

JISL/SEC/2011/07

22.07.2011
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Bombay Stock Exchange Ltd. E-mail: jainmumbai@jains.com; Visit us at: www.jains.com.

Corporate Relation Department,
1st Floor, New Trading Wing
Rotunda Building,
P.J. Tower, Dalal Street,
Mumbai - 400 001.
Email : isc@bseindia.com

Fax No. :

022- 22723121/22722037(Day)
022-22721072 (Night)

Sub : Meeting of Sub Committee of the Board for allotment of shares arising out of exercise of options granted to Employee associates including working directors.

Ref. : Clause 22 of Listing Agreement.

Company Code No.500219 (BSE), JISLJALEQS (NSE)

Dear Sir,

Please take notice that at a meeting of sub committee of Directors of the Company today allotment of Equity Shares arising out of exercise of options granted to employee associates including working directors has been completed as follows.

The sub committee was constituted for the purpose of allotment of Equity Shares arising out of exercise of options granted to employee associates including working directors by the Compensation Committee of the Company on 25-08-2009.

The sub committee of Directors has allotted shares as follows:

Particulars	No. of Shares allotted under ESOP 1	No. of Shares allotted under ESOP 2	No. of Shares allotted under ESOP 3	Total
No of ESOP (Post Split)	1,500	134,200	25,925	161,625

Attached is a resolution passed by the sub committee of Directors for the purpose of allotment for your reference and records.

We shall send you the Listing application for the above allotment immediately after credit of shares.

The Exchange has already granted an "In Principle" approval for the issue and allotment of the shares as above earlier vide its letter reference List/smg/sm/ps/2006 dated 31.05.2006

Please take this on record and acknowledge the receipt of the intimation.

Thanking you,

For Jain Irrigation Systems Ltd.,


A.V. Ghodgaonkar
Company Secretary.

CC To : National Stock Exchange Ltd., Please refer to your approval letter NSE/LIST/24242-W dated 26.06.06
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051.

Fax No. 022 - 26598237 / 38.

Email : cmllist@nse.co.in



Jain Irrigation Systems Ltd.

Small Ideas. Big Revolutions.®

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SUB COMMITTEE OF BOARD OF DIRECTORS OF JAIN IRRIGATION SYSTEMS LTD. IN THE MEETING HELD AT JALGAON ON 22nd JULY 2011.

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"RESOLVED pursuant to approval of the Shareholders under Section 81(1A) of the Companies Act, 1956 at their meeting dated 30.09.2005, **THAT** 161,625 Equity Shares of Rs.2 each of the Company be and are hereby authorized to be issued and allotted as per details given below to the eligible employee (including the eligible working Directors and Non Executive Directors) in lieu of conversion of options into underlying Equity shares as per Employees Stock Options and Shares Plan, 2005 (ESOP 2005):

Particulars	No. of Shares allotted under ESOP 1	No. of Shares allotted under ESOP 2	No. of Shares allotted under ESOP 3	Total
No of ESOP (Post Split)	1,500	1,34,200	25,925	161,625

Sl No.	Particulars	ESOP 1	ESOP Lot 2	ESOP Lot 3	Total
1	No. of Options (Post Split)	25,00,000	25,00,000	25,00,000	75,00,000
2	Shares already issued	23,56,550	20,90,425	24,45,325	68,92,300
2	Options due for exercise	1,43,450	4,09,575	54,675	6,07,700
3	Options Exercised and Shares allotted	1,500	1,34,200	25,925	1,61,625
4	Price Rs. per Share (Post Split)	61.552	82.692	113.60	
5	Amount (Rs.)	92,328	1,10,97,266.40	29,45,080.00	1,41,34,674.40

FURTHER RESOLVED THAT the above 1,61,625 Equity Shares be and are hereby authorized to be issued in demat/physical segment after completion of procedure related thereto.

FURTHER RESOLVED THAT the physical Share Certificates be and are hereby authorised to be issued to the employees having no demat account under common seal of the Company under facsimile signature of Shri Ashok B Jain, Vice Chairman and Shri Anil B Jain, Managing Director and Shri A V Ghodgaonkar, Company Secretary or Shri J M Taparia, Authorised Person of the Company.

FURTHER RESOLVED THAT the Equity Shares now allotted shall rank pari passu with the existing Equity Shares of the Company in all respect.

FURTHER RESOLVED THAT The provisions of lock in for the above shares are not applicable as the options have already served the lock in period as per applicable regulations /guidelines.

FURTHER RESOLVED THAT Mr. Anil B. Jain, Managing Director or Mr. Ajit B Jain, Joint Managing Director or Mr. A.V. Ghodgaonkar, Company Secretary be and are hereby authorised individually to sign and file:

- A Return of allotment in Form 2 with Registrar of Companies, Maharashtra, Mumbai within prescribed time.
- To approach Stock Exchanges for complying various formalities to enable listing and trading of aforesaid equity shares on all exchanges where the Company's shares are listed, including but not limited to signing of application, agreement, declaration, undertakings and such other documents as the Stock Exchanges may require or payment of fees etc.
- To take actions, deeds, things on matters, give such directions or instructions for settling any questions doubt or difficulty which may arise with regard to the issue or allotment of the said Shares and to take appropriate actions to bring into effect the decision of above resolution.

///CERTIFIED TRUE COPY///

For Jain Irrigation Systems Ltd.,


A V Ghodgaonkar
Company Secretary



Quality is way of Life
Jain Irrigation, Plastic Park is an ISO 9001,
ISO 14001 & BS OHSAS 18001 Certified Company

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