

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

1. Name of the Target Company (TC)	Jain Irrigation Systems		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Emerging Markets Growth Fund, Inc. ("EMGF") 11100 Santa Monica Boulevard Los Angeles, CA 90025		
3. Whether the acquirer belongs to Promoter / Promoter group	n/a		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India and Bombay Stock Exchange		
5. Details of the acquisition / disposal / holding 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 (*)
<u>Before the acquisition / disposal under consideration, holding of:</u>			
a) Shares carrying voting rights	19,457,864 ¹ (ISIN INE175A01038)	5.042% of share capital	5.042%
b) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	N.A.
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)	N.A.	N.A.	N.A.
Total (a + b + c)	19,457,864	5.042%	5.042%

¹ This is as per shareholding previously disclosed under Reg. 7(1) of SEBI (Acquisition of Shares & Takeovers) Regulations, 1997 on 20 September 2011 and the total sale (acquisition, if any) of shares till 8 August 2013 constitutes a cumulative change of more than 2% since such last reported shareholding, therefore, EMGF is making a disclosure to the Company as required in terms of Reg. 29(2) of SEBI (Acquisition of Shares & Takeovers) Regulations, 2011.

<u>Details of acquisition / sale</u>	Number	% w.r.t. total share / voting capital wherever applicable	% w.r.t. total diluted share / voting capital of the TC (*)
a) Shares carrying voting rights acquired / sold	-6,589,821 (ISIN INE175A01038 = 1 vote per share) 974,450 (ISIN IN9175A01010 = 0.10 vote per share)	-1.234% of share capital / -1.484% of voting capital	-1.234% of share capital / -1.484% of voting capital
b) VRs acquired / sold otherwise than by shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.
Total (a + b + c)	-5,615,371	-1.234% of share capital / -1.484% of voting capital	-1.234% of share capital / -1.484% of voting capital
<u>After the acquisition / sale, holding of:</u>			
a) Shares carrying voting rights	(ISIN INE175A01038) 12,868,043 (ISIN IN9175A01010) 974,450	3.043% of share capital / 2.963% of voting capital	3.043% of share capital / 2.963% of voting capital
b) VRs otherwise than by shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.

Total (a + b + c)	13,842,493	3.043% of share capital / 2.963% of voting capital	3.043% of share capital / 2.963% of voting capital
6. Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Sale through open market		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Transactions from 21 September 2011 to 08 August 2013		
8. Equity share capital / total voting capital of the TC before said acquisition / sale	454,914,282 share capital / 437,549,408 voting capital		
9. Equity share capital / total voting capital of the TC after said acquisition / sale	454,914,282 share capital / 437,549,408 voting capital		
10. Total diluted share voting capital of the TC after the said acquisition / sale	454,914,282 share capital / 437,549,408 voting capital		

Note:

(*) 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.



Walter R. Burkley, Vice President

Place: Los Angeles, California

Date: 09 August 2013