


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

|  |   |   |   |
|--|---|---|---|
| <b>Name of the Target Company (TC)</b>   |   | Jubilant FoodWorks Limited  |   |
| <b>Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer</b>   |   | JCPL Consultants & Management Services Private Limited (acquirer) alongwith PAC as per annexure A |   |
| <b>Whether the acquirer belongs to Promoter/Promoter group</b>   |   | Yes   |   |
| <b>Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>  |   | National Stock Exchange of India Ltd & The BSE Ltd.   |   |
| <b>Details of the acquisition/disposal as follows</b>  | <b>Number</b>   | <b>% w.r.t. total share/voting capital wherever applicable(*)</b>                                 | <b>% w.r.t. total diluted share/voting capital of the TC (**)</b> |
| <b>Before the acquisition under consideration, holding of :</b>  |   |   |   |
| a) Shares carrying voting rights   | acquirer: nil<br>PAC :32022954<br>total: 32022954   | acquirer: 0.0%<br>PAC: 48.84%<br>total : 48.84%   | acquirer: 0.0%<br>PAC: 48.84%<br>total : 48.84%                   |
| b) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/others)   | N.A   | N.A   | N.A   |
| c) Voting rights (VR) otherwise than by shares   | N.A   | N.A   | N.A   |
| 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)                   | N.A   | N.A   | N.A   |
| <b>e) Total(a+b+c+d)</b>   | acquirer: nil<br>PAC :32022954<br>total: 32022954   | acquirer: 0.0%<br>PAC: 48.84%<br>total : 48.84%   | acquirer: 0.0%<br>PAC: 48.84%<br>total : 48.84%                   |
| <b>Details of acquisition/sale</b>   |   |   |   |
| f) Shares carrying voting rights acquired/sold   | acquirer:32022947<br>PAC :7<br>total; 32022954  | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%   | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%                       |
| g) VRs acquired otherwise than by shares   | N.A   | N.A   | N.A   |
| h) 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     | N.A   | N.A   | N.A   |
| i) Shares encumbered/invoked/released by the acquirer  | N.A   | N.A   | N.A   |
| <b>j) Total (a+b+c+/-d)</b>  | acquirer:32022947<br>PAC :7<br>total; 32022954  | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%   | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%                       |
| <b>After the acquisition/sale (A); holding of:</b>   |   |   |   |
| e) Shares carrying voting rights   | acquirer:32022947<br>PAC :7<br>total; 32022954  | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%   | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%                       |
| f) Shares encumbered with the acquirer   | N.A   | N.A   | N.A   |
| g) VRs otherwise than by shares  | N.A   | N.A   | N.A   |
| h) 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 | N.A   | N.A   | N.A   |
| <b>i) Total (a+b+c+d)</b>  | acquirer:32022947<br>PAC :7<br>total; 32022954  | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%   | acquirer:48.84%<br>PAC: 0%<br>total: 48.84%                       |
| <b>Mode of acquisition/sale (e.g. open market / off-market / public issue/rights issue /preferential allotment / inter-se transfer, etc.)</b>  | Pursuant to the order of Hon'ble High Court of Allahabad approving the scheme of arrangement amongst Jubilant Enpro Pvt. Ltd. (holding company) and JCPL Consultants & Management Services Pvt. Ltd. (wholly owned subsidiary), the holding company has transferred the shares to its Wholly owned subsidiary |   |   |
| <b>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</b>  | 15th June, 2015   |   |   |
| <b>Equity share capital / total voting capital of the TC before the sale #</b>   | 655,697,900   |   |   |

For JCPL Consultants & Management Services Pvt. Ltd.

 Director

|  |             |
|--|-------------|
| Equity share capital/ total voting capital of the TC after the said sale # | 655,697,900 |
| #Total diluted share/voting capital of the TC after the said sale          | 655,697,900 |

(\* )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.

Note # : 655697900 is total paid up capital as on 31st March, 2015 i.e as per latest filing done by the Company under Clause 35. However, the target company has allotted 26335 ESOP on 14.5.15 and 39577 ESOP on 6.6.15

For JCPL Consultants & Management Services Pvt. Ltd.



Director

For JCPL Consultants & Management Services Private Limited  
(ACQUIRER)

Signature of Acquirer/seller/authorised signator:

Place: Noida , Date: 15<sup>th</sup> June 2015

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**ANNEXURE A**  
**JUBILANT FOODWORKS LIMITED**

|  | Pre-transaction    |                                   | Post transaction   |                                   |
|--|--------------------|-----------------------------------|--------------------|-----------------------------------|
|  | No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
| <b>Name of Transferee(*)</b>                                       |                    |                                   |                    |                                   |
| <b>(1) JCPL Consultants &amp; Management Services Pvt. Ltd.(*)</b> | 0                  | 0.00%                             | 32022947           | 48.84%                            |
| <b>Total Acquirer/transferee (A)</b>                               | 0                  | 0.00%                             | 32022947           | 48.84%                            |
| <b>PAC'S:</b>  |                    |                                   |                    |                                   |
| (1) Mr. Hari Shankar Bhartia                                       | 1                  | 0.00%                             | 1                  | 0.00%                             |
| (2) Mr. Shyam Sunder Bhartia                                       | 1                  | 0.00%                             | 1                  | 0.00%                             |
| (3) Love Life Vinimay Pvt. Ltd.^                                   | 1                  | 0.00%                             | 1                  | 0.00%                             |
| (4) Jubilant Capital Pvt. Ltd.                                     | 1                  | 0.00%                             | 1                  | 0.00%                             |
| (5) Jubilant Securities Pvt. Ltd.                                  | 1                  | 0.00%                             | 1                  | 0.00%                             |
| (6) Shobhana Bhartia   | 1                  | 0.00%                             | 1                  | 0.00%                             |
| (7) Kavita Bhartia   | 1                  | 0.00%                             | 1                  | 0.00%                             |
| <b>TOTAL PAC'S (B)</b>   | <b>7</b>           | <b>0.00%</b>                      | <b>7</b>           | <b>0.00%</b>                      |
| <b>Transferor:</b>   |                    |                                   |                    |                                   |
| <b>(1) Jubilant Enpro Pvt. Ltd.</b>                                | <b>32022947</b>    | <b>48.79%</b>                     | <b>0</b>           | <b>0.00%</b>                      |
| <b>Total TRANSFEROR (C)</b>  | <b>32022947</b>    | <b>48.79%</b>                     | <b>0</b>           | <b>0.00%</b>                      |
| <b>Grand Total A+B+C</b>   | <b>32022954</b>    | <b>48.84%</b>                     | <b>32022954</b>    | <b>48.84%</b>                     |

For JCPL Consultants & Management Services Pvt. Ltd.

  
Director