

Reference No.
December 13, 2011

The Secretary
The Stock Exchange, Mumbai
New Trading Ring, 14th Floor,
Rotunda Building, P.J.Towers,
Dalal Street, Fort,
MUMBAI - 400 001

Email Id : corp.relations@bseindia.com

The Manager
Listing Department
The National Stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
cmlist@nse.co.in

SUB : Submission of Disclosure under Regulation 29 (2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed disclosures under Regulation 29(2) of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 dated 13th December, 2011, regarding acquisition of shares of Surya Roshni Limited (the target company) by Jai Prakash Agarwal (the Acquirer) through Inter-se-transfer under regulation 10(1)(a)(i) as detailed given below :

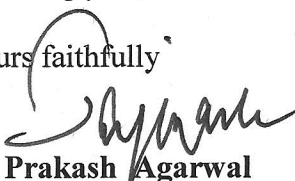
Serial No.	Name of the Declarant	Under Regulation
01	Jai Prakash Agarwal (Consolidated)	29(2)

You are requested to kindly take the same in your records.

Please find the same in order.

Thanking you,

Yours faithfully


Jai Prakash Agarwal

Enclosed : Form D

Copy to : **Surya Roshni Limited**
Prakash Nagar,
Sankhol, Bahadurgarh -124507
Haryana

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF
SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	M/s Surya Roshni Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>Jai Prakash Agarwal (Acquirer / Promoter)</p> <p>Persons Acting in Concert</p> <ul style="list-style-type: none"> - Pankaj Investments Limited - Goel Die Cast Limited - Viksit Trading & Holding Pvt. Limited - Gargiya Finance & Investment Pvt Ltd. - Lustre Merchants Private Limited - Sahaj Tie-up Private Limited - Shirin Commodeal Private Limited - Lumax Mercantile Private Limited - Diwakar Marketing Private Limited - Shreyansh Mercantile Private Limited - Cubitex Marketing Private Limited 		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes - Promoter		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<p>1. The Stock Exchange, Mumbai</p> <p>2. The National Stock Exchange of India Ltd</p>		
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 (*)
<u>Before the acquisition/disposal under consideration, holding of :</u>			
a) Shares carrying voting rights	27311643	62.311	55.392
b) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other	5475000	NIL	11.104

Sanjiv Kumar

instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
Total (a+b+c)	32786643	62.311	66.496
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired			
* Promoter			
Jai Prakash Agarwal -- 2,38,434 (Gifted by mother Smt. Ganga Devi Agarwal) (Promoter relative)	238434*	0.544	0.484
less Ganga Devi Agarwal -- 2,38,434 (Gifted to son Sh. J P Agarwal) (Promoter)	-238434	-0.544	-0.484
Net shares/ voting rights acquired /sold	Nil	Nil	Nil
b) VRs acquired otherwise than by equity 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
Total (a+b+c)	Nil	Nil	Nil
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights	27311643	62.311	55.392
b) VRs otherwise than by equity 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) after acquisition	5475000	Nil	11.104
Total (a+b+c)	32786643	62.311	66.496
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Inter – se- transfer u/r 10(1)(a)(i)		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	12.12.2011		



8. Equity share capital / total voting capital of the TC before the said acquisition/sale	43831250 equity shares (face value Rs. 10/- per share)
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	43831250 equity shares (face value Rs. 10/- per share)
10. Total diluted share/voting capital of the TC after the said acquisition/sale	49306250 equity shares (face value Rs. 10/- per share)

Note:

(*) 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.

Place : New Delhi

Date : 13th December, 2011


Jai Prakash Agarwal

(Acquirer)