



James Warren Tea Limited

CIN : L15491AS2009PLC009345

12, Pretoria Street, Kolkata 700 071, Telephone : 91-33-4034 1000, Telefax : 91-33-4034 1015

E-mail : investors@jameswarrentea.com, Website : www.jameswarrentea.com

Date: 25.11.2020

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: 538564	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700 001 Scrip Code: 020263
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Dear Sir / Madam,

Subject: Newspaper Advertisement for Post-Buyback Public Announcement relating to Buyback of Equity Shares

Pursuant to Regulation 30 and Regulation 47(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Regulation 24(vi) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended, please find enclosed herewith a copy of Post Buy-back Public Advertisement published on November 25, 2020 in the newspapers viz. Business Standard (All Edition) in English & Hindi and in Assomiya Khabar (Jorhat & Guwahati edition).

We request you to take the same on record.

Thanking You,

Yours Faithfully,

For James Warren Tea Limited

Pooja Jaiswal
Company Secretary
& Compliance Officer



Encl: As above



James Warren Tea Limited (CIN : L15491AS2009PLC009345)
 Registered Office : Dhoedam Tea Estate, P.O. Borahapjan, Dist. Tinsukia, Assam 786150. **Corporate Office:** Aspirations Vintage,
 12, Pretoria Street, Kolkata 700071, **Tel:** 91-33-40341000, **Fax:** 91-33-40341015. **E-mail:** investors@jameswarrentea.com,
Website: www.jameswarrentea.com, **Contact Person:** Pooja Jaiswal, Company Secretary and Compliance Officer

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE ELIGIBLE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF JAMES WARREN TEA LIMITED (THE COMPANY)

This Post Buyback Public Announcement ("Post Buyback PA") is being made in accordance with Regulation 24(N) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations") regarding completion of the Buyback by the Company.
 This Post Buyback PA shall be read in conjunction with the Public Announcement dated September 05, 2020 (the "PA") and the Letter of Offer dated October 23, 2020 (the "LOF") and the dispatch advertisement dated October 24, 2020, issued in connection with the Buyback. All terms used but not defined herein shall have the meaning ascribed to such terms in the PA and the LOF.

1. THE BUYBACK

- The Company had announced the Buyback of upto 17,40,000 (Seventeen Lakhs Forty Thousand Only) fully paid-up Equity Shares of the Company of face value of Rs. 10/- each (Rupees Ten Only) ("Equity Shares") representing 24.93% of the total number of Equity Shares in the paid-up equity share capital of the Company, on a proportionate basis from all eligible shareholders (as on the record date, i.e., Friday, September 18, 2020) through the tender offer process using stock exchange mechanism at a price of Rs. 114/- (Rupees One Hundred Fourteen Only) per fully paid up equity share, payable in cash, for an aggregate maximum amount not exceeding Rs. 19,83,80,000/- (Rupees Nineteen Crores Eighty-Three Lakhs and Sixty Thousand Only) excluding transaction cost ("the Buyback Offer Size"). The Buyback Offer Size constitutes 24.55% and 24.58% of the total paid-up capital and free reserves as on March 31, 2020 based on standalone and consolidated financial statement of the Company, respectively (i.e. the last audited standalone and consolidated financial statements available as on the date of the Board Meeting recommending the proposal for the Buyback), in accordance with Section 68(2)(c) of the Companies Act, 2013 and the SEBI Buyback Regulations. The number of Equity shares bought back constituted 24.88% of the Pre-buyback equity share capital of the Company.
- The Company has adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through 'Mechanism for acquisition of shares through stock exchange' in accordance with the SEBI Buyback Regulations and circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no. CPD/DCR2/CIR/P/2016/131 dated December 9, 2016 and such other circulars as may be applicable, including any further amendments thereof, issued by the Securities and Exchange Board of India ("SEBI"). For the purpose of Buyback, BSE Limited was the Designated Stock Exchange.
- The tendering period for the Buyback was opened on Thursday, October 29, 2020 and closed on Thursday, November 12, 2020 (Bids were not accepted on Friday, October 30, 2020, being not a working day as per the SEBI Buyback Regulations.)

2. DETAILS OF THE BUYBACK

- The total number of Equity Shares bought pursuant to the Buyback was 17,36,425 (Seventeen Lakhs Thirty Six Thousand Four Hundred and Twenty Five only) Equity Shares, at a price of Rs. 114/- (Rupees One Hundred Fourteen Only) per Equity Share.
- The Total amount utilized by the Company is Rs. 19,79,52,450/- (Nineteen Crores Seventy Nine Lakhs Fifty Two Thousand Four Hundred and Fifty only) excluding transaction cost.
- The Registrar to the Buyback, i.e. Maheshwari Datamatica Private Limited considered a total of 85 valid bids for 17,36,425 Equity Shares in response to the Buyback, which is approximately 0.99 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids considered by the Registrar to the Buyback are as follows:

Category of Shareholders	No. of Equity Shares reserved in the Buyback	No. of Valid Bids	Total No. of Equity Shares Tendered	% Response
Small Shareholder	2,61,000	72	8,161	3.13%
General	14,79,000	13	17,28,264	116.85%
Total	17,40,000	85	17,36,425	99.79%

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the LOF. The communication of acceptance/rejection was dispatched by the Registrar to the Buyback via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the Depositories), on November 23, 2020.
- The Settlement of all valid bids have been completed by the Indian Clearing Corporation Limited ("ICCL") on November 23, 2020. The funds in respect of accepted Equity shares were paid out to the respective seller members/custodians. If bank account details of any Eligible Shareholder holding Shares in dematerialized form are not available or if the fund transfer instruction was rejected by the Reserve Bank of India or relevant Bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Shareholder Broker for onward transfer to their respective shareholder.
- The Dematerialized Equity Shares accepted under the Buyback were transferred to the Company's Demat Account on November 23, 2020. The unaccepted Demat Equity Shares were returned to respective seller member/custodians by ICCL on November 23, 2020.
- The Extinguishment of 17,36,425 Equity Shares accepted under the Buyback, is currently under process and shall be Completed by November 30, 2020 in accordance with SEBI Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The Capital Structure of the Company, pre and post Buyback, are as under:

Particulars	Pre-Buyback		Post-Buyback*	
	No. of Shares	Amt. (Rs. In Lakhs)	No. of Shares	Amt. (Rs. In Lakhs)
Authorized Capital : Eq. Share of Face value of Rs. 10 each	1,30,00,000	1,300.00	1,30,00,000	1,300.00
Issued Subscribed and Paid-up Equity Shares Capital : Eq. Share of Face value of Rs. 10 each	69,79,142	697.91	52,42,717	524.27

*Subject to Extinguishment of 17,36,425 Equity Shares

- Details of the Shareholder from whom Equity Shares exceeding 1% (of the total Equity Shares Bought Back) have been accepted under the Buyback are as mentioned below:

Sl. No.	Name of the Shareholder	No. of Equity Shares accepted under Buyback	Equity Shares accepted as a % of Equity Shares Bought back	Equity Shares accepted as a % of total post Buyback Equity Share Capital*
1	Enez Investments Limited	7,94,212	45.74	15.15
2	Maygrove Investments Limited	6,35,000	36.57	12.11
3	Dharbaram Textiles Limited	99,259	5.66	1.87
4	Rushpanjali Investtrade Private Limited	40,528	2.33	0.77
5	Daniel Vyapar Private Limited	38,453	2.21	0.73
6	Bindal Finvest Private Limited	27,466	1.58	0.52
7	Bindal Mercantile Private Limited	24,000	1.38	0.46
8	Sunilast Merchants Private Limited	23,529	1.36	0.45
9	Gautam Fin-Invest Private Limited	18,660	1.07	0.36
10	Concord Traxim Private Limited	18,660	1.07	0.36

*Subject to Extinguishment of 17,36,425 Equity Shares

- The shareholding pattern of the Company before the Buyback (as on the record date i.e., Friday, September 18, 2020) and after the Buyback, are as follows:

Particulars	Pre-Buyback		Post-Buyback*	
	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Promoter and persons acting in concert (collectively "the Promoters")	52,31,724	74.962	38,02,512	72.529
Foreign Investors (including NRI, Foreign Nationals, FPIs and Foreign Mutual funds)	15,506	0.222	15,506	0.296
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	257	0.004	257	0.005
Others (Public, Public Bodies Corporate etc.)	17,31,655	24.812	14,24,442	27.170
Total	69,79,142	100	52,42,717	100

*Subject to Extinguishment of 17,36,425 Equity Shares

4. MANAGER TO THE BUYBACK

FEDEX SECURITIES PRIVATE LIMITED (Formerly known as Fedex Securities Limited) B 7, 3rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai - 400 057, Maharashtra, India, Tel No.: +91 81049 85249 Fax No.: 022 2618 6966, E-mail: mb@fedsec.in, Website: www.fedsec.in, SEBI Registration Number: INM000010163, Contact Person: Rinkeeh Saraiya

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Director of the Company accepts full and final responsibility for all the information contained in this Post Buyback PA and confirms that information included herein contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of James Warren Tea Limited

Sd/- Sandip Das, Whole Time Director, DIN: 07979791	Sd/- Anup Kumar Chowdhuri, Independent Director, DIN: 00997826	Sd/- Pooja Jaiswal, Company Secretary & Compliance Officer
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Place: Kolkata, Date: November 24, 2020



James Warren Tea Limited (CIN : L15491AS2009PLC009345)
Registered Office : Dhoodaam Tea Estate, P.O. Borahapjan, Dist. Tinsukia, Assam 786150. **Corporate Office:** Aspirations Vintage, 12, Pretoria Street, Kolkata 700071, **Tel:** 91-33-40341000, **Fax:** 91-33-40341015. **E-mail:** investors@jameswarrentea.com, **Website:** www.jameswarrentea.com, **Contact Person:** Pooja Jaiswal, Company Secretary and Compliance Officer

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Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	257	0.004%	257	0.005%
Others (Public, Public Bodies Corporate etc.)	17,31,655	24.81%	14,24,442	27.17%
Total	69,79,142	100	52,42,717	100

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For and on behalf of the Board of James Warren Tea Limited

Sd/- Sandip Das, Whole Time Director, DIN: 07979791	Sd/- Anup Kumar Chowdhuri, Independent Director, DIN: 00997826	Sd/- Pooja Jaiswal, Company Secretary & Compliance Officer
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Place: Kolkata, Date: November 24, 2020

**James Warren Tea Limited (CIN : L15491AS2009PLC009345)**

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FEDEX SECURITIES PRIVATE LIMITED (Formerly known as Fedex Securities Limited) B 7, 3rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai - 400 057, Maharashtra, India, Tel No.: +91 81049 85249 Fax No.: 022 2618 6966, E-mail: mb@fedsec.in, Website: www.fedsec.in, SEBI Registration Number: INM000010163, Contact Person: Rinkesh Saraya

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Director of the Company accepts full and final responsibility for all the information contained in this Post Buyback PA and confirms that information included herein contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of James Warren Tea Limited

Sd/- Sandip Das, Whole Time Director, DIN: 07979791	Sd/- Anup Kumar Chowdhuri, Independent Director, DIN: 00997826	Sd/- Pooja Jaiswal, Company Secretary & Compliance Officer
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Place: Kolkata, Date: November 24, 2020

**James Warren Tea Limited (CIN : L15491AS2009PLC009345)**

Registered Office : Dhoedaam Tea Estate, P.O. Borahapjan, Dist. Tinsukia, Assam 786150. **Corporate Office:** Aspirations Vintage, 12, Pretoria Street, Kolkata 700071, **Tel:** 91-33-40341000, **Fax:** 91-33-40341015. **E-mail:** investors@jameswarrentea.com, **Website:** www.jameswarrentea.com, **Contact Person:** Pooja Jaiswal, Company Secretary and Compliance Officer

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE ELIGIBLE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF JAMES WARREN TEA LIMITED ("THE COMPANY")

This Post Buyback Public Announcement ("Post Buyback PA") is being made in accordance with Regulation 24(N) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations") regarding completion of the Buyback by the Company.

This Post Buyback PA shall be read in conjunction with the Public Announcement dated September 05, 2020 (the "PA") and the Letter of Offer dated October 23, 2020 (the "LOF") and the dispatch advertisement dated October 24, 2020, issued in connection with the Buyback. All terms used but not defined herein shall have the meaning ascribed to such terms in the PA and the LOF.

1. THE BUYBACK

- The Company had announced the Buyback of upto 17,40,000 (Seventeen Lakhs Forty Thousand Only) fully paid-up Equity Shares of the Company of face value of Rs. 10/- each (Rupees Ten Only) ("Equity Shares") representing 24.93% of the total number of Equity Shares in the paid-up equity share capital of the Company, on a proportionate basis from all eligible shareholders (as on the record date, i.e., Friday, September 18, 2020) through the tender offer process using stock exchange mechanism at a price of Rs. 114/- (Rupees One Hundred Fourteen Only) per fully paid up equity share, payable in cash, for an aggregate maximum amount not exceeding Rs. 19,83,60,000/- (Rupees Nineteen Crores Eighty-Three Lakhs and Sixty Thousand Only) excluding the transaction cost ("the Buyback Offer Size"). The Buyback Offer Size constitutes 24.55% and 24.58% of the total paid-up capital and free reserves as on March 31, 2020 based on standalone and consolidated financial statement of the Company, respectively (i.e. the last audited standalone and consolidated financial statements available as on the date of the Board Meeting recommending the proposal for the Buyback), in accordance with Section 68(2)(c) of the Companies Act, 2013 and the SEBI Buyback Regulations. The number of Equity shares bought back constituted 24.88% of the Pre-buyback equity share capital of the Company.
- The Company has adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through "Mechanism for acquisition of shares through stock exchange" in accordance with the SEBI Buyback Regulations and circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no. CFDDCR2/CIR/P/2016/131 dated December 9, 2016 and such other circulars as may be applicable, including any further amendments thereof, issued by the Securities and Exchange Board of India ("SEBI"). For the purpose of Buyback, SSE Limited was the Designated Stock Exchange.
- The tendering period for the Buyback was opened on Thursday, October 29, 2020 and closed on Thursday, November 12, 2020. Bids were not accepted on Friday, October 30, 2020, being not a working day as per the SEBI Buyback Regulations.

2. DETAILS OF THE BUYBACK

- The total number of Equity Shares bought pursuant to the Buyback was 17,36,425 (Seventeen Lakhs Thirty Six Thousand Four Hundred and Twenty Five only) Equity Shares, at a price of Rs. 114/- (Rupees One Hundred Fourteen Only) per Equity Share.
- The Total amount utilized by the Company is Rs. 19,79,52,450/- (Nineteen Crores Seventy Nine Lakhs Fifty Two Thousand Four Hundred and Fifty only) excluding transaction cost.
- The Registrar to the Buyback i.e. Maheshwari Datamatics Private Limited considered a total of 85 valid bids for 17,36,425 Equity Shares in response to the Buyback, which is approximately 0.99 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids considered by the Registrar to the Buyback are as follows:

Category of Shareholders	No. of Equity Shares reserved in the Buyback	No. of Valid Bids	Total No. of Equity Shares Tendered	% Response
Small Shareholder	2,61,000	72	8,161	3.13%
General	14,79,000	13	17,28,264	116.85%
Total	17,40,000	85	17,36,425	99.79%

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the LOF. The communication of acceptance/rejection was dispatched by the Registrar to the Buyback via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the Depositories), on November 23, 2020.
- The Settlement of all valid bids have been completed by the Indian Clearing Corporation Limited ("ICCL") on November 23, 2020. The funds in respect of accepted Equity shares were paid out to the respective seller members/custodians. If bank account details of any Eligible Shareholder holding Shares in dematerialized form are not available or if the fund transfer instruction was rejected by the Reserve Bank of India or relevant Bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Shareholder Broker for onward transfer to their respective shareholders.
- The Dematerialized Equity Shares accepted under the Buyback were transferred to the Company's Demat Account on November 23, 2020. The unaccepted Demat Equity Shares were returned to respective seller member/custodians by ICCL on November 23, 2020.
- The Extinguishment of 17,36,425 Equity Shares accepted under the Buyback, is currently under process and shall be Completed by November 30, 2020 in accordance with SEBI Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The Capital Structure of the Company, pre and post Buyback, are as under:

Particulars	Pre-Buyback		Post-Buyback*	
	No. of Shares	Amt. (Rs. in Lakhs)	No. of Shares	Amt. (Rs. in Lakhs)
Authorized Capital / Eq. Share of Face value of Rs. 10 each	1,30,00,000	1,300.00	1,30,00,000	1,300.00
Issued Subscribed and Paid-up Equity Shares Capital / Eq. Share of Face value of Rs. 10 each	69,79,142	697.91	52,42,717	524.27

*Subject to Extinguishment of 17,36,425 Equity Shares

- The Details of the Shareholder from whom Equity Shares exceeding 1% (of the total Equity Shares Bought Back) have been accepted under the Buyback are as mentioned below:

Sl. No.	Name of the Shareholder	No. of Equity Shares accepted under Buyback	Equity Shares accepted as a % of Equity Shares Bought back	Equity Shares accepted as a % of total post Buyback Equity Share Capital*
1	Enez Investments Limited	7,94,212	45.74	15.15
2	Maygrove Investments Limited	6,35,000	36.57	12.11
2	Dhanlaxmi Textiles Limited	98,269	5.66	1.87
4	Rushiparajal Investtrade Private Limited	40,526	2.33	0.77
5	Daniel Vyaggar Private Limited	38,453	2.21	0.73
6	Bindal Finvest Private Limited	27,469	1.58	0.52
7	Bindal Mercantile Private Limited	24,000	1.38	0.46
8	Sunlast Merchants Private Limited	23,929	1.36	0.45
9	Gautam Fin-Invest Private Limited	18,660	1.07	0.36
10	Concord Traxim Private Limited	18,660	1.07	0.36

*Subject to Extinguishment of 17,36,425 Equity Shares

- The shareholding pattern of the Company before the Buyback (as on the record date i.e., Friday, September 18, 2020) and after the Buyback, are as follows:

Particulars	Pre-Buyback		Post-Buyback*	
	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Promoter and persons acting in concert (collectively "the Promoters")	52,31,724	74.962	38,02,512	72.529
Foreign Investors (including NRI, Foreign Nationals, FIs and Foreign Mutual funds)	15,506	0.222	15,506	0.296
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	257	0.004	257	0.005
Others (Public, Public Bodies Corporate etc.)	17,31,655	24.812	14,24,442	27.170
Total	69,79,142	100	52,42,717	100

*Subject to Extinguishment of 17,36,425 Equity Shares

4. MANAGER TO THE BUYBACK

FEDEX SECURITIES PRIVATE LIMITED (Formerly known as Fedex Securities Limited) B 7, 3rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai - 400 057, Maharashtra, India, Tel No.: +91 81049 85249 Fax No.: 022 2618 0966. **E-mail:** m3@fedsec.in. **Website:** www.fedsec.in. SEBI Registration Number: INM00010163. Contact Person: Rinkesh Saraiya

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(j)(a) of the SEBI Buyback Regulations, the Board of Director of the Company accepts full and final responsibility for all the information contained in this Post Buyback PA and confirms that information included herein contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of James Warren Tea Limited

Sd/- Sandip Das, Whole Time Director, DIN: 07979791	Sd/- Anup Kumar Chowdhuri, Independent Director, DIN: 00997826	Sd/- Pooja Jaiswal, Company Secretary & Compliance Officer
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Place: Kolkata, Date: November 24, 2020