



Formerly known as: JPA HOLDINGS PVT. LTD.

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29-Dec-14

**The National Stock Exchange of India Limited**

Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E),  
Mumbai - 400 051.  
Fax: 022-26598237

**Bombay Stock Exchange Limited**

P.J. Towers,  
Dalal Street,  
Mumbai - 400 001  
Fax: 022-22723121

**SUB: DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SAST) REGULATIONS, 2011**

Dear Sir,

With reference to captioned subject, We hereby submit the necessary disclosure under the Regulations 29(2) of SEBI (SAST), Regulations, 2011.

You are requested to please take on record our above said information as per requirement of the SEBI (SAST) Regulations, 2011.

Thanking you.

**For JPA SOLUTIONS PRIVATE LIMITED**

A handwritten signature in black ink, appearing to read 'Jagdish'.

**Jagdish Mansukhani**  
**Director**  
**Din: 00012222**



**JPA SOLUTIONS PRIVATE LTD.**

*A J MAN Group Company*

STEEL | POWER | REALTY | INFRAPROJECTS | HOSPITALITY

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

|                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                            |                                                                |                                                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                                                                                                                                                                                                | MAN INDUSTRIES (INDIA) LIMITED                                                                                                                                                             |                                                                |                                                                  |
| 2. Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer                                                                                                                                                                                                                                                           | M/s. JPA Solutions Private Limited<br>Mr. J C Mansukhani<br>Mrs. Anita Jagdish Mansukhani<br>Jagdish Mansukhani (HUF)<br>Ms. Priyal Jagdish Mansukhani<br>M/s. Man Steel and Power Limited |                                                                |                                                                  |
| 3. Whether the acquirer belongs to Promoter/Promoter group                                                                                                                                                                                                                                                                                        | Yes                                                                                                                                                                                        |                                                                |                                                                  |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                                                                                                                                                                             | BSE & NSE                                                                                                                                                                                  |                                                                |                                                                  |
| 5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC                                                                                                                                                                                                                                          | <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> |
| <u>Before the acquisition/disposal under consideration, holding of :</u><br>a) Shares carrying voting rights<br>b) Voting rights (VR) otherwise than by equity shares<br>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) | 1,34,79,534 <sup>#</sup>                                                                                                                                                                   | 23.6%                                                          | 23.6%                                                            |
| <b>Total (a+b+c)</b>                                                                                                                                                                                                                                                                                                                              | <b>1,34,79,534<sup>#</sup></b>                                                                                                                                                             | <b>23.6%</b>                                                   | <b>23.6%</b>                                                     |

|                                                                                                                                                                                            |                                                                                 |               |               |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------|---------------|
| <u>Details of Transfer (Pledge)</u>                                                                                                                                                        |                                                                                 |               |               |
| a) Shares carrying voting rights acquired                                                                                                                                                  | 1,60,000                                                                        | 0.28%         | 0.28%         |
| b) VRs acquired otherwise than by equity 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     |                                                                                 |               |               |
| <b>Total (a+b+c)</b>                                                                                                                                                                       | <b>1,60,000</b>                                                                 | <b>0.28%</b>  | <b>0.28%</b>  |
| <u>After the Transfer, holding of:</u>                                                                                                                                                     |                                                                                 |               |               |
| a) Shares carrying voting rights                                                                                                                                                           | 1,33,19,534#                                                                    | 23.33%        | 23.33%        |
| b) VRs otherwise than by equity 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) after acquisition |                                                                                 |               |               |
| <b>Total (a+b+c)</b>                                                                                                                                                                       | <b>1,33,19,534#</b>                                                             | <b>23.33%</b> | <b>23.33%</b> |
| 6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)                                                | Debit of Shares to Lender's Demat Account against availing of loan <sup>1</sup> |               |               |
| 7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                              | 26/12/2014                                                                      |               |               |
| 8. Equity share capital / total voting capital of the TC before the said acquisition/sale                                                                                                  | Rs. 28,55,15,275/-<br>(5,71,03,055 equity shares of Rs.5/- each)                |               |               |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition/sale                                                                                                    | Rs. 28,55,15,275/-<br>(5,71,03,055 equity shares of Rs.5/- each)                |               |               |
| 10. Total diluted share/voting capital of the TC                                                                                                                                           | Rs. 28,55,15,275/-                                                              |               |               |

|                                 |                                            |
|---------------------------------|--------------------------------------------|
| after the said acquisition/sale | (5,71,03,055 equity shares of Rs.5/- each) |
|---------------------------------|--------------------------------------------|

**The shares shall be reversed upon repayment of the loan amount.**

**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.

For JPA Solutions Pvt. Ltd.



Jagdish Mansukhani (Director)  
Din: 00012222

Place: Mumbai  
Date: 29/12/2014

**List of Persons acting in concert and shares held by them:**

| Sr. No. | Name of the Acquirer / PAC         | Shares held before acquisition / disposal/pledge |       | Shares held after acquisition / disposal/pledge |       |
|---------|------------------------------------|--------------------------------------------------|-------|-------------------------------------------------|-------|
|         |                                    | Numbers                                          | %     | Number                                          | %     |
| 1       | M/s. JPA Solutions Private Limited | 21,56,234                                        | 3.78% | 9,96,234                                        | 1.74% |
| 2       | Mr. J C Mansukhani                 | 1,08,87,394                                      | 19.07 | 1,08,87,394                                     | 19.07 |
| 3       | Mrs. Anita Jagdish Mansukhani      | 1,66,580                                         | 0.29  | 1,580                                           | 0.00  |
| 4       | Jagdish Mansukhani (HUF)           | 57,500                                           | 0.10  | 57,500                                          | 0.10  |
| 5       | Ms. Priyal Jagdish Mansukhani      | 3,77,435                                         | 0.66  | 2,27,435                                        | 0.40  |
| 6       | M/s. Man Steel and Power Limited   | 8,34,391                                         | 1.46  | 8,34,391                                        | 1.46  |

\* Difference is due to transfer of shares to the lender as a pledge against the money borrowed. The same shall be reversed on repayment of the borrowed amount.