure 1.2
3	U/r 30(1) & 30 (2)	2016	07.04.2016	01.04.2016	Annexure 1.3

B. Disclosures by BMF Investments Limited (Acquirer Company)

S. No	Disclosure	Year	Due Date	Disclosed On	Annexure No.
1	U/r 30(1) & 30 (2)	2014	07.04.2014	03.04.2014	Annexure 1.4
2	U/r 30(1) & 30 (2)	2015	07.04.2015	01.04.2015	Annexure 1.5
3	U/r 30(1) & 30 (2)	2016	07.04.2016	01.04.2016	Annexure 1.6

Date: 23.02.2017
Place: New Delhi

For BMF Investments Limited



P.K. Rustagi
(P.K. Rustagi)
Director

\$



J.K. Fenner (India) Limited
(formerly Fenner (India) Limited)

Corporate Office: Khivraj Complex II, 5th Floor, 480, Anna Salai, Nandanam,
Chennai 600 035, India. Ph: 044 24312450 -57, 43994600, Fax: 044 - 24320193.
E-mail: fenner_india@jkenner.com, Website: www.jkennerindia.com

The Company Secretary
JK Paper Ltd.
Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi - 110 002

Dear Sir,

Re: Authorisation to submit Disclosure u/r 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose herewith Disclosure, in the prescribed form, under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as one of the promoters/constituents of the promoter group of JK Paper Ltd.

We authorise you to file the above disclosure under the said Regulations to the Stock Exchanges, where the Equity Shares of the Company are listed, on a consolidated basis i.e., one single disclosure on behalf of all the promoters/constituents of the promoter group, after all the members of the promoter/promoter group have given you such disclosure on their own as their declaration.

For J.K. Fenner (India) Limited



(Authorised Signatory)

Place: New Delhi
Date : 2nd April 2014



Registered Office: 3, Madurai - Melakkal Road, Kochadal, Madurai - 625 016, Ph: 0452 2383801-08, Fax: 0452 2383822.
ISO 9001, TS 16949, ISO 14001 and OHSAS 18001 Certified Company





Corporate Office: Khivraj Complex II, 5th Floor, 480, Anna Salai, Nandanam,
Chennai 600 035, India. Ph: 044 24312450 -57, 43994600, Fax: 044 - 24320193,
E-mail: fenner_india@jkenner.com, Website: www.jkennerindia.com

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

(*) 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 TC.

For J.K. Fenner (India) Limited

(Authorised Signatory)

Place: New Delhi
Date: 2nd April 2014



Note: 1. In case of promoter(s) making disclosure under Regulation 30(2), no disclosure under regulation 30(1) is required.

Registered Office: 3, Madurai - Melakkal Road, Kochadai, Madurai - 625 016, Ph: 0452 2383801-08, Fax: 0452 2383822





J.K. Fenner (India) Limited
(formerly Fenner (India) Limited)

Corporate Office: Khivraj Complex II, 5th Floor, 480, Anna Salai, Nandanam,
Chennai 600 035, India, Ph: 044 24312450 - 57, 43994666, Fax: 044 24320193,
E-mail: fenner_india@jkfenner.com, Website: www.jkfennerindia.com

Annexure- 1.2

The Company Secretary
JK Paper Ltd.
Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi - 110 002

Dear Sir,

Re: Authorisation to submit Disclosure u/r 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose herewith Disclosure, in the prescribed form, under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as one of constituents of the promoter group of JK Paper Ltd.

We authorise you to file the above disclosure under the said Regulations to the Stock Exchanges, where the Equity Shares of the Company are listed, on a consolidated basis i.e., one single disclosure on behalf of all the promoters/constituents of the promoter group, after all the members of the promoter/promoter group have given you such disclosure on their own as their declaration.

For J.K. Fenner (India) Limited



(R. Vijayaraghavan)
Company Secretary

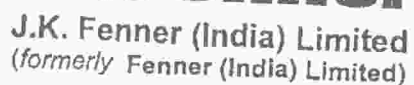
Place: Chennai
Date: 1st April 2015



Registered Office: 3, Madurai - Melakkal Road, Kochadai, Madurai - 625 016, Ph: 0452 2383801-08, Fax: 0452 2383822.

ISO 9001, TS 16949, ISO 14001 and OHSAS 18001 Certified Company

CM 10742071744/2015/01/01



Corporate Office: Khivraj Complex II, 5th Floor, 480, Anna Salai, Nandanam,
Chennai 600 035, India. Ph: 044 24312450 - 57, 43994666, Fax: 044 24320193,
E-mail: fenner_india@jkfenner.com, Website: www.jkfennerindia.com

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of Shareholding



Registered Office: 3, Madurai - Melakkal Road, Kochadai, Madurai - 625 016. Ph: 0452 2383801-08. Fax: 0452 2383822
ISO 9001, TS 16949, ISO 14001 and OHSAS 18001 Certified Company
CIN: U74201TN1995PLC000001

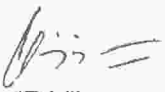


J.K. Fenner (India) Limited
(formerly Fenner (India) Limited)

Corporate Office: Khivraj Complex II, 5th Floor, 480, Anna Salai, Nandanam,
Chennai 600 035, India. Ph: 044 24312450 - 57, 43994666, Fax: 044 24320193,
E-mail: fenner_india@jkenner.com, Website: www.jkennerindia.com

For J.K. Fenner (India) Limited




(R. Vijayaraghavan)
Company Secretary

Place: Chennai
Date: 1st April 2015



Registered Office: 3, Madurai - Melakkal Road, Kochadai, Madurai - 625 016, Ph: 0452 2383801-08, Fax: 0452 2383822.

ISO 9001, TS 16949, ISO 14001 and OHSAS 18001 Certified Company

CIN: U02201TN1000000000

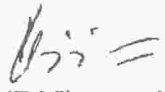


J.K. Fenner (India) Limited
(formerly Fenner (India) Limited)
Part B** (Contd)

Corporate Office: Khivraj Complex II, 5th Floor, 480, Anna Salai, Nandanam,
Chennai 600 035, India. Ph: 044 24312450 - 57, 43994666, Fax: 044 24320193,
E-mail: fenner_india@jkenner.com, Website: www.jkennerindia.com

Name of the Target Company: JK Paper Limited

For J.K. Fenner (India) Limited


(R. Vijayaraghavan)
Company Secretary

Place: Chennai
Date: 1st April 2015

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



Registered Office: 3, Madurai - Melakkal Road, Kuchadai, Madurai - 625 016, Ph: 0452 2383801-08, Fax: 0452 2383822

ISO 9001, TS 16949, ISO 14001 and CHSAs 18001 Certified Company

CIN: JK 0271700574 2351315



J.K. Fenner (India) Limited

Corporate Office: Khivraj Complex 11, 5th Floor, 480, Anna Salai,
Nandanam, Chennai 600 035. India. Ph: 43994666, Fax: 044 24320193,
E-mail: fenner_india@jkenner.com, Website: www.jkfennerindia.com

Annexure-1.3

The Company Secretary
JK Paper Ltd.
Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi - 110 002

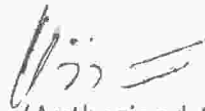
Dear Sir,

Re: Authorisation to submit Disclosure u/r 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose herewith Disclosure, in the prescribed form, under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as one of constituents of the promoter group of JK Paper Ltd.

We authorise you to file the above disclosure under the said Regulations to the Stock Exchanges, where the Equity Shares of the Company are listed, on a consolidated basis i.e., one single disclosure on behalf of all the promoters/constituents of the promoter group, after all the members of the promoter/promoter group have given you such disclosure on their own as their declaration.

For J.K. Fenner (India) Limited


(Authorised Signatory)

Place: Chennai

Date: 1st April 2016

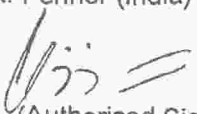


Registered Office: 3, Madurai - Melakkal Road, Kochadal, Madurai - 625 016. Ph. 0452 2383801-08, Fax: 0452 2383822.
ISO 9001, TS 16949, ISO 14001 and OHSAS 18001 Certified Company
CIN: U24231TN1992PTC062306

Part-A- Details of Shareholding



For J.K. Fenner (India) Limited


(Authorised Signatory)

Place: Chennai
Date: 1st April 2016

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.



BMF INVESTMENTS LIMITED

Regd. Office: Link House, 4th floor, 3, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 011-33001112/33001162 Fax: 011-23716607
Corporate Identity Number: U67120DL2005PLC161088 E mail ID: dswain@jkmall.com.

The Company Secretary
JK Paper Ltd.
Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi - 110 002

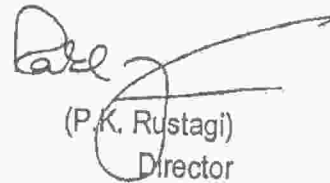
Dear Sir,

Re: Authorisation to submit Disclosure u/r 30(2) of SEBI (Substantial Acquisition of
Shares and Takeovers) Regulations, 2011

We enclose herewith Disclosure, in the prescribed form, under Regulation 30(2) of SEBI
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as one of the
promoters/constituents of the promoter group of JK Paper Ltd.

We authorise you to file the above disclosure under the said Regulations to the Stock
Exchanges, where the Equity Shares of the Company are listed, on a consolidated basis
i.e., one single disclosure on behalf of all the promoters/constituents of the promoter group,
after all the members of the promoter/promoter group have given you such disclosure on
their own as their declaration.

For BMF Investments Limited


(P.K. Rustagi)
Director

Place: New Delhi
Date: 3rd April 2014



Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	JK Paper Limited P.O. Central Pulp Mills, Fort Songadh, Distt. Tapi (Gu.) - 394660		
2. Name of the Stock Exchange where the shares of TC are listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)		
3. Particulars of the Shareholder(s): a. Name of person(s) together with Person Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Not Applicable		
4. Particulars of the shareholding of person(s) mentioned at (3) above	BMF Investments Limited		
	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31st of the year 2014, holding of :			
a. Shares	21,02,297	1.54	1.22
b. Voting Rights (otherwise than by shares)	-	-	-
c. Warrants	-	-	-
d. Convertible Securities	-	-	-
e. Any other instrument that would entitle the holder to receive shares in the TC.	-	-	-
Total	21,02,297	1.54	1.22

(*) 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 TC.

For BMF Investments Limited



(P.K. Rustagi)
Director

Place: New Delhi
Date: 3rd April 2014

Note: 1. In case of promoter(s) making disclosure under Regulation 30(2), no additional disclosure under regulation 30(1) is required.

BMF INVESTMENTS LIMITED

Regd. Office: Link House, 4th floor, 3, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 011-33001112/33001162 Fax: 011-23716607
Corporate Identity Number: U67120DL2005PLC161088 E mail ID: dswain@jkmall.com

The Company Secretary
JK Paper Ltd.
Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi - 110 002

Dear Sir,

Re: Authorisation to submit Disclosure u/r 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose herewith Disclosure, in the prescribed form, under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as one of constituents of the promoter group of JK Paper Ltd.

We authorise you to file the above disclosure under the said Regulations to the Stock Exchanges, where the Equity Shares of the Company are listed, on a consolidated basis i.e., one single disclosure on behalf of all the promoters/constituents of the promoter group, after all the members of the promoter/promoter group have given you such disclosure on their own as their declaration.

For BMF Investments Limited



P. K. Rustagi
(P. K. Rustagi)
Director

Place: New Delhi
Date: 1st April 2015

Place: New Delhi
Date: 1st April 2015

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

For BMF Investments Limited



P. K. Rustagi
(P. K. Rustagi)
Director



BMF INVESTMENTS LIMITED

Regd. Office: Patriot House, 4th floor, 3, Bahadur Shah Zafar Marg, New Delhi - 110 002
Telephone: 011-33001112/33001162 Fax: 011-23716607
Corporate Identity Number: U67120DL2005PLC161088 E mail ID: dswaln@jkmall.com

The Company Secretary
JK Paper Ltd.
Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi - 110 002

Dear Sir,

Re: Authorisation to submit Disclosure u/r 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We enclose herewith Disclosure, in the prescribed form, under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as one of constituents of the promoter group of JK Paper Ltd.

We authorise you to file the above disclosure under the said Regulations to the Stock Exchanges, where the Equity Shares of the Company are listed, on a consolidated basis i.e., one single disclosure on behalf of all the promoters/constituents of the promoter group, after all the members of the promoter/promoter group have given you such disclosure on their own as their declaration.

For BMF Investments Limited



(Signature)
(P. K. Rustagi)
Director

Place: New Delhi

Date: 1st April 2016

Part-A- Details of Shareholding

See Ex



For BMF Investments Limited

P. K. Rustagi
(P. K. Rustagi)
Director

Place: New Delhi
Date: 1st April 2016

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

