# SSB CONSULTANTS & MANAGEMENT SERVICES PRIVATE LIMITED

*Reg Off: Plot No. 1-A, Sec 16 A, Noida -201301, U.P. India*

Date: February 20, 2013

The Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring
Rotunda Building,
Piroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001.
Fax : 022 – 22722041 / 61 / 37 / 39

National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E)
Mumbai - 400 051

Fax : 022 - 26598237 / 38, 26598347 / 48

**Sub: Disclosure / report under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir/Madam

Please find the enclosed intimation / disclosure in prescribed format as required under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for and on behalf of SSB Consultants & Management Services Private Limited and HSB Corporate Consultants Private Limited for the following proposed acquisitions on or after February 26, 2013:

1. Acquisition of 21,007,665 (13. 19 %) shares of Jubilant Life Sciences Limited by SSB Consultants & Management Services Private Limited from Jubilant Capital Private Limited

2. Acquisition of 15,824,979 (9.94 %) shares of Jubilant Life Sciences Limited by HSB Corporate Consultants Private Limited from Jubilant Securities Private Limited

This is for your information and records.

Thanking you,

Yours truly,

SSB Consultants & Management Services Pvt. Ltd.
Director

HSB Corporate Consultants Pvt. Ltd.
Director

**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) | | Jubilant Life Sciences Limited |
| 2. | Name of the acquirer(s) | | 1. SSB Consultants & Management Services Private Limited,<br>2. HSB Corporate Consultants Private 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 | | 1. SSB Consultants & Management Services Private Limited is the wholly owned subsidiary of promoter group company Jubilant Capital Private Limited and<br><br>2. HSB Corporate Consultants Private Limited is the wholly owned subsidiary of the promoter group company Jubilant Securities Private Limited. |
| 4. | Details of the proposed acquisition | | |
| | a. | Name of the person(s) from whom shares are to be acquired | 1. SSB Consultants & Management Services Private Limited shall acquire shares from Jubilant Capital Private Limited<br><br>2. HSB Corporate Consultants Private Limited shall acquire shares from Jubilant Securities Private Limited |
| | b. | Proposed date of acquisition | On or after February 26, 2013 |
| | c. | Number of shares to be acquired from each person mentioned in 4(a) above | 21,007,665 shares from Jubilant Capital Private Limited and<br>15,824,979 shares from Jubilant Securities Private Limited |
| | d. | Total shares to be acquired as % of share capital of TC | 23.13 % |
| | e. | Price at which shares are proposed to be acquired | Nil |
| | f. | Rationale, if any, for the proposed transfer | Inter-se transfer amongst holding companies and their wholly owned subsidiary companies. |
| 5. | Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer | | 10(1)(a)(iii) |
| 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. | | Rs. 218.94 per share (as on February 19, 2013) on NSE |

SSB Consultants & Management Services Pvt. Ltd.

Director

HSB Corporate Consultants Pvt. Ltd.

Director

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|---|---|---|---|---|---|---|
| 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. | | | No consideration involved. It is inters-se transfer by way of gift by each holding company to its wholly owned subsidiary company. | | |
| 9. | Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011(corresponding provisions of the repealed Takeover Regulations 1997) | | | Yes, the acquirers hereby declare that both the transferors and transferees have complied / will comply with applicable disclosure requirements in Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. | | |
| 10. | Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with. | | | Yes, the acquirers hereby declare that all the conditions specified under Regulation 10(1)(a) with respect to exemptions have 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)(*) | | | | | |
| | a.1 | SSB Consultants & Management Services Private Limited | | **Nil** | **Nil** | 21,007,665 | 13.19% |
| | a.2 | HSB Corporate Consultants Private Limited | | **Nil** | **Nil** | 15,824,979 | 9.94% |
| | a.3 | Mr. Hari Shankar Bhartia | | 360,885 | 0.23% | 360,885 | 0.23% |
| | a.4 | Mr. Shyam Sunder Bhartia | | 1,399,935 | 0.88% | 1,399,935 | 0.88% |
| | a.5 | Mr. Priyavrat Bhartia | | 3,085 | 0.00% | 3,085 | 0.00% |
| | a.6 | Mr. Shamit Bhartia | | 129,245 | 0.08% | 129,245 | 0.08% |
| | a.7 | Mrs. Kavita Bhartia | | 10,285 | 0.01% | 10,285 | 0.01% |
| | a.8 | Jubilant Stock Holding Pvt. Ltd. | | 21,740,992 | 13.65% | 21,740,992 | 13.65% |
| | a.9 | Vam Holdings Ltd. | | 5,681,400 | 3.57% | 5,681,400 | 3.57% |
| | a.10 | Jaytee Pvt. Ltd. | | 7,600 | 0.00% | 7,600 | 0.00% |
| | a.11 | Nikita Resources Pvt. Ltd. | | 3,504,540 | 2.20% | 3,504,540 | 2.20% |
| | a.12 | Rance Investment Holdings Ltd | | 2,400,000 | 1.51% | 2,400,000 | 1.51% |
| | a.13 | Cumin Investments Ltd. | | 2,400,000 | 1.51% | 2,400,000 | 1.51% |
| | a.14 | Torino Overseas Limited | | 770,445 | 0.48% | 770,445 | 0.48% |
| | | **Sub total (a)** | | **38,408,412** | **24.11%** | **75,241,056** | **47.24%** |

SSB Consultants & Management Services Pvt. Ltd.

Director

HSB Corporate Consultants Pvt. Ltd.

Director

| | | | | | | |
|---|---|---|---|---|---|---|
| | b | Seller (s) | | | | |
| | b.1 | Jubilant Capital Pvt. Ltd. | 21,007,665 | 13.19% | **Nil** | **Nil** |
| | b.2 | Jubilant Securities Pvt. Ltd. | 18,698,979 | 11.74% | 28,74,000 | 1.80% |
| **Sub total (b)** | | | **39,706,644** | **24.93%** | **2,874,000** | **1.80%** |
| **Grand Total (a + b)** | | | **78,115,056** | **49.04%** | **78,115,056** | **49.04%** |

**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.

SSB Consultants & Management Services Pvt. Ltd.

Director

HSB Corporate Consultants Pvt. Ltd.

Director

**Date: February 20, 2013**

**Place: Noida**