



**ITCL**

IL&FS Trust Company Limited

July 21, 2016

To,

General Manager,  
Department of Corporate Services,  
14<sup>th</sup> Floor, Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

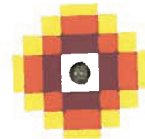
**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	JMT Auto Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IL&FS Trust Company Ltd (In our capacity as Security Trustee for the three facilities described in the note)  IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
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	Bombay Stock Exchange Limited (BSE) National Stock Exchange of India Ltd (NSE)		
5. Details of the acquisition / disposal as follows	<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>
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	-----	-----	-----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	18,07,06,100	71.73%	-----
c) Voting rights (VR) otherwise than by shares	-----	-----	-----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-----	-----	-----

Regd. Office : IL&FS Financial Centre, Plot No. C - 22, G Block, 7th Floor, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, INDIA  
Bangalore Office : IL&FS Trust Company Ltd., AL-Latheef, 1st Floor, No. 2 Union Street, Off Infantry Road, Bangalore - 560001, INDIA  
New Delhi Office : IL&FS Trust, Company Ltd., A-268, 1st Floor, Bhishm Pitahamah Marg, Defence Colony, New Delhi - 110024, INDIA  
Kolkata Office : IL&FS Trust Company Ltd., IL&FS Constantia, 3rd Floor, 11 Dr. U. N. Bramachari Street, Kolkata - 700017, INDIA

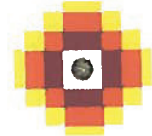
Corporate Identity Number (CIN) : U66020MH1995PLC095507

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<b>Total (a+b+c+d)</b>	<b>18,07,06,100</b>	<b>71.73%</b>	<b>ITCL</b>
<b>Details of acquisition/ Sale</b>			IL&FS Trust Company Limited
a) Shares carrying voting rights acquired (pledge) / sold	----	----	----
b) VRs acquired/sold otherwise than by 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	----	----	----
d) Shares encumbered/ <del>invoked</del> /released by the acquirer	(18,07,06,100) 18,07,06,100	(71.73%) 71.73%	----
<b>Total (a+b+c+d)</b>	<b>---</b>	<b>---</b>	<b>---</b>
<b>After the acquisition/ sale holding of:</b>			
a) Shares carrying voting rights	----	----	----
b) Shares encumbered with the acquirer	18,07,06,100	71.73%	----
c) VRs otherwise than by shares	----	----	----
d) 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+d)</b>	<b>18,07,06,100</b>	<b>71.73%</b>	<b>---</b>
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	off market		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 19, 2016		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	25,19,16,070 Shares		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	25,19,16,070 Shares		
Total diluted share/voting capital of the TC after the said acquisition	NA		

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IL&FS Trust Company Limited

Note :

(i) 18,07,06,100 (1,25,00,000 + 16,82,06,100 ) Equity Shares of JMT Auto Limited have been released on 19.07.2016 from the pledge of IL&FS Trust Company Ltd (ITCL) in capacity as a Security Trustee in order to secure (a) the term loan facility availed by WLD Investments Private Limited pursuant to facility agreement dated December 28, 2015; and (b) the term loan facility availed by Brassco Engineering Limited pursuant to facility agreement dated March 28, 2016 (both facilities collectively, the "Original Facilities").

(ii) 18,07,06,100 (1,25,00,000 + 16,82,06,100 ) Equity Shares of JMT Auto Limited have been re-pledged with IL&FS Trust Company Ltd (ITCL) on 19.07.2016, in capacity as a Security Trustee in order to secure, collectively, on a *pari passu* basis, the Original Facilities and the additional term loan facility availed by Brassco Engineering Limited pursuant to the facility agreement dated June 30, 2016.

As per Securities Exchange Board of India letter dated August 08, 2014 (enclosed for your reference), the primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender and not on the Trustee. However, out of abundant caution, ITCL in its capacity as security trustee are disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

For IL&FS Trust Company Limited

*JM*

**Jatin Chonani**

**Senior Manager - Compliance**

Place: Mumbai

Date: July 21, 2016

*Chonani*

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