

BENGAL & ASSAM COMPANY LIMITEDSecretarial Deptt. : 'Gulab Bhawan', 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002

Telephone: 30179888, 30179899, Fax: 011-23739475

BACL:SE:2015
14th January 2015Fax/Confirmatory copy through speed post

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. Scrip Code of JK Tyre:530007 Fax: 022-22723121/2037	National Stock Exchange of India Ltd. Exchange Plaza, Bandra -Kurla Complex, Bandra(E). Mumbai -400 051 Scrip Code of JK Tyre: JKTYRE Fax: 022-26598237/38
--	--

Dear Sir,

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

(1) Please refer to our letter no. BACL:SE:2013 dated 19th December, 2013 submitting thereby the disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 on allotment of 43,03,350 Warrants to the constituents of Promoter/Promoter Group by JK Tyre & Industries Ltd. (JKT&I).

(2) As per the terms of the issue, each Warrant was convertible into one Equity Shares of ₹ 10/- each of JKT&I. In view of sub division of each Equity Share of ₹ 10/- each into five Equity Shares of ₹ 2/- each, the terms of issue of Warrants were suitably revised so as to make each warrant convertible into five Equity Shares of ₹ 2/- each of JKT&I. Accordingly, the said 43,03,350 Warrants have been converted into 2,15,16,750 Equity Shares of ₹ 2/- each of JKT&I on 8th January 2015.

(3) In this connection, we enclose herewith disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 upon conversion of Warrants into Equity Shares allotted to the following constituents of its Promoter and Promoter Group on preferential basis by JKT&I.

Name of the Acquirers	No. of Warrants Allotted	No. of Equity Shares allotted on conversion of Warrants
Bengal & Assam Company Ltd. (BACL)	24,25,600	1,21,28,000
BMF Investments Ltd. (BMF)	10,70,500	53,52,500
Florence Investech Ltd. (FIL)	4,97,750	24,88,750
Shri Bharat Hari Singhania (BHS)	45,500	2,27,500
Dr. Raghupati Singhania (RPS)	1,32,000	6,60,000
Smt. Vinita Singhania (VS)	1,32,000	6,60,000
Total:	43,03,350	2,15,16,750



FROM : FAX NO. : Jan. 14 2015 03:42PM P2

BENGAL & ASSAM COMPANY LIMITEDSecretarial Deptt. : 'Gulab Bhawan', 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002

Telephone: 30179888, 30179899, Fax: 011-23739475

(4) Bengal & Assam Company Limited and other allottees as mentioned above have received intimation for allotment of Equity shares by JKT&I on 12th January 2015.

Thanking you,

Yours faithfully,
For Bengal & Assam Company Ltd.


(Dillip Swain)
Company Secretary

Encl: As above

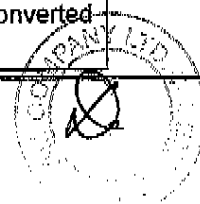
CC. The Company Secretary
JK Tyre & Industries Ltd.
Jaykaygram, PO-Tyre Factory,
Kankroli-313 342



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

Name of the Target Company (TC)	JK Tyre & Industries Ltd.			
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. Bengal & Assam Company Ltd. (BACL) 2. BMF Investments Ltd. (BMF) 3. Florence Investech Ltd. (FIL) 4. Shri Bharat Hari Singhania (BHS) 5. Dr. Raghupati Singhania (RPS) 6. Smt. Vinita Singhania (VS)			
Whether the acquirer belongs to Promoter/Promoter group	Yes			
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd. 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 (**)
Before the acquisition under consideration, holding of : a) Shares carrying voting rights	BACL	4,29,46,250	20.92	18.93
	BMF	24,55,000	1.20	1.08
	FIL	3,01,70,350	14.70	13.30
	BHS	7,04,570	0.34	0.31
	RPS	2,33,990	0.11	0.10
	VS	56,485	0.03	0.02
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)		-	-	-
c) Voting rights (VR) otherwise than by equity shares		-	-	-
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)	BACL	24,25,600	-	-
	BMF	10,70,500	-	-
	FIL	4,97,750	-	-
	BHS	45,500	-	-
	RPS	1,32,000	-	-
	VS	1,32,000	-	-
e) Total (a+b+c+d)		-	-	-

* As per the terms of the issue, each Warrant was convertible into one Equity Shares of ₹ 10/- each of JKT&I. In view of sub division of each Equity Share of ₹ 10/- into five Equity Shares of ₹ 2/- each, the terms of issue of Warrants were suitably revised so as to make each warrant convertible into five Equity Shares of ₹ 2/- each of JKT&I. Accordingly, the said 43,03,350 Warrants have been converted into 2,15,16,750 Equity Shares of ₹ 2/- each of JKT&I on 8th January 2015.



Details of acquisition/ sale	BACL	1,21,28,000*	5.35	5.35
a) Shares carrying voting rights acquired/sold	BMF	53,52,500*	2.36	2.36
	FIL	24,88,750*	1.10	1.10
	BHS	2,27,500*	0.10	0.10
	RPS	6,60,000*	0.29	0.29
	VS	6,60,000*	0.29	0.29
b) VRs acquired/ sold otherwise than by shares	-	-	-	-
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	-	-	-	-
d) Shares encumbered/ invoked/ released by the acquirer	-	-	-	-
e) Total (a+b+c+/-d)		2,15,16,750	9.49	9.49
After the acquisition/sale, holding of:	BACL	5,50,74,250	24.28	24.28
	BMF	78,07,500	3.44	3.44
	FIL	3,26,59,100	14.40	14.40
	BHS	9,32,070	0.41	0.41
	RPS	8,93,990	0.39	0.39
	VS	7,16,485	0.32	0.32
b) Shares encumbered with the acquirer	-	-	-	-
c) VRs otherwise than by shares	-	-	-	-
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	-	-	-	-
e) Total (a+b+c+d)		9,80,83,395	43.24%	43.24%

* As per the terms of the issue, each Warrant was convertible into one Equity Shares of ₹ 10/- each of JKT&I. In view of sub division of each Equity Share of ₹ 10/- into five Equity Shares of ₹ 2/- each, the terms of issue of Warrants were suitably revised so as to make each warrant convertible into five Equity Shares of ₹ 2/- each of JKT&I. Accordingly, the said 43,03,350 Warrants have been converted into 2,15,16,750 Equity Shares of ₹ 2/- each of JKT&I on 8th January 2015.

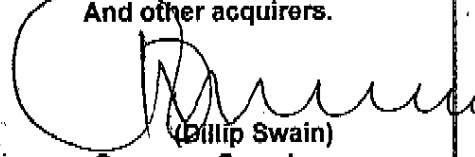


Mode of acquisition/sale (e.g. open market/ off- market/ public issue/ rights issue/ preferential allotment/ inter-se transfer etc.)	Conversion of Warrants allotted on preferential basis.
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	12 th January 2015
Equity share capital/ total voting capital of the TC before the said acquisition/sale	₹ 41,05,93,460 comprising of 20,52,96,730 Equity Shares of ₹ 2/- each (fully paid-up).
Equity share capital/ total voting capital of the TC after the said acquisition/sale	₹ 45,36,26,960 comprising of 22,68,13,480 Equity Shares of ₹ 2/- each (fully paid-up).
Total diluted share/voting capital of the TC after the said acquisition/sale	₹ 45,36,26,960 comprising of 22,68,13,480 Equity Shares of ₹ 2/- each.

(*) 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.

For and on behalf of Bengal & Assam Company Ltd.
And other acquirers.


(Phillip Swain)
Company Secretary

Place: New Delhi
Date: 14.01.2015