

# AMIT VINOD SHETH

102, Manav Mansion, Sarojini Road, Near M P Shah School, Vile Parle West, Mumbai - 400056

Date: July 11, 2019

To,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E), Mumbai.  
Fax No. 022-26598237/38;66418126

Mr. Nikhil Arya  
Company Secretary & Compliance officer  
Focus Lighting And Fixtures Limited  
1007-1010, Wing A, Corporate Avenue,  
Goregaon (East), Mumbai - 400063.

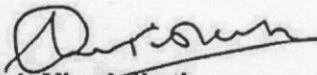
Scrip Symbol: FOCUS

Sub: Disclosure pursuant to Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation 2011.

Dear Sir/Madam,

With reference to the aforementioned subject, please find enclosed herewith the disclosure as per Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, I, Amit Vinod Sheth, Promoter, of Focus Lighting And Fixtures Limited (The Company) resident at 102, Manav Mansion, Sarojini Road, Near M P Shah School, Vile Parle West, Mumbai - 400056, hereby submit the disclosure with regard to the acquisition of Equity Shares of Focus Lighting And Fixtures Limited by me as inter-se transfer of shares from immediate relatives by way of gift out of natural love and affection vide gift deeds dated May 14, 2019 from Ms. Deepali Amit Sheth (wife) and Ms. Nalini Vinod Sheth (mother) respectively through an off market transaction, duly signed by me, for your information and record.

Yours Faithfully,

  
Amit Vinod Sheth  
Acquirer

**Disclosures under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                          |                                                                                                                                                                                 |                                              |                                                       |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|-------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                          | Focus Lighting and Fixtures Limited                                                                                                                                             |                                              |                                                       |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                            | Amit Vinod Sheth – Acquirer<br>Sri Jay Pharma Exim LLP* – PAC<br>Nalini Vinod Sheth – Transferor/ PAC<br>Deepali Amit Sheth – Transferor/ PAC<br><br>Please refer Note 1 below. |                                              |                                                       |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                  | Yes                                                                                                                                                                             |                                              |                                                       |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                       | National Stock Exchange of India Limited (Emerge Platform)                                                                                                                      |                                              |                                                       |
| Details of the acquisition / disposal as follows                                                                                                                         | Number                                                                                                                                                                          | % w.r.t. total share/voting capital wherever | % w.r.t. total diluted share/voting capital of the TC |
| <b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>                                                                               |                                                                                                                                                                                 |                                              |                                                       |
| a) Shares carrying voting rights                                                                                                                                         |                                                                                                                                                                                 |                                              |                                                       |
| Amit Vinod Sheth                                                                                                                                                         | 22950                                                                                                                                                                           | 0.68                                         | 0.68                                                  |
| Sri Jay Pharma LLP*                                                                                                                                                      | 196860                                                                                                                                                                          | 5.83                                         | 5.83                                                  |
| Nalini Vinod Sheth                                                                                                                                                       | 1073547                                                                                                                                                                         | 31.77                                        | 31.77                                                 |
| Deepali Amit Sheth                                                                                                                                                       | 1185240                                                                                                                                                                         | 35.08                                        | 35.08                                                 |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                  | NIL                                                                                                                                                                             | NIL                                          | NIL                                                   |
| c) Voting rights (VR) otherwise than by shares                                                                                                                           | NIL                                                                                                                                                                             | NIL                                          | NIL                                                   |
| 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) | NIL                                                                                                                                                                             | NIL                                          | NIL                                                   |
| e) Total (a+b+c+d)                                                                                                                                                       | 2478597                                                                                                                                                                         | 73.36                                        | 73.36                                                 |
| <b>Details of acquisition/sale</b>                                                                                                                                       |                                                                                                                                                                                 |                                              |                                                       |
| a) Shares carrying voting rights acquired/sold                                                                                                                           |                                                                                                                                                                                 |                                              |                                                       |
| Amit Vinod Sheth                                                                                                                                                         | 2258787                                                                                                                                                                         | 66.85                                        | 66.85                                                 |
| Sri Jay Pharma LLP*                                                                                                                                                      | 0                                                                                                                                                                               | 0                                            | 0                                                     |

|                                                                                                                                                                                            |                                                                                                                                         |         |         |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|---------|---------|
| Nalini Vinod Sheth                                                                                                                                                                         | (1073547)                                                                                                                               | (31.77) | (31.77) |
| Deepali Amit Sheth                                                                                                                                                                         | (1185240)                                                                                                                               | (35.08) | (35.08) |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                             | NIL                                                                                                                                     | NIL     | NIL     |
| 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) acquired/sold     | NIL                                                                                                                                     | NIL     | NIL     |
| d) Shares encumbered / invoked/released by the acquirer                                                                                                                                    | NIL                                                                                                                                     | NIL     | NIL     |
| e) Total (a+b+c+d)                                                                                                                                                                         | NIL                                                                                                                                     | NIL     | NIL     |
| <b>After the acquisition, holding of acquirer along with PACs of:</b>                                                                                                                      |                                                                                                                                         |         |         |
| a) Shares carrying voting rights                                                                                                                                                           |                                                                                                                                         |         |         |
| Amit Vinod Sheth                                                                                                                                                                           | 2281737                                                                                                                                 | 67.53   | 67.53   |
| Sri Jay Pharma LLP*                                                                                                                                                                        | 196860                                                                                                                                  | 5.83    | 5.83    |
| Nalini Vinod Sheth                                                                                                                                                                         | 0                                                                                                                                       | 0.00    | 0.00    |
| Deepali Amit Sheth                                                                                                                                                                         | 0                                                                                                                                       | 0.00    | 0.00    |
| b) Shares encumbered with the acquirer                                                                                                                                                     | NIL                                                                                                                                     | NIL     | NIL     |
| c) VRs otherwise than by shares                                                                                                                                                            | NIL                                                                                                                                     | NIL     | NIL     |
| 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 | NIL                                                                                                                                     | NIL     | NIL     |
| e) Total (a+b+c+d)                                                                                                                                                                         | 2478597                                                                                                                                 | 73.36   | 73.36   |
| <b>Please refer to Note 1 and Note 2 below.</b>                                                                                                                                            |                                                                                                                                         |         |         |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                                 | Inter se transfer amongst immediate relatives through an off-market transaction.                                                        |         |         |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                                 | i. July 10, 2019 – 6,84,000 Equity Shares<br>ii. July 11, 2019 – 5,01,240 Equity Shares<br>iii. July 11, 2019 – 10,73,547 Equity Shares |         |         |
| Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                   | 3378600 Equity Shares of Rs. 10/- each                                                                                                  |         |         |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                     | 3378600 Equity Shares of Rs. 10/- each                                                                                                  |         |         |

|                                                                                |                                        |
|--------------------------------------------------------------------------------|----------------------------------------|
| Total diluted share/voting capital of the TC after the said acquisition / sale | 3378600 Equity Shares of Rs. 10/- each |
|--------------------------------------------------------------------------------|----------------------------------------|

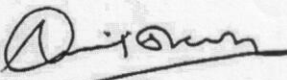
(\*) Sri Jay Pharma Exim Private Limited was converted from Private Limited Company to Limited Liability Partnership with effect from June 22, 2018.

**Note 1:**

This disclosure is being made on account of an acquisition of 2258787 equity shares carrying voting rights of the Target Company comprising of 66.85% of total voting rights by Amit Vinod Sheth from (i) Nalini Vinod Sheth and (ii) Deepali Amit Sheth. The said transferors are also separately filing disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as applicable.

**Note 2:**

The transfers of equity shares set out herein are between members of the promoter group (immediate relatives). As such, the aggregate holding of the promoter group of the Target Company remains unchanged pursuant to the consummation of such transfers.

  
Amit Vinod Sheth  
Acquirer

Place: China

Date: July 11, 2019