

Date: 15th July, 2013

By Fax / E-mail / Courier

Fax No. 022-26598237 / 38

Fax No. 022-22722039 / 2041

✓ (1) The Manager,
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National Stock Exchange of India Ltd.
Exchange Plaza,
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Email: cmist@nse.co.in

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bse.listing@bseindia.com

Sub: Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

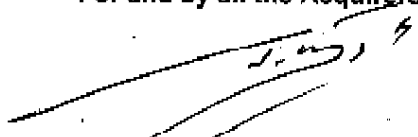
We hereby intimate about the proposed acquisition of shares of Fiem Industries Ltd. by way of Gift from our fellow Promoter, Mr. Rahul Jain.

In this regard, please find enclosed Disclosures under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of these Regulations.

This disclosure is by and on behalf of Acquirers of Shares as mentioned in the attached sheet.

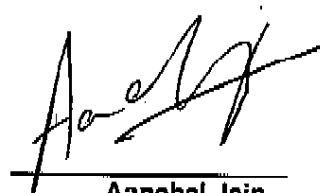
This is for your information and further dissemination please.

Thanking you
For and by all the Acquirers


Jagjevan Kumar Jain

(Directors / Promoters, Fiem Industries Ltd.)


Seema Jain


Aanchal Jain

Encls: A/a

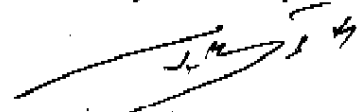
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**Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges
in respect of acquisition under Regulation 10(1)(a) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Fiem Industries Limited
2.	Name of the acquirer(s)	Acquirer(s) - Mr. Jagjeevan Kumar Jain - Mrs. Seema Jain - Ms. Aanchal Jain
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes, acquirer(s) are promoters of the TC prior to the transaction.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Rahul Jain
	b. Proposed date of acquisition	23 rd July, 2013.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	27,61,776
	d. Total shares to be acquired as % of share capital of TC	23.09%
	e. Price at which shares are proposed to be acquired	Nil (Gift)
	f. Rationale, if any, for the proposed transfer	Gift among immediate relatives.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 190.04
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Enclosed as <u>Annexure-A</u>
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Enclosed as <u>Annexure-A</u>
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Enclosed as <u>Annexure-A</u>

11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	- Acquirer(s) and PACs (other than sellers)(*)				
	Acquirer(s):				
	- Mr. Jagjeevan Kumar Jain	1891111	15.81	2960000	24.74
	- Mrs. Seema Jain	1754420	14.67	2960000	24.74
	- Ms. Aanchal Jain	312693	2.61	800000	6.69
	PACs:				
	- Fiem Auto Pvt. Ltd.	84400	0.71	84400	0.71
	- Jagjeevan Kumar Jain (HUF)	11538	0.10	11538	0.10
	Total of Acquirer(s) and PACs	4054162	33.90	6815938	56.98
	-Seller(s)				
	- Mr. Rahul Jain	4314116	36.06	1552340	12.98
	Total of Seller	4314116	36.06	1552340	12.98

For and by all the Acquirers


Jagjeevan Kumar Jain


Seema Jain


Aanchal Jain

Date: 15/07/2013

Place: Delhi.

Note:

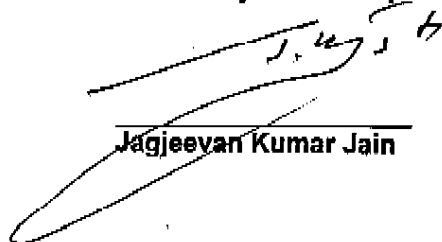
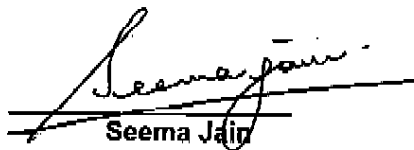
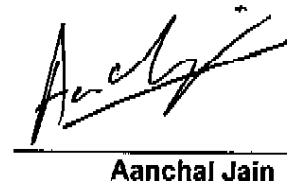
- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Annexure-A**DECLARATION BY THE ACQUIRERS**

We, all the acquirers of the shares of Fiem Industries Ltd., do hereby Declare and Confirm:

- (1) that the shares are being acquired as Gift; hence there will be no acquisition price applicable. Therefore, the condition that acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 of Format for Disclosures under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 would not be attracted.
- (2) that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).
- (3) that all the conditions specified under regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to exemptions has been duly complied with.

For and by all the Acquirers


Jagjeewan Kumar Jain
Seema Jain
Aanchal Jain

Date: 15/07/2013

Place: Delhi.

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