

## ***Sudhir V. Udeshi***

Office :- 701, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai :- 400 013.  
Tel: - 022 - 40271300. Fax: - 40271399

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Date: December 4, 2024

To,

Corporate Relations Department  
BSE Limited  
1<sup>st</sup> Floor, New Trading Wing  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001  
Fax Nos: 22723121 / 22722041  
Code No. 524330

The Market Operations Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No C/1, G Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai 400 051  
Fax Nos: 26598237 / 38  
Code :- JAYAGROGN

Dear Sir/Madam,

**Sub: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011**

**Ref:** Scheme of Merger by Absorption of Jayant Finvest Limited ("Transferor Company") with Jayant Agro-Organics Limited ("Transferee Company") and their respective shareholders and creditors ("the Scheme")

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With reference to above and pursuant to the Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations"), we wish to inform that pursuant to the Scheme as sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench vide Order dated August 29, 2024, we have been allotted equity shares of Jayant Agro-Organics Limited.

In this connection, please find enclosed the disclosure as per Regulation 29(2) of the SAST Regulations.

We request you to kindly take this intimation on record.

Thanking you.

Yours Faithfully,



Sudhir V. Udeshi

*(for and on behalf of all the allottees/ acquirers and Persons Acting in Concert)*

Encl.: As above

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CC:

Company Secretary,  
Jayant Agro-Organics Limited  
701, Tower A, Peninsula Business Park,  
Senapati Bapat Marg, Lower Parel (W),  
Mumbai :- 400 013

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## Format for disclosures under Regulation 29(2) SEBI SAST Regulations

|                                                                                                                                                                                                       |                                                          |                                                         |                                                       |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|-------------------------------------------------------|
| Name of the Target Company (TC)                                                                                                                                                                       | Jayant Agro-Organics Limited                             |                                                         |                                                       |
| Name of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                                            | Details provided in <b>Annexure A</b>                    |                                                         |                                                       |
| Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                               | Yes                                                      |                                                         |                                                       |
| Name of the stock exchange where shares of the TC are listed                                                                                                                                          | BSE Limited and National Stock Exchange of India Limited |                                                         |                                                       |
| Details of the acquisition / disposal as follows                                                                                                                                                      | Number of Equity Shares                                  | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC |
| <b>Before the acquisition under consideration, holding of acquirer along with PACs:</b>                                                                                                               |                                                          |                                                         |                                                       |
| a) Shares carrying voting rights                                                                                                                                                                      | 2,01,37,490                                              | 67.12                                                   | 67.12                                                 |
| b) <del>Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</del>                                                                                                    | (Details provided in Annexure A)                         | (Details provided in Annexure A)                        | (Details provided in Annexure A)                      |
| c) <del>Voting rights (VR) otherwise than by shares</del>                                                                                                                                             |                                                          |                                                         |                                                       |
| d) <del>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)</del>                  |                                                          |                                                         |                                                       |
| e) Total (a+b+c+d)                                                                                                                                                                                    |                                                          |                                                         |                                                       |
| <b>Details of acquisition/sale:</b>                                                                                                                                                                   |                                                          |                                                         |                                                       |
| a) Shares carrying voting rights acquired/sold                                                                                                                                                        | 1,81,64,000                                              | 60.55                                                   | 60.55                                                 |
| b) <del>VRs acquired /sold otherwise than by shares</del>                                                                                                                                             | (Details provided in Annexure A)                         | (Details provided in Annexure A)                        | (Details provided in Annexure A)                      |
| c) <del>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</del>     |                                                          |                                                         |                                                       |
| d) <del>Shares encumbered / invoked/released by the acquirer</del>                                                                                                                                    |                                                          |                                                         |                                                       |
| e) Total (a+b+c+-d)                                                                                                                                                                                   |                                                          |                                                         |                                                       |
| <b>After the acquisition/sale, holding of:</b>                                                                                                                                                        |                                                          |                                                         |                                                       |
| a) Shares carrying voting rights                                                                                                                                                                      | 2,01,37,490                                              | 67.12                                                   | 67.12                                                 |
| b) <del>Shares encumbered with the acquirer</del>                                                                                                                                                     | (Details provided in Annexure A)                         | (Details provided in Annexure A)                        | (Details provided in Annexure A)                      |
| c) <del>VRs otherwise than by shares</del>                                                                                                                                                            |                                                          |                                                         |                                                       |
| d) <del>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</del> |                                                          |                                                         |                                                       |
| e) Total (a+b+c+d)                                                                                                                                                                                    |                                                          |                                                         |                                                       |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                                            | Pursuant to the Scheme of Merger. (Refer note below)     |                                                         |                                                       |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                                            | Date of Receipt of Intimation: December 03, 2024         |                                                         |                                                       |

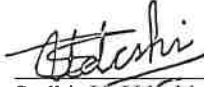
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|                                                                                          |                                                                         |
|------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|
| Equity share capital / total voting capital of the TC before the said acquisition / sale | Rs. 15,00,00,000 divided into 3,00,00,000 Equity Shares of Rs. 5/- each |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale   | Rs. 15,00,00,000 divided into 3,00,00,000 Equity Shares of Rs. 5/- each |
| Total diluted share/voting capital of the TC after the said acquisition                  | Rs. 15,00,00,000 divided into 3,00,00,000 Equity Shares of Rs. 5/- each |

### **Note:**

Jayant Finvest Limited (Transferor Company) was part of the Promoter Group and was holding 1,81,64,000 equity shares in Jayant Agro-Organics Limited (Transferee Company). Pursuant to the Scheme of Merger by Absorption of Jayant Finvest Limited ("Transferor Company") with Jayant Agro-Organics Limited ("Transferee Company") and their respective shareholders and creditors (the "Scheme") as sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench vide Order dated August 29, 2024, 1,81,64,000 equity shares held by the Transferor Company in the Transferee Company stand cancelled and correspondingly, in accordance with the Scheme, the Transferee Company has issued and allotted same number of equity shares (i.e.1,81,64,000) to the shareholders of the Transferor Company in proportion to the shares held by them in the Transferor Company. Accordingly, there is no change in the aggregate shareholding of the Promoter/Promoter Group of the Transferee Company post the cancellation and allotment of shares.



Sudhir V. Udeshi

*(for and on behalf of all the allottees/ acquirers and Persons Acting in Concert)*

Date: December 04, 2024

Place : Mumbai

# Sudhir V. Udeshi

Office :- 701, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai :- 400 013.  
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## Annexure A

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

#### Details of shareholdings of Acquirers and Persons acting in concern

| Sr. No.      | Name of the Shareholder                                                                | Pre-Transaction          |                              | Acquisition / Disposal pursuant to the Transaction |                              | Post Transaction         |                              |
|--------------|----------------------------------------------------------------------------------------|--------------------------|------------------------------|----------------------------------------------------|------------------------------|--------------------------|------------------------------|
|              |                                                                                        | No. of Shares held in TC | % w.r.t. total Share Capital | No. of Shares held in TC                           | % w.r.t. total Share Capital | No. of Shares held in TC | % w.r.t. total Share Capital |
| 1            | Abhay Vithaldas Udeshi<br>Trupti Abhay Udeshi                                          | 2,07,700                 | 0.69                         | 9,986                                              | 0.03                         | 2,17,686                 | 0.73                         |
| 2            | Hemant Vithaldas Udeshi<br>Lajwanti Hemant Udeshi                                      | 45,200                   | 0.15                         | 9,986                                              | 0.03                         | 55,186                   | 0.18                         |
| 3            | Sudhir Vijaysinh Udeshi , Hemant Vithaldas Udeshi, Hitesh Jayraj Udeshi (Udeshi Trust) | -                        | -                            | 1,80,09,676                                        | 60.03                        | 1,80,09,676              | 60.03                        |
| 4            | Jayraj Gokuldas Udeshi (HUF)                                                           | 50,800                   | 0.17                         | 16,340                                             | 0.05                         | 67,140                   | 0.22                         |
| 5            | Subhash Vithaldas Udeshi<br>Dhruvi Subhash Udeshi                                      | 35,000                   | 0.12                         | 9,986                                              | 0.03                         | 44,986                   | 0.15                         |
| 6            | Vithaldas Gokaldas Udeshi (HUF)                                                        | 73,200                   | 0.24                         | 9,986                                              | 0.03                         | 83,186                   | 0.28                         |
| 7            | Bharat M Udeshi<br>Shital B Udeshi                                                     | 70,000                   | 0.23                         | 10,893                                             | 0.04                         | 80,893                   | 0.27                         |
| 8            | Dhruv V Udeshi                                                                         | 52,000                   | 0.17                         | 8,170                                              | 0.03                         | 60,170                   | 0.20                         |
| 9            | Hitesh Jayraj Udeshi<br>Bijal V Udeshi                                                 | 3,87,792                 | 1.29                         | 21,787                                             | 0.07                         | 4,09,579                 | 1.37                         |
| 10           | Malti M Udeshi                                                                         | 1,25,448                 | 0.42                         | 10,893                                             | 0.04                         | 1,36,341                 | 0.45                         |
| 11           | Mulraj Gokuldas Udeshi (HUF)                                                           | 80,000                   | 0.27                         | 16,340                                             | 0.05                         | 96,340                   | 0.32                         |
| 12           | Pushpa V Udeshi<br>Vikram V Udeshi                                                     | 88,000                   | 0.29                         | 5,447                                              | 0.02                         | 93,447                   | 0.31                         |
| 13           | Sudhir Vijaysinh Udeshi (HUF)                                                          | 44,000                   | 0.15                         | 8,170                                              | 0.03                         | 52,170                   | 0.17                         |
| 14           | Vikram V Udeshi                                                                        | 24,800                   | 0.08                         | 8,170                                              | 0.03                         | 32,970                   | 0.11                         |
| 15           | Yatin V Udeshi                                                                         | 4,000                    | 0.01                         | 8,170                                              | 0.03                         | 12,170                   | 0.04                         |
| 16           | Jayant Finvest Limited*                                                                | 1,81,64,000              | 60.55                        | (1,81,64,000)                                      | (60.55)                      | -                        | -                            |
| 17           | Mulraj Gokuldas Udeshi                                                                 | 68,000                   | 0.23                         | -                                                  | -                            | 68,000                   | 0.23                         |
| 18           | Abhay Vithaldas Udeshi (HUF)                                                           | 65,600                   | 0.22                         | -                                                  | -                            | 65,600                   | 0.22                         |
| 19           | Hemant Vithaldas Udeshi (HUF)                                                          | 51,000                   | 0.17                         | -                                                  | -                            | 51,000                   | 0.17                         |
| 20           | Subhash Vithaldas Udeshi (HUF)                                                         | 50,000                   | 0.17                         | -                                                  | -                            | 50,000                   | 0.17                         |
| 21           | Dhruvi Subhash Udeshi                                                                  | 45,800                   | 0.15                         | -                                                  | -                            | 45,800                   | 0.15                         |
| 22           | Lajwanti Hemant Udeshi                                                                 | 39,000                   | 0.13                         | -                                                  | -                            | 39,000                   | 0.13                         |
| 23           | Trupti Abhay Udeshi                                                                    | 35,400                   | 0.12                         | -                                                  | -                            | 35,400                   | 0.12                         |
| 24           | Dhayvat Hemant Udeshi                                                                  | 7,600                    | 0.03                         | -                                                  | -                            | 7,600                    | 0.03                         |
| 25           | Varun Abhay Udeshi                                                                     | 7,600                    | 0.03                         | -                                                  | -                            | 7,600                    | 0.03                         |
| 26           | Neeta V Udeshi                                                                         | 21,000                   | 0.07                         | -                                                  | -                            | 21,000                   | 0.07                         |
| 27           | Bijal V Udeshi                                                                         | 13,400                   | 0.04                         | -                                                  | -                            | 13,400                   | 0.04                         |
| 28           | Aditi Subhash Udeshi                                                                   | 2,600                    | 0.01                         | -                                                  | -                            | 2,600                    | 0.01                         |
| 29           | Jyotika Abhay Udeshi                                                                   | 2,600                    | 0.01                         | -                                                  | -                            | 2,600                    | 0.01                         |
| 30           | Priyanka Subhash Udeshi                                                                | 2,600                    | 0.01                         | -                                                  | -                            | 2,600                    | 0.01                         |
| 31           | Sandeep Sudhir Udeshi                                                                  | 1,400                    | 0.00                         | -                                                  | -                            | 1,400                    | 0.00                         |
| 32           | Sanjhali Potdar                                                                        | 450                      | 0.00                         | -                                                  | -                            | 450                      | 0.00                         |
| 33           | Sudhir Vijaysinh Udeshi                                                                | 28,000                   | 0.09                         | -                                                  | -                            | 28,000                   | 0.09                         |
| 34           | Khushboo Sandeep Udeshi                                                                | 1,000                    | 0.00                         | -                                                  | -                            | 1,000                    | 0.00                         |
| 35           | Enlite Chemical Industries LLP                                                         | 2,42,500                 | 0.81                         | -                                                  | -                            | 2,42,500                 | 0.81                         |
| <b>Total</b> |                                                                                        | <b>2,01,37,490</b>       | <b>67.12</b>                 | <b>-</b>                                           | <b>-</b>                     | <b>2,01,37,490</b>       | <b>67.12</b>                 |

\*pursuant to the Scheme, Merged with Jayant Agro-Organics Limited



Sudhir V. Udeshi

(for and on behalf of all the allottees/ acquirers and Persons Acting in Concert)

Date: December 04, 2024

Place : Mumbai