

JISL/SEC/2016/08/B-2/B-6

05<sup>th</sup> August, 2016

To,  
Bombay Stock Exchange Ltd.,  
Corporate Relationship Department,  
1st Floor, New Trading Wing, Rotunda  
Building, P. J. Tower, Dalal Street,  
Mumbai - 400 001.  
Fax No. 022- 22723121/22722037 (Day)  
022-22721072 (Night)  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

To,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051.  
Fax No. : 022-26598237/38  
Email : [cc@nse.co.in](mailto:cc@nse.co.in)

Ref: Code No. 500219 (BSE) JISLJALEQS (NSE) Ordinary Equity shares  
Code No. 570004 (BSE) & JISLDVREQS (NSE) for DVR Equity Shares

Sub: Disclosure received under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers), Regulations, 2011.

Dear Sir/Madam,

We have received the attached disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers), Regulations, 2011, from AZB & Partners acting for their clients MK Shareholders (consist of MKCP Institutional Investor (Mauritius) II Ltd., Lantau Institutional Investor (Mauritius) Ltd., and Vista Institutional Investor (Mauritius) Ltd.,) by e-mail and Fax, stating that the MK Shareholders have collectively sold an aggregate of 10,141,579 Equity Shares of the Company in tranches with the most recent trade on 04<sup>th</sup> August, 2016.

Please find attached herewith the disclosure received, take the same on record and acknowledge.

Thanking you,  
Yours faithfully,  
For Jain Irrigation Systems Limited,

  
A. V. Ghodgaonkar,  
Company Secretary

Cc:- MKCP Institutional Investor (Mauritius) II Ltd.  
Mount Kellett, 11<sup>th</sup> Floor, Medine Mews, La Chaussee Street,  
Port Louis, Mauritius.

Vista Institutional Investor (Mauritius) Ltd.  
Mount Kellett, 11<sup>th</sup> Floor, Medine Mews, La Chaussee Street,  
Port Louis, Mauritius.

Lantau Institutional Investor (Mauritius) Ltd.  
Mount Kellett, 11<sup>th</sup> Floor, Medine Mews, La Chaussee Street,  
Port Louis, Mauritius.

## Investor,Jisl

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**From:** Meghal Mehta <meghal.mehta@azbpartners.com>  
**Sent:** Friday, August 05, 2016 2:52 PM  
**To:** avdhut.ghodgaonkar@jains.com; investor.corr@jains.com; shares@jains.com  
**Subject:** Reporting under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011  
**Attachments:** ANNEXURE- Regulation 29(2) - August 5, 2016.PDF; Cover Letter for Reg 29(2) of takeover Regulations - Company - August 5, 2016.pdf

Dear Sir,

We are writing on behalf of MKCP Institutional Investor (Mauritius) II Ltd. ("**MKCP**") and Vista Institutional Investor (Mauritius) Ltd. ("**Vista**"), affiliates of Mount Kellett Capital Management LP (hereinafter referred to as the "**MK Shareholders**").

We would like to inform you that MK Shareholders have collectively sold an aggregate of 10,141,579 equity shares of Jain Irrigation Systems Limited, in tranches with the most recent trade on August 4, 2016.

In this regard, please find attached the requisite disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the above on record.

Thanking you,

Regards,

**AZB & Partners**

**AZB & PARTNERS**

AZB House | Peninsula Corporate Park | Ganpatrao Kadam Marg | Lower Parel | Mumbai 400 013

Tel: + 91 22 6639 6880 | Fax: + 91 22 6639 6888



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Communicating through email is not secure and capable of interception, corruption and delays and anyone communicating with AZB & PARTNERS by email accepts the risks involved and their consequences.



August 5, 2016

From

**MKCP Institutional Investor (Mauritius) II Ltd.**

Mount Kellett, 11th Floor, Medine Mews, La Chaussee Street,  
Port Louis, Mauritius

**Vista Institutional Investor (Mauritius) Ltd.**

Mount Kellett, 11th Floor, Medine Mews, La Chaussee Street,  
Port Louis, Mauritius

To

**Jain Irrigation Systems Limited,**

Jain Plastic Park, N. H. No. 6,

Bambhori, Jalgaon, - 425001

Maharashtra

Tel: + 91 (257) 2258011/22

Fax No: + 91 (257) 2258111/22

**Attn:** Mr. Avdhut Ghodgaonkar, Company Secretary

**Sub: Reporting under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").**

Dear Sir,

As required under Regulation 29(2) of the Takeover Regulations, we, MKCP Institutional Investor (Mauritius) II Ltd. ("**MKCP**") and Vista Institutional Investor (Mauritius) Ltd. ("**Vista**"), the undersigned, affiliates of Mount Kellett Capital Management LP (hereinafter referred to as the "**Shareholders**"), hereby intimate you that on:

- a) Jul 15, 2016 MKCP sold 388,648 Equity Shares of the Company as market sale on NSE;
- b) Jul 15, 2016 Vista sold 11,352 Equity Shares of the Company as market sale on NSE;
- c) Jul 18, 2016 MKCP sold 686,849 Equity Shares of the Company as market sale on NSE;
- d) Jul 18, 2016 Vista sold 20,062 Equity Shares of the Company as market sale on NSE;
- e) Jul 19, 2016 MKCP sold 361,004 Equity Shares of the Company as market sale on NSE;
- f) Jul 19, 2016 Vista sold 10,545 Equity Shares of the Company as market sale on NSE;
- g) Jul 20, 2016 MKCP sold 501,211 Equity Shares of the Company as market sale on NSE;
- h) Jul 20, 2016 Vista sold 14,640 Equity Shares of the Company as market sale on NSE;



- i) Jul 21, 2016 MKCP sold 429,067 Equity Shares of the Company as market sale on NSE;
- j) Jul 21, 2016 Vista sold 12,533 Equity Shares of the Company as market sale on NSE;
- k) Jul 22, 2016 MKCP sold 406,465 Equity Shares of the Company as market sale on NSE;
- l) Jul 22, 2016 Vista sold 11,872 Equity Shares of the Company as market sale on NSE;
- m) Jul 25, 2016 MKCP sold 787,012 Equity Shares of the Company as market sale on NSE;
- n) Jul 25, 2016 Vista sold 22,988 Equity Shares of the Company as market sale on NSE;
- o) Jul 26, 2016 MKCP sold 92,562 Equity Shares of the Company as market sale on NSE;
- p) Jul 26, 2016 Vista sold 2,704 Equity Shares of the Company as market sale on NSE;
- q) Jul 27, 2016 MKCP sold 1,063,665 Equity Shares of the Company as market sale on NSE;
- r) Jul 27, 2016 Vista sold 31,069 Equity Shares of the Company as market sale on NSE;
- s) Jul 28, 2016 MKCP sold 971,620 Equity Shares of the Company as market sale on NSE;
- t) Jul 28, 2016 Vista sold 28,380 Equity Shares of the Company as market sale on NSE;
- u) Jul 29, 2016 MKCP sold 384,761 Equity Shares of the Company as market sale on NSE;
- v) Jul 29, 2016 Vista sold 11,239 Equity Shares of the Company as market sale on NSE;
- w) Aug 01, 2016 MKCP sold 586,858 Equity Shares of the Company as market sale on NSE;
- x) Aug 01, 2016 Vista sold 17,142 Equity Shares of the Company as market sale on NSE;
- y) Aug 02, 2016 MKCP sold 1,491,436 Equity Shares of the Company as market sale on NSE;
- z) Aug 02, 2016 Vista sold 43,564 Equity Shares of the Company as market sale on NSE;
- aa) Aug 03, 2016 MKCP sold 1,479,777 Equity Shares of the Company as market sale on NSE;
- bb) Aug 03, 2016 Vista sold 43,223 Equity Shares of the Company as market sale on NSE;
- cc) Aug 04, 2016 MKCP sold 222,823 Equity Shares of the Company as market sale on NSE;
- dd) Aug 04, 2016 Vista sold 6,508 Equity Shares of the Company as market sale on NSE;

In this regard, please find attached as Annexure, the requisite disclosures under Regulation 29(2) of the Takeover Regulations.


Kindly take the above on record and please acknowledge receipt.




Thanking you,

Yours faithfully,

For MKCP INSTITUTIONAL INVESTOR (MAURITIUS) II LTD.

  
Name: Patrick Lee Mo Lin  
Title: Director  
Place: Republic of Mauritius

For VISTA INSTITUTIONAL INVESTOR (MAURITIUS) LTD.

  
Name: Patrick Lee Mo Lin  
Title: Director  
Place: Republic of Mauritius

Encl: As above.



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

1. Name of the Target company (TC)	<b>Jain Irrigations Systems Limited</b>		
2. Names of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Seller: 1. MKCP Institutional Investor (Mauritius) Ltd. ("MKCP") 2. Vista Institutional Investor (Mauritius) Ltd. ("Vista")		
3. Whether the acquirer belongs to Promoter / Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited ("BSE") 2. National Stock Exchange of India Limited ("NSE")		
5. Details of the 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 disposal under consideration, holding of :			
a) Shares carrying voting rights	a) MKCP: 32,732,088 Vista: 956,078	a) MKCP: 7.16% Vista: 0.21%	a) MKCP: 6.28% Vista: 0.18%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
Total (a+b+c+d)	33,688,166	7.37%	6.46%





Details of sale*			
a) Shares carrying voting rights sold	a) MKCP: 9,853,758 b) Vista: 287,821	a) MKCP: 2.16% b) Vista: 0.06%	a) MKCP: 1.89% b) Vista: 0.06%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
Total (a+b+c+/-d)	10,141,579	2.22%	1.95%
After the sale, holding of:			
a) Shares carrying voting rights	a) MKCP: 22,878,330 b) Vista: 668,257	b) MKCP: 5.00% c) Vista: 0.15%	b) MKCP: 4.39% c) Vista: 0.13%
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding	NIL	NIL	NIL



in each category) after acquisition.			
Total (a+b+c+d)	23,546,587	5.15%	4.52%
Mode of acquisition/ sale (e.g. open market / off-market/ public issue/ rights issue/ preferential allotment/ inter se transfer etc).	Open Market Sale		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable.*	<b>Date</b>	<b>Quantity</b>	<b>Exchange on which trade was executed</b>
	Jul 15, 2016	MKCP: 388,648	NSE
	Jul 15, 2016	Vista: 11,352	NSE
	Jul 18, 2016	MKCP: 686,849	NSE
	Jul 18, 2016	Vista: 20,062	NSE
	Jul 19, 2016	MKCP: 361,004	NSE
	Jul 19, 2016	Vista: 10,545	NSE
	Jul 20, 2016	MKCP: 501,211	NSE
	Jul 20, 2016	Vista: 14,640	NSE
	Jul 21, 2016	MKCP: 429,067	NSE
	Jul 21, 2016	Vista: 12,533	NSE
	Jul 22, 2016	MKCP: 406,465	NSE
	Jul 22, 2016	Vista: 11,872	NSE
	Jul 25, 2016	MKCP: 787,012	NSE
	Jul 25, 2016	Vista: 22,988	NSE
	Jul 26, 2016	MKCP: 92,562	NSE
	Jul 26, 2016	Vista: 2,704	NSE
	Jul 27, 2016	MKCP: 1,063,665	NSE
	Jul 27, 2016	Vista: 31,069	NSE
	Jul 28, 2016	MKCP: 971,620	NSE
	Jul 28, 2016	Vista: 28,380	NSE
	Jul 29, 2016	MKCP: 384,761	NSE
	Jul 29, 2016	Vista: 11,239	NSE
	Aug 01, 2016	MKCP: 586,858	NSE
	Aug 01, 2016	Vista: 17,142	NSE
	Aug 02, 2016	MKCP: 1,491,436	NSE
	Aug 02, 2016	Vista: 43,564	NSE
	Aug 03, 2016	MKCP: 1,479,777	NSE
	Aug 03, 2016	Vista: 43,223	NSE
	Aug 04, 2016	MKCP: 222,823	NSE
	Aug 04, 2016	Vista: 6,508	NSE





Equity share capital/ total voting capital of the TC before the said sale	457,219,978
Equity share capital/ total voting capital of the TC after the said sale	457,219,978
Total diluted share/voting capital of the TC after the said sale	521,419,978

(\*)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.

Signature of the MKCP Institutional Investor (Mauritius) II Ltd (seller) / Authorised Signatory



Name: Patrick Lee Mo Lin  
Place: Republic of Mauritius  
Date : August 05, 2016

Signature of the Vista Institutional Investor (Mauritius) Ltd. (seller) / Authorised Signatory



Name: Patrick Lee Mo Lin  
Place: Republic of Mauritius  
Date : August 05, 2016

