

January 30, 2018

The Secretary

BSE Limited

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

Bandra Kurla Complex, Bandra (E)

Mumbai – 400 051

NSE Symbol : SURYAROSNI

cmlist@nse.co.in

Sub.:SUBMISSION OF DISCLOSURE UNDER REGULATION 10 (6) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011 REGARDING REPORT TO STOCK EXCHANGES IN RESPECT OF ACQUISITION OF SHARES BY PROMOTER AND PROMOTER GROUP (PERSONS ACTING IN CONCERT (PAC) OF SURYA ROSHNI LIMITED IN RELIANCE UPON EXEMPTION PROVIDED UNDER REGULATION 10(1)(d)(ii) .

Dear Sir,

Please find enclosed disclosure under regulation 10(6) dated 30th January, 2018 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 regarding report to Stock Exchanges in respect of Acquisition of Shares by Promoter and Promoter Group (Persons Acting in Concert with the Promoter) of Surya Roshni Limited in the capacity as an acquirer(s) of shares in reliance upon exemption provided under regulation 10(1)(d)(ii) as detailed given below :

Serial No.	Name of the Acquirer	Under Regulation	Remarks
01	Jai Prakash Agarwal – Consolidated Report	10(6)	Report to Stock Exchanges for Acquisition of shares made in reliance upon exemption provided u/r 10(1)(d)(ii)

Please find the same in order.

Thanking you,
Yours faithfully

For and on behalf of Acquirers along with PACs



Jai Prakash Agarwal (DIN – 00041119)

Promoter & Executive Chairman

Surya Roshni Limited

Enclosed: as above

Copy to : Surya Roshni Limited

**Delhi Rohtak Road, Prakash Nagar, Sankhol
Bahadurgarh – 124 507 (Haryana)**

Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Surya Roshni Limited
2.	Name of the Acquirers	– Jai Prakash Agarwal – Goel Die Cast Limited – Sahaj Tie Up Private Limited – Shirin Commodeal Private Limited – Dicord Commodeal Private Limited – S M Vyapar Private Limited – Jits Courier and Finance Private Limited – B.M. Graphics Private Limited – Sadabahar Tradecomm Private Limited – Zatco Vyapar Private Limited (hereinafter referred to as “Acquirers”) – Urmil Agarwal – Vinay Surya – Diwakar Marketing Private Limited – Cubitex Marketing Private Limited – Shreyansh Mercantile Private Limited – Pankaj Investments Limited – Gargiya Finance and Investment Private Limited – Viksit Trading and Holding Private Limited – Lustre Merchants Private Limited (hereinafter referred to as “PACs”)
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares	Pursuant to Scheme of Arrangement of between Surya Global Steel Tubes Limited “Transferor Company” and Surya Roshni Limited “Transferee Company” approved by Hon’ble NCLT (Chandigarh Bench) vide order dated December 11, 2017, 64,69,018 (Sixty Four Lacs Sixty Nine Thousand and Eighteen) Equity Shares has been allotted on January 25, 2018 to ‘Promoter and Promoter Group’ shareholders pursuant to which the promoter shareholding increased from 2,77,54,726 (Two Crores Seventy Seven Lacs Fifty Four Thousand Seven Hundred and Twenty Six) representing 63.32% of the pre arrangement paid up share capital of the Target Company i.e. 4,38,31,250 (Four Crores Thirty Eight Lacs Thirty One Thousand Two Hundred and Fifty) Equity Shares of Rs. 10 (Rupees Ten) each to 3,42,23,744 (Three Crores Forty Two Lacs Twenty Three Thousand Seven Hundred

Surya Roshni

		and Forty Four) Equity Shares representing 62.90% of the post arrangement paid up share capital of the Target Company i.e. 5,44,08,974 (Five Crores Forty Four Lacs Eight Thousand Nine Hundred and Seventy Four) Equity Shares of Rs. 10 (Rupees Ten) each.			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1) (d)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	No, the disclosures was not required to be made under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 Not Applicable Not Applicable			
7.	Details of acquisition	Disclosures made/ required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made		
	a. Name of the transferor / seller	Not Applicable	Not Applicable		
	b. Date of acquisition	Not Applicable	Not Applicable		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable	Not Applicable		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable	Not Applicable		
	e. Price at which shares are proposed to be acquired / actually acquired	Not Applicable	Not Applicable		
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
Each Acquirers along with PACs					
	Acquirers				
	Jai Prakash Agarwal	18,39,416	4.20	23,05,723	4.24
	Goel Die Cast Limited	18,80,729	4.29	19,27,962	3.54
	Sahaj Tie Up Private Limited	31,16,250	7.11	31,25,087	5.74
	Shirin Commodeal Private Limited	20,98,750	4.79	21,16,189	3.89
	Dicord Commodeal Private Limited	Nil	NA	22,65,610	4.16
	S M Vyapaar Private Limited	19,70,000	4.49	19,83,920	3.65
	Jits Courier and Finance Private Limited	9,94,539	2.27	10,01,499	1.84
	B M Graphics Private Limited	Nil	NA	9,61,078	1.77
	Sadabahr Tradecomm Private Limited	Nil	NA	12,78,179	2.35

Sanjiv

Zatco Vyapar Private Limited	Nil	NA	14,03,455	2.58
PACs				
Urmil Agarwal	2,10,431	0.48	2,10,431	0.39
Vinay Surya	1,66,536	0.38	1,66,536	0.31
Diwakar Marketing Private Limited	56,37,500	12.86	56,37,500	10.36
Cubitex Marketing Private Limited	48,61,000	11.09	48,61,000	8.93
Shreyansh Mercantile Private Limited	31,78,000	7.25	31,78,000	5.84
Pankaj Investments Limited	9,69,348	2.21	9,69,348	1.78
Gargiya Finance And Investment Private Limited	5,22,487	1.19	5,22,487	0.96
Viksit Trading And Holding Private Limited	2,37,346	0.54	2,37,346	0.44
Lustre Merchants Private Limited	72,394	0.17	72,394	0.13
Total	27,754,726	63.62	34,223,744	62.90
Each Seller*	Nil	NA	Nil	NA

(*)There is no seller in the instant transaction, as the shares has been allotted pursuant to Scheme of Arrangement to the shareholders of Transferor Company which has been dissolved without being wound up, w.e.f. January 11, 2018.

For and on behalf of Acquirers along with PACs


(Jai Prakash Agarwal)

DIN - 00041119

Promoter & Executive Chairman

Surya Roshni Limited

Date: January 30, 2018

Place: New Delhi

