

JINDAL PHOTO LIMITED

JPL/SECT/JUNE26/031

June 29, 2026

The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C-1 Block – G, Bandra-Kurla Complex Bandra (East), Mumbai –400051. NSE Scrip Code: JINDALPHOT	The Deptt of Corporate Services The BSE Ltd. 25, PJ Towers, Dalal Street Mumbai – 400001. BSE Scrip Code:532624
--	---

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and receipt of the Initial Public Announcement dated June 29, 2026, under the SEBI (Delisting of Equity Shares) Regulations, 2021 (“SEBI Delisting Regulations 2021”) in relation to the proposal to Voluntary Delist the Equity Shares of Jindal Photo Limited (“Company”). (“Delisting Offer”)

Dear Sir/Madam,

The Company is in receipt of the Initial Public Announcement dated June 29, 2026 made by Saffron Capital Advisors Private Limited, Manager to the Offer, for and on behalf of Concatenate Power Advest Private Limited (“**Acquirer 1**”), Concatenate Advest Advisory Private Limited (“**Acquirer 2**”), being part of promoter group of the Company, and Jindal India Power Limited as person acting in concert (“**PAC**”) in accordance with Regulation 8 of the SEBI Delisting Regulations, 2021 as amended, expressing their intention to (a) acquire all the equity shares that are held by public shareholders and (b) consequently voluntarily delist the equity shares from BSE limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) (the stock exchanges where the equity shares of the company are presently listed), by making a delisting offer in accordance with the SEBI Delisting Regulations, 2021. (“**Initial Public Announcement**” or “**IPA**”).

A copy of the IPA is enclosed for your reference and records. We request you to disseminate the same on your website at the earliest.

This is for your information and records please.

Thanking you

For Jindal Photo Limited

Mukta Sharma
Company Secretary
M. No.: F9806

INITIAL PUBLIC ANNOUNCEMENT UNDER REGULATION 8 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021

FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

JINDAL PHOTO LIMITED

Corporate Identification Number (CIN): L33209UP2004PLC095076

Registered Office: 19th K.M. Hapur- Bulandshahr Road, P.O. Gulaothi,
Distt. Bulandshahr, Uttar Pradesh-203408

Head Office: Plot No. 12, Sector B -1, Local Shopping Complex,
Vasant Kunj, New Delhi – 110 070

Tel. No.: 011-40322100;

Contact Person: Ms. Mukta Sharma, Company Secretary and Compliance Officer

Email id: CS_Jphoto@Jindalgroup.com ; **Website:** <http://jindalphoto.com/>

OFFER FOR 26,46,183 (TWENTY SIX LAKH FORTY SIX THOUSAND ONE HUNDRED AND EIGHTY THREE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (THE “EQUITY SHARES”) OF JINDAL PHOTO LIMITED (THE “TARGET COMPANY”) REPRESENTING 25.80% (TWENTY FIVE POINT EIGHT ZERO PERCENT) OF THE PAID-UP EQUITY SHARE CAPITAL (AS DEFINED BELOW) FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY CONCATENATE POWER ADVEST PRIVATE LIMITED (“ACQUIRER 1”), CONCATENATE ADVEST ADVISORY PRIVATE LIMITED (“ACQUIRER 2”) (HEREINAFTER ACQUIRER 1 AND ACQUIRER 2 COLLECTIVELY REFERRED TO AS "ACQUIRERS") BEING PART OF PROMOTER GROUP OF THE TARGET COMPANY AND JINDAL INDIA POWER LIMITED AS PERSON ACTING IN CONCERT (“PAC”), PURSUANT TO AND IN ACCORDANCE WITH REGULATION 8 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021, AS AMENDED, (HEREINAFTER REFERRED TO AS THE “DELISTING REGULATIONS”).

THIS INITIAL PUBLIC ANNOUNCEMENT (“IPA” OR “INITIAL PUBLIC ANNOUNCEMENT”) IS BEING ISSUED BY SAFFRON CAPITAL ADVISORS PRIVATE LIMITED (“MANAGER TO THE OFFER”) FOR AND ON BEHALF OF THE ACQUIRERS AND PAC. THE ACQUIRERS AND PAC ARE EXPRESSING THEIR INTENTION TO: (A) ACQUIRE ALL THE EQUITY SHARES (AS DEFINED BELOW) THAT ARE HELD BY

PUBLIC SHAREHOLDERS, AND (B) CONSEQUENTLY VOLUNTARILY DELIST THE EQUITY SHARES FROM BSE LIMITED (“**BSE**”) AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED (“**NSE**”) (COLLECTIVELY REFERRED TO AS “**STOCK EXCHANGES**”) WHERE THE EQUITY SHARES OF THE TARGET COMPANY ARE PRESENTLY LISTED), BY MAKING A DELISTING OFFER IN ACCORDANCE WITH THE DELISTING REGULATIONS (AS DEFINED BELOW) (COLLECTIVELY AS THE “**DELISTING PROPOSAL**” / “**DELISTING OFFER**”).

For the purpose of this Initial Public Announcement, the following terms have the meanings assigned to them below:

- a) “**Acquirers**” shall mean Concatenate Power Advest Private Limited and Concatenate Advest Advisory Private Limited;
- b) “**Board**” shall mean the board of directors of the Target Company;
- c) “**Delisting Regulations**” shall mean the SEBI (Delisting of Equity Shares) Regulations, 2021, as amended;
- d) “**Equity Shares**” shall mean fully paid-up equity shares of the Target Company, each having a face value of ₹ 10/- each.
- e) “**Paid-up Equity Share Capital**” means paid up Equity Share Capital of the Target Company i.e., ₹ 10,25,83,260 divided into 1,02,58,326 Equity Shares of face value of ₹10/- each;
- f) “**Person Acting in Concert**” as defined under Regulation 2(1)(q) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, herein specifically referred to as Jindal India Power Limited.
- g) “**Promoters**” shall mean promoters of the Target Company i.e., Mr. Shyam Sunder Jindal holding Nil Equity Shares and Futuristic Trust (Trustees Mr. Shyam Sunder Jindal and Mrs. Subhadra Jindal) holding 1,04,981 Equity Shares representing 1.02% of the total issued Equity Shares of the Target Company;
- h) “**Promoter Group**” shall mean the members of the Promoter and Promoter Group of the Target Company as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended;
- i) “**Public Shareholders**” shall mean the public shareholders of the Target Company as defined under Regulation 2(1)(t) of the Delisting Regulations;
- j) “**SEBI**” shall mean the Securities and Exchange Board of India.

- k) **“Stock Exchanges”** shall mean the stock exchanges where the Equity Shares of the Target Company are presently listed i.e., BSE Limited and National Stock Exchange of India Limited;
- l) **“Target Company”** shall mean Jindal Photo Limited.

1. Details of the Delisting Proposal:

- a. As on date, Acquirer 1 and Acquirer 2 are the members of the Promoter Group of the Target Company and the Acquirer 2 is holding Nil Equity Shares in the Target Company. Further, Acquirer 1 holds 75,07,162 (Seventy-Five Lakh Seven Thousand One Hundred and Sixty-Two) Equity Shares having a face value of ₹ 10/- each representing 73.18% of the total issued Equity Share Capital of the Target Company. The Promoter and Promoter Group of the Target Company collectively hold 76,12,143 (Seventy-Six Lakh Twelve Thousand One Hundred and Forty-Three) Equity Shares representing 74.20% of the total issued Equity Share Capital of the Target Company.
- b. Jindal India Power Limited is classified as PAC along with the Acquirers having a common intention and objective of Delisting of Equity Shares of the Target Company in accordance with Regulation 2(1)(q) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Further, Jindal India Power Limited does not hold any Equity Shares in the Target Company.
- c. The Target Company, the Acquirers and the PAC collectively belong to the “B.C. Jindal Group”.
- d. The Acquirers and PAC have decided to make this Delisting Proposal under the prevailing Delisting Regulations. As required under Regulation 8 of the Delisting Regulations, this Initial Public Announcement is being made to initiate the process and to express the intention of the Acquirers and PAC to undertake the Delisting Proposal.
- e. In view of the above, as required under Regulation 8 of the Delisting Regulations, this Initial Public Announcement is being made by the Manager to the Offer for and on behalf of Acquirers and PAC to express the intention to undertake the Delisting Proposal.

2. Rationale for the Delisting Proposal:

In terms of Regulation 8(3)(a) of the Delisting Regulations, the rationale for the Delisting Proposal is as follows:

- a. obtain full ownership of the Target Company, which will in turn provide enhanced operational flexibility to support the Company's business and to make strategic investment and increase economic interest in the Target Company;
- b. save compliance costs and reduction in dedicating management time to comply with the requirements associated with the continued listing, which can be refocused on the Company's Business; and
- c. provide an exit opportunity to the public shareholder of the Company.

3. Undertakings/ Confirmations:

In terms of Regulation 8(3)(b) of the Delisting Regulations, the Acquirers and PAC hereby confirm and undertake that they:

- a. have not sold the Equity Shares during the period of 6 (six) months prior to the date of this Initial Public Announcement; and
- b. shall not directly or indirectly, in connection with proposed delisting:
 - i. employ any device, scheme or artifice to defraud any shareholder or other person; or
 - ii. engage in any transaction or practice that operates as a fraud or deceit upon any shareholder or other person; or
 - iii. engage in any act or practice that is fraudulent, deceptive or manipulative.

4. Price/ Consideration:

- a. The 'floor price' will be determined in terms of Regulation 19A of Delisting Regulations. We will separately inform the floor price determined in accordance with the aforesaid provisions, in due course.
- b. In terms of the Delisting Regulations, the discovered price will be determined through the reverse book building process specified in Schedule II of the Delisting Regulations, after fixation of the 'floor price'.
- c. In terms of the Delisting Regulations, the discovered price will be determined as the price at which shares are accepted through eligible bids, that takes the shareholding of the Acquirers and PAC to 90% of the total issued equity shares capital excluding the shares which are held by following:
 - i) custodian(s) holding shares against which depository receipts have been issued overseas;
 - ii) a trust set up for implementing an employee benefit scheme under the SEBI (Share Based Employee Benefits) Regulations, 2014 or SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and;

- iii) inactive shareholders such as vanishing companies, struck off companies, shares transferred to Investor Education and Protection Fund account and shares held in terms of Regulation 39(4) read with Schedule VI of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“**SEBI LODR Regulations**”).
- d. The Acquirers and PAC shall have the sole discretion to accept or reject the discovered price or make a counter-offer in accordance with Delisting Regulations.

5. Conditions for Delisting Proposal:

The acquisition of Equity Shares by the Acquirers and PAC from the Public Shareholders will be conditional upon the following:

- a. completion of Due Diligence by a Peer Reviewed Company Secretary as required under Regulation 10 (2) and 10(3) of Delisting Regulations;
- b. the Board approving the Delisting Proposal in accordance with Regulation 10 of the Delisting Regulations;
- c. the approval of the shareholders of the Target Company by way of a special resolution in accordance with the Regulation 11 of the Delisting Regulations and other applicable law wherein the number of votes cast by the Public Shareholders in favour of the Delisting Proposal is at least two times the number of votes cast by the Public Shareholders against it;
- d. receipt of the approval of the Stock Exchanges in accordance with the Delisting Regulations and/ or any other statutory/ regulatory approvals and third-party consents, as may be required, in relation to the Delisting Proposal;
- e. the acceptance by the Acquirers and PAC of the discovered price determined by the reverse book building process in accordance with the Delisting Regulations including other rights and obligations in terms of the Delisting Regulations or in case the discovered price is not acceptable to the Acquirers and PAC, a counter offer may be made by the Acquirers and PAC to the Public Shareholders within 2 (Two) working days of the closure of the bidding period;
- f. the number of Equity Shares being validly tendered in the delisting offer is sufficient enough to result in the delisting offer being successful in accordance with the Delisting Regulations; and
- g. such other terms and conditions as may be set out in the ‘Detailed Public Announcement’ or the ‘Letter of Offer’ to be made/ dispatched to the Public Shareholders in accordance with the Delisting Regulations.

6. Other Details:

- a. The Acquirers and PAC hereby confirm that they have made firm financial arrangements for fulfilling the payment obligations under the delisting offer and it is able to implement the delisting offer, subject to any statutory approvals for the delisting offer that may be necessary.
- b. The Acquirers and PAC accept full responsibility for the information contained in this Initial Public Announcement and confirms that such information is true, fair and adequate in all material aspects. The Acquirers and PAC are aware of and will comply with the obligations under the Delisting Regulations.
- c. All the information pertaining to the Target Company contained in this Initial Public Announcement has been obtained from publicly available sources, and the accuracy thereof has not been independently verified by the Manager to the Offer.

Issued by Manager to the Offer on behalf of the Acquirers and PAC:



SAFFRON CAPITAL ADVISORS PRIVATE LIMITED
605, Center Point, 6th floor, Andheri Kurla Road, J. B. Nagar,
Andheri (East), Mumbai - 400 059, Maharashtra, India
Telephone: +91 22 4973 0394
E-mail: delistings@saffronadvisor.com
Website: www.saffronadvisor.com
Investor grievance: investorgrievance@saffronadvisor.com
Contact Person: Pooja Jain/ Yashi Srivastava
SEBI Registration Number: INM000011211
Validity of Registration: Permanent

For and On Behalf of Acquirers and PAC:

For Concatenate Power Advest Private Limited ("Acquirer 1")	For Concatenate Advest Advisory Private Limited ("Acquirer 2")	For Jindal India Power Limited ("PAC")
Sd/- Mr. Manoj Kumar Rastogi Director DIN: 07585209	Sd/- Mr. Manoj Kumar Rastogi Director DIN: 07585209	Sd/- Mr. Punit Gupta Whole-time Director DIN: 00011483

Place: New Delhi

Date: June 29, 2026