



Jay Shree Tea & Industries Ltd.



B K BIRLA GROUP OF COMPANIES

RKG/Demerger/ 10673

Date: 30.09.2015

The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No.C/1, Block - G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400051

Dear Sir,

Sub: Grant of approval under Clause 24(f) of the Listing Agreement for proposed Scheme of Arrangement between Jay Shree Tea & Industries Ltd. and Majhaulia Sugar Industries Pvt. Ltd. and Jayantika Investment & Finance Ltd. and their respective shareholders.

With reference to the above, we are submitting herewith the following documents in relation to demerger of Sugar Division and Jay Shree Beneficiary Trust Unit of Jay Shree Tea & Industries Ltd. (JSTIL) to Majhaulia Sugar Industries Pvt. Ltd. (MSIPL) and Jayantika Investment & Finance Ltd. (JIFL) respectively:

1. Certified copy of Scheme of Arrangement proposed to be filed before the High Court (Annexure A).
2. Report from the Audit Committee recommending the draft scheme (Annexure B).
3. Fairness opinion by Merchant Banker (Annexure C).
4. Shareholding pattern of all the companies - pre and post Arrangement as per Clause 35 of the Listing Agreement (Annexure D).
5. Audited financials of all the companies for the last 3 financial years (Annexure E).
6. Auditor's Certificate confirming the compliance of the accounting treatment as specified in the Clause 24(i) of the Listing Agreement (Annexure F).
7. Networth Certificate of the Company - pre and post Arrangement (Annexure G).
8. Auditor's Certificate certifying percentage turnover and profitability of the division, being hived off vis-à-vis the other divisions of the Company (Annexure H).



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9. Certified true copy of the resolution passed by the Board of Directors of the company approving the Scheme of Arrangement (Annexure I).
10. Undertaking in accordance with Clause 24(g) of Listing Agreement (Annexure J).
11. Compliance Report as per Clause 49 of the Listing Agreement (Annexure K).
12. Rationale behind the Scheme of Arrangement (Annexure L)
13. Brief details of all the companies (Annexure M).
14. The contact person's name is Mr. R.K. Ganeriwala, President & Secretary of the Company. He may be contacted at +913322822945 / +919830052060 / rkg@jayshreetea.com.

We shall be grateful, if you kindly grant your in-principle approval of the Scheme under Clause 24(f) of the Listing Agreement, at the earliest.

Thanking you,

Yours sincerely,

For: JAY SHREE TEA & INDUSTRIES LTD.

**R.K. GANERIWALA
President & Secretary**

Encl: a/s