

December 7, 2013

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

Scrip Code : 500336

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
NSE Symbol : SURYAROSNI
cm1ist@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) dated 7th December, 2013 of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding acquisition of shares of Surya Roshni Limited (the target company) by M/s Sahaj Tie-up Private Limited (93,750 equity shares), M/s Shirin Commodeal Private Limited (98,750 equity shares), M/s S M Vyapaar Private Limited (70,000 equity shares), M/s Diwakar Marketing Private Limited (2,12,500 equity shares) & Shreyansh Mercantile Private Limited (2,25,000 equity shares) (the Acquirer(s) – all existing entities with the Persons Acting in concert with the Promoter) through Inter-se-transfer under regulation 10(1)(a)(iv) as detailed given below :

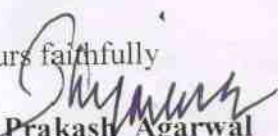
Serial No.	Name of the Declarant	Under Regulation
01	Jai Prakash Agarwal (Consolidated)	29(2)

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 : as above

Copy to : Surya Roshni Limited
Delhi Rohtak Road,
Prakash Nagar, Sankhol
Bahadurgarh - 124 507 (Haryana)

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

Name of the Target Company (TC)	M/s Surya Roshni Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	M/s Sahaj Tie-up Private Limited M/s-Shirin Commodeal Private Limited M/s S M Vyapaar Private Limited - (Formerly Lumax Mercantile Private Limited) M/s Diwakar Marketing Private Limited M/s Shreyansh Mercantile Private Limited (Acquirer(s) / Person Acting in concert with the Promoter) Promoter & Persons Acting in Concert other than the Acquirer - Jai Prakash Agarwal (Promoter) Other Persons Acting in Concert - Pankaj Innvestments Limited -Goel Die Cast Limited -Viksit Trading & Holding Pvt. Limited -Gargiya Finance & Investment Pvt Ltd. -Lustre Merchants Private Limited -Cubitex Marketing Private Limited - Jits Courier & Finance Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes – Person Acting in Concert (With the Promoter)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. The Stock Exchange, Mumbai 2. The National Stock Exchange of India Ltd		
Details of the acquisition / disposal as follows	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 under consideration, holding of :</u>			
a) Shares carrying voting rights	28056182	64.010	64.010

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b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity 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)	28056182	64.010	64.010
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired / sold			
* Person Acting in Concert as an entity - M/s. Sahaj Tie-up Private Limited - 93,750 - M/s Shirin Commodeal Pvt. Limited - 98,750 - M/s. S M Vyapaar Private Limited - 70,000 - M/s Diwakar Marketing Pvt Limited - 2,12,500 - M/s Shreyansh Mercantile Pvt. Limited - 2,25,000 (Transfer from existing entity i.e Lustre Merchants Private Limited (7,00,000 shares) which is part of Persons acting in concert with the Promoter)	700000*	1.597	1.597
less - Lustre Merchants Private Limited -- 7,00,000	-700000	-1.597	-1.597
(Transfer to existing entities M/s Sahaj Tie-up Private Limited, M/s Shirin Commodeal Private Limited, M/s S M Vyapaar Private Limited, M/s Diwakar Marketing Private Limited and M/s Shreyansh Mercantile Pvt. Limited (Collective transfer of 7,00,000 shares) which are part of Person Acting in Concert with the Promoter)			
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
d) Shares encumbered / invoked / released by the acquirer	Nil	Nil	Nil
Total (a+b+c+/-d)	Nil	Nil	Nil

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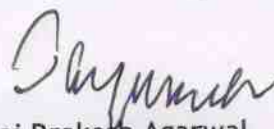
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	28056182	64.010	64.010
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
Total (a+b+c+d)	28056182	64.010	64.010
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)(iv)		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	06.12.2013		
Equity share capital / total voting capital of the TC before the said acquisition/sale	43831250 equity shares (face value Rs. 10/- per share)		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	43831250 equity shares (face value Rs. 10/- per share)		
Total diluted share/voting capital of the TC after the said acquisition/sale	43831250 equity shares (face value Rs. 10/- per share)		

Note:

(*) Total share Capital / Voting Capital to be taken as per the latest filing done by the Company to the Stock Exchange under Clause 35 of the Listing Agreement

(**) 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 : 7th December, 2013


Jai Prakash Agarwal
(Promoter of Surya Roshni Limited)