OFFER OPENING PUBLIC ADVERTISEMENT UNDER REGULATION 18(7) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

ADC INDIA COMMUNICATIONS LIMITED

Registered Office: No. 485/8A&8B, 14th Cross, 4th phase, P. B. No. 5812, Peenya Industrial Area, Bangalore, Karnataka - 560058, India
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OPEN OFFER ("OFFER") FOR ACQUISITION OF UP TO 11,96,000 (ELEVEN LAKHS NINETY SIX THOUSAND) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF INR 10 (INDIAN RUPEES TEN) EACH ("EQUITY SHARES"), REPRESENTING 26% (TWENTY SIX PERCENT) OF THE FULLY DILUTED VOTING EQUITY SHARE CAPITAL OF ADC INDIA COMMUNICATIONS LIMITED ("TARGET COMPANY"), AS OF THE 10TH WORKING DAY FROM DATE OF CLOSURE OF THE TENDERING PERIOD, BY COMMSCOPE TECHNOLOGIES LLC (FORMERLY KNOWN AS ANDREW LLC) ("ACQUIRER") ALONG WITH COMMSCOPE, INC. ("PAC"), IN ITS CAPACITY AS THE PERSON ACTING IN CONCERT WITH THE ACQUIRER. SAVE AND EXCEPT FOR THE PAC, NO OTHER PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OFFER.

This advertisement ('**Pre-Offer Advertisement**') is being issued by ICICI Securities Limited (hereinafter referred to as '**Manager to the Offer**') on behalf of the Acquirer along with the PAC in respect of the Offer to the Eligible Shareholders pursuant to and in compliance with Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ('**SEBI (SAST) Regulations**').

This Pre-Offer Advertisement should be read in continuation of, and in conjunction with the Public Announcement dated February 2, 2015 ('**PA**'), Detailed Public Statement dated September 4, 2015 ('**DPS**'), the Draft Letter of Offer dated September 11, 2015 ('**Draft Letter of Offer**'), the corrigendum dated May 31, 2016 published on June 01, 2016 ('**Revised Schedule Corrigendum**'), and the Letter of Offer dated June 03, 2016 ('**LOF**' or '**Letter of Offer**').

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and the LOF.

The DPS with respect to the Offer was published on September 04, 2015 in the following newspapers:

Newspaper	Language	Editions
Financial Express	English	All editions
Jansatta	Hindi	All editions
Hosa Digantha	Marathi	Mumbai edition
Navshakti	Kannada	Bangalore edition

This Pre-Offer Advertisement is being issued in all the newspapers in which the DPS was published.

1. The Offer is being made at a price of INR 228.33 (Indian Rupees Two Hundred Twenty Eight and Thirty Three Paise Only) per Equity Share ("**Offer Price**") payable in cash. There has been no revision in the offer price since the offer was made. The maximum consideration payable under this Offer (assuming full acceptance) is INR 27,30,82,680.00 (Indian Rupees Twenty Seven Crore Thirty Lakh Eighty Two Thousand Six Hundred and Eighty).
2. A Committee of Independent Directors (hereinafter referred to as "**IDC**") of the Target Company has published its recommendation on June 10, 2016 in which it has opined that **the Offer Price to the public shareholders of the Target Company is in compliance with the requirements of the Regulations and hence is fair and reasonable. However, the IDC has further suggested that the shareholders are advised to take a considered view given the increase in share price.** The IDC's recommendation was published in Financial Express (English - All editions), Jansatta (Hindi - All editions), Hosa Digantha (Marathi - Mumbai edition) and Navshakti (Kannada - Bangalore edition).
3. There has been no competitive bid to this offer.
4. The Letter of Offer has been dispatched by Tuesday, June 07, 2016, to the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, i.e. Tuesday, May 31, 2016.
5. Please note that a copy of the Letter of Offer (including the Form of Acceptance cum Acknowledgment) is also available on SEBI's website (http://www.sebi.gov.in) during the Tendering Period and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/non-availability of the Form of Acceptance, the application can be made on plain paper along with the following details:
   - **a. In case of physical shares:** Name(s) & Address(es) of the First Holder or Joint Holder(s) if any, number of Equity Shares held, number of Equity Shares tendered, distinctive numbers, folio number, original Equity Share certificates and valid share transfer deed(s). In case of unregistered shareholders, along with the above documents, the original contract note(s) issued by the broker through whom they acquired their Equity Shares would also be required & details of the Acquirer to be kept blank, failing which, the same will be invalid under the Offer.
   - **b. In Case of Dematerialized Shares:** Name, Address, Number of Equity Shares held, Number of Equity Shares tendered, DP Name, DP ID, Beneficiary Account no. and a photocopy of counter foil of the delivery instructions in "Off-Market" mode or counter foil of the delivery instruction in "Off-market" mode, duly acknowledged by the DP in favour of Depository Escrow Account.

     The Registrar to the Offer has opened the Depository Escrow Account with Karvy Stock Broking Limited called "KCPL-ADC INDIA OPEN OFFER ESCROW DEMAT ACCOUNT". The Eligible Shareholders are requested to fill in the following details in the delivery instructions for the purpose of crediting their Equity Shares in the Depository Escrow Account:

Depository Participant Name	Karvy Stock Broking Limited
DP ID	IN300394
Client ID	19159100
Account Name	KCPL-ADC INDIA OPEN OFFER ESCROW DEMAT ACCOUNT
Depository	NSDL

It is the sole responsibility of the Eligible Shareholders to ensure credit of Equity Shares in the Depository Escrow Account, on or before 5 pm on Monday, June 27, 2016, i.e. the closure of the Tendering Period. The Eligible Shareholders having their beneficiary account in CDSL shall use the inter-depository delivery instruction slip for the purpose of crediting their Equity Shares in favor of the Depository Escrow Account with NSDL. The Form of Acceptance-cum-Acknowledgement in respect of dematerialized Equity Shares not credited to the Depository Escrow Account before the Closure of the Tendering Period is liable to be rejected. For each delivery instruction, the beneficial owner should submit a separate Form of Acceptance-cum-Acknowledgement. The Registrar to the Offer is not bound to accept those forms for which corresponding Equity Shares have not been credited to the Depository Escrow Account.

6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was submitted to SEBI on September 11, 2015. The final observations from SEBI have been received vide letter dated May 27, 2016, which have been incorporated in the Letter of Offer.
7. **Details regarding the status of the statutory and other approvals:** To the best of the knowledge of the Acquirer and the PAC, no statutory approvals are required by the Acquirer or the PAC to complete this Offer. However, in case of any statutory approval being required by the Acquirer or the PAC at a later date, this Offer will be subject to such approvals and the Acquirer or the PAC shall make the necessary applications for such approvals. In order to complete this Offer, the Acquirer was required to obtain an approval from the Competition Commission of India ("**CCI**"). The Acquirer vide its letter dated May 18, 2015 had applied to the CCI for this approval, and CCI vide its letter dated July 27, 2015 has granted its approval to the Acquirer.
8. Schedule of Activities:

SCHEDULE OF MAJOR ACTIVITIES RELATING TO THE OFFER

Nature of the Activity	Original Schedule	Revised Schedule
Issue of PA	Monday, February 02, 2015	Monday, February 02, 2015
Publication of the DPS in newspapers	Friday, September 04, 2015	Friday, September 04, 2015
Filing of Draft Letter of Offer with SEBI	Friday, September 11, 2015	Friday, September 11, 2015
Last date for public announcement of a competing offer*	Tuesday, September 29, 2015	Tuesday, September 29, 2015
Last date for receipt of comments from SEBI on the Draft Letter of Offer (in the event SEBI has not sought clarification or additional information from the Manager)	Wednesday, October 07, 2015	Friday, May 27, 2016***
Identified Date**	Friday, October 09, 2015	Tuesday, May 31, 2016
Last date for dispatch of the Letter of Offer to the Eligible Shareholders	Friday, October 16, 2015	Tuesday, June 07, 2016
Last date for upward revision of the Offer Price and/or the Offer Size	Tuesday, October 20, 2015	Thursday, June 09, 2016
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Eligible Shareholders of the Target Company for this Offer	Wednesday, October 21, 2015	Friday, June 10, 2016
Publication of advertisement containing announcement of the schedule of activities of this Offer, status of statutory and other approvals, if any, and procedure for tendering acceptances, in the newspapers where the DPS was published and notification to SEBI, BSE and the Target Company at its registered office	Thursday, October 22, 2015	Monday, June 13, 2016
Commencement of tendering period	Monday, October 26, 2015	Tuesday, June 14, 2016
Closure of tendering period	Friday, November 06, 2015	Monday, June 27, 2016
Last date for payment to Eligible Shareholders	Tuesday, November 24, 2015	Tuesday, July 12, 2016
Last date for issue of post-offer advertisement	Wednesday, December 02, 2015	Tuesday, July 19, 2016
Last date for filing of final report with SEBI	Wednesday, December 02, 2015	Tuesday, July 19, 2016

** There is no competing offer.*

*** Date falling on the 10th (tenth) Working Day prior to the commencement of the Tendering Period, for the purposes of determining the Eligible Shareholders to whom the Letter of Offer shall be sent. It is clarified that all owners (registered or unregistered) of Equity Shares (except the Acquirer, PAC, parties to the Transaction Document, Manager to the Offer and persons deemed to be acting in concert with each of them) are eligible to participate in this Offer at any time prior to the closure of the Tendering Period.*

****Actual date of receipt of SEBI Approval*

9. There have been no material changes in relation to the Offer since the date of the PA, save and except as disclosed in the DPS, the Revised Schedule Corrigendum, and the LOF.
10. The Acquirer, the Acquirer's directors and the PAC accept full responsibility for the information contained in this Pre-Offer Advertisement and for the fulfillment of the obligations under the SEBI (SAST) Regulations in respect of this Offer.
11. This Pre-Offer Advertisement is expected to be available on the SEBI website at http://www.sebi.gov.in

ISSUED FOR AND ON BEHALF OF THE ACQUIRER AND THE PAC BY THE MANAGER TO THE OFFER

ICICI SECURITIES LIMITED
ICICI Centre, H. T. Parekh Marg, Churchgate, Mumbai - 400 020, India,
Tel: (+91 22) 2288 2460/70, **Fax:** (+91 22) 2282 6580, **Email:** project.river@icicisecurities.com
Website: www.icicisecurities.com, **Contact Person:** Ms. Payal Kulkarni / Mr. Vishal Kanjani
SEBI Registration Number: INM000011179

Date : June 11, 2016
Place : Mumbai

PRESSMAN

Size: 16 (w) X 50 (h)