



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

|   |  |  |  |
|---|--|--|--|
| Name of the Target Company (TC)   | <b>Ruchi Soya Industries Limited</b>                                   |  |  |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer   | <b>JM Financial Services Limited<br/>JM Financial Products Limited</b> |  |  |
| Whether the acquirer belongs to Promoter/Promoter group   | <b>No</b>  |  |  |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed  | <b>National Stock Exchange of India Limited<br/>BSE Limited</b>        |  |  |
| 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 (**) |
| <b>Before the acquisition/disposal under consideration, holding of :</b>  |  |  |  |
| a) <del>Shares carrying voting rights</del>   | -  | -  | -  |
| b) <del>Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)</del>   |  |  |  |
| <b>(1) JM Financial Services Limited<sup>I</sup></b>  | <b>50,025</b>  | <b>0.01%</b>   | <b>0.01%</b>   |
| <b>(2) JM Financial Products Limited<sup>II</sup></b>   | <b>5,69,84,189</b>   | <b>17.06%</b>  | <b>17.06%</b>  |
| 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 TC (specify holding in each category)</del>               | -  | -  | -  |
| e) <b>Total (a+b+c+d)</b>   | <b>5,70,34,214</b>   | <b>17.07%</b>  | <b>17.07%</b>  |
| <b>Details of acquisition/(sale)</b>  |  |  |  |
| a) <del>Shares carrying voting rights acquired/sold</del>   | -  | -  | -  |
| b) <del>VRs acquired /sold otherwise than by shares</del>   | -  | -  | -  |
| 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<sup>III</sup></del>   |  |  |  |
| <b>(1) JM Financial Services Limited</b>  | <b>(50,025)</b>  | <b>(0.01%)</b>   | <b>(0.01%)</b>   |
| <b>(2) JM Financial Products Limited</b>  | <b>(23,61,377)</b>   | <b>(0.71%)</b>   | <b>(0.71%)</b>   |
| e) <b>Total (a+b+c+/-d)</b>   | <b>(24,11,402)</b>   | <b>(0.72%)</b>   | <b>(0.72%)</b>   |

**JM Financial Services Limited**

(Formerly known as JM Financial Services Private Limited)

Corporate Identity Number : U67120MH1998PLC115415

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|   |  |               |               |
|---|--|---------------|---------------|
| <b>After the acquisition/sale, holding of:</b>  |  |               |               |
| a) <del>Shares carrying voting rights</del>   | -  | -             | -             |
| b) Shares encumbered with the acquirer  | Nil  | -             | -             |
| (1) JM Financial Services Limited   | 5,46,22,812  | 16.35%        | 16.35%        |
| (2) JM Financial Products Limited <sup>IV</sup>   | -  | -             | -             |
| 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> | -  | -             | -             |
| <b>e) Total (a+b+c+d)</b>   | <b>5,46,22,812</b>   | <b>16.35%</b> | <b>16.35%</b> |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).  | <b>Off Market (Release of encumbrance)</b>   |               |               |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable  | <b>Release of encumbrance on shares aggregating more than 2% on April 30, 2015</b> |               |               |
| Equity share capital / total voting capital of the TC before the said acquisition/ sale   | <b>33,40,46,422 Equity Shares</b>  |               |               |
| Equity share capital/ total voting capital of the TC after the said acquisition/ sale   | <b>33,40,60,422 Equity Shares</b>  |               |               |
| Total diluted share/voting capital of the TC after the said acquisition/ sale   | <b>33,40,60,422 Equity Shares</b>  |               |               |

(\*) Total share capital/ voting capital is 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.

I These shares were held as margin from the client(s) as on July 15, 2013.

II These shares were held as collateral to secure the loan sanctioned/given to the borrower(s) as on July 15, 2013.

III This disclosure is made since the release of encumbrance (gross) on shares exceeded the threshold limit for disclosure on April 30, 2015.

IV These shares are held as collateral to secure the loan sanctioned / given to the borrower(s) as on April 30, 2015.

for JM Financial Services Limited

**Sonu Mehra**

Authorised Signatory

Place: Mumbai

Date: May 5, 2015