

SU-RAJ DIAMONDS AND JEWELLERY LIMITED

Phones : 4091 6300
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Administrative Office :
Su-Raj House, 73-C, Cross Road,
Opp. Seepz Warehouse Gate No.2,
MIDC, Marol, Andheri (E),
Mumbai - 400 093.

The Manager
Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, C-1, Block - G
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400 051

08th February, 2012

Dear Sir,

Symbol: SURAJDIAMN
Series: EQ

Sub.: Disclosure Pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares And Takeovers) Regulations, 2011

Ref.: Preferential Allotment of Equity Shares on conversion of Warrants

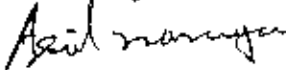
Please find enclosed herewith the captioned disclosure in respect of the allotment of 4,00,000 Equity Shares of Su-Raj Diamonds and Jewellery Limited (the Company) to the Promoter Group Company, "Kohinoor Diamonds Private Limited", consequent to the conversion of 4,00,000 Optionally Fully Convertible Warrants (OFCWs) into equivalent number of Equity Shares of Rs.10/- each of the Company out of the total 34,00,000 OFCWs allotted to Kohinoor Diamonds Private Limited on preferential basis.

We are enclosing herewith a copy of the said disclosure received by us from "Kohinoor Diamonds Private Limited".

Kindly take the same on record and acknowledge receipt.

Thanking you.

Yours faithfully,
For SU-RAJ DIAMONDS AND JEWELLERY LIMITED


ASISH NARAYAN
COMPANY SECRETARY

Encl. AS ABOVE



KOHINOOR DIAMONDS PRIVATE LIMITED

Registered Office: Ashoka Tower, Kesharba Market-2, Gotalawadi, Katargam, Surat- 395 004
Phone: (0261) 2535055 Fax: (0261) 2533435

06th February, 2012

Mr. Asish Narayan
Company Secretary
SU-RAJ DIAMONDS AND JEWELLERY LIMITED
73-CROSS ROAD, MIDC, MAROL
ANDHERI (EAST)
MUMBAI- 400093

Dear Sir,

Sub.: Disclosure Pursuant to Regulation 29(1) of SEBI (Substantial Acquisition of Shares And Takeovers) Regulations, 2011

Ref.: Preferential Allotment of Equity Shares on conversion of Warrants

Please find enclosed herewith the captioned disclosure in respect of the allotment of 4,00,000 Equity Shares of Su-Raj Diamonds and Jewellery Limited (the Company) to us, consequent to our exercise of option to convert of 4,00,000 Optionally Fully Convertible Warrants (OFCWs) into equivalent number of Equity Shares of Rs.10/- each of the Company out of the total 34,00,000 OFCWs allotted on preferential basis.

Kindly take the same on record and acknowledge receipt.

Thanking you.

Yours faithfully,
For KOHINOOR DIAMONDS PRIVATE LIMITED



Director/Authorised Signatory

Encl. AS ABOVE

**FORMAT FOR DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL
ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	SU-RAJ DIAMONDS AND JEWELLERY LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	KOHINOOR DIAMONDS PRIVATE LIMITED		
3. Whether the acquirer belongs to Promoter/Promoter group	PROMOTER GROUP		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The Bombay Stock Exchange Limited and National Stock Exchange of India Limited		
5. Details of the acquisition 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 (*)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	44,55,646	6.67%	6.34%
b) Voting rights (VR) otherwise than by equity shares	—	—	—
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)	34,00,000	5.09%	4.84%
Total (a+b+c)	78,55,646	11.76%	11.18%
Details of acquisition			
a) Shares carrying voting rights acquired	4,00,000	0.39%	0.38%
b) VRs acquired otherwise than by equity shares	—	—	—
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	30,00,000	2.90%	2.81%
Total (a+b+c)	34,00,000	3.29%	3.19%



After the acquisition, holding of:			
a) Shares carrying voting rights	48,55,646	4.69%	4.56%
b) VRs otherwise than by equity shares	—	—	—
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	30,00,000	2.90%	2.81%
Total (a+b+c)	*78,55,646	7.59%	7.37%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Preferential Allotment of Equity Shares on Conversion of Warrants		
7. Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	06.02.2012 (date of receipt of Intimation of allotment of shares)		
8. Equity share capital / total voting capital of the TC before the said acquisition	66,84,42,580/-		
9. Equity share capital/ total voting capital of the TC after the said acquisition	1,03,60,78,940/- **		
10. Total diluted share/voting capital of the TC after the said acquisition	1,06,60,78,940/-		

* Consequent to the above allotment to the Promoter Group Company i.e. Kohinoor Diamonds Private Limited the No. of Shares held by the 'Promoters and Promoter Group' has increased from 2,55,72,064 (38.26%) to 2,59,72,064 (25.07%)

** Includes 3,63,63,636 Equity Shares of Rs.10/- each allotted to FIs on 01st February, 2012

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants (30,00,000 OFCWs) into equity shares of the TC.



Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: 06.02.2012

