POST OPEN OFFER REPORT

IN RESPECT OF OPEN OFFER TO ACQUIRE 37,89,342 EQUITY SHARES OF ARTECH POWER PRODUCTS LIMITED MADE BY MR. BHADRESH VASANTRAI MEHTA (‘ACQUIRER 1’) & MR. PARTH BHADRESH MEHTA (‘ACQUIRER 2’) (HEREINAFTER COLLECTIVELY REFERRED TO AS ‘ACQUIRERS’)

A. NAMES OF THE PARTIES INVOLVED:

1.	Name of the Target Company (TC)	:	Artech Power Products Limited
2.	Name of Acquirer(s)	:	a) Mr. Bhadresh Vasantrai Mehta (‘Acquirer 1’) b) Mr. Parth Bhadresh Mehta (‘Acquirer 2’)
3.	Persons Acting in Concert with Acquirer	:	None
4.	Manager to the Open Offer	:	Mark Corporate Advisors Private Limited
5.	Registrar to the Open Offer	:	Purva Sharegistry (India) Private Limited

B. DETAILS OF THE OFFER:

This Offer is made in terms of Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto [SEBI (SAST) Regulations]

C. ACTIVITY SCHEDULE:

Sr. No.	Activity	Due dates as specified in the SEBI (SAST) Regulations	Actual Dates
1.	Date of Public Announcement (PA)	Friday, September 05, 2014	Friday, September 05, 2014
2.	Date of publication of Detailed Public Statement (DPS)	Friday, September 12, 2014	Friday, September 12, 2014
3.	Date of filing of Draft Letter of Offer (DLoF) with SEBI	Friday, September 19, 2014	Friday, September 19, 2014
4.	Date of sending a copy of the Draft LoF to the TC and concerned Stock Exchange(s)	Friday, September 19, 2014	Friday, September 19, 2014
5.	Date of receipt of SEBI comments	Wednesday, October 15, 2014	Wednesday, November 26, 2014
6.	Date of dispatch of LoF to the shareholders / custodian in case of Depository Receipts	Friday, December 05, 2014	Friday, December 05, 2014
7.	Date of Price revisions / Offer revisions (if any)	Tuesday, December 09, 2014	Tuesday, December 09, 2014
8.	Date of publication of recommendation by the independent directors of the Target Company	Wednesday, December 10, 2014	Wednesday, December 10, 2014
9.	Date of issuing the Offer opening Advertisement	Thursday, December 11, 2014	Thursday, December 11, 2014
10.	Date of commencement of the Tendering Period	Friday, December 12, 2014	Friday, December 12, 2014
11.	Date of expiry of the Tendering Period	Friday, December 26, 2014	Friday, December 26, 2014

Sr. No.	Activity	Due dates as specified in the SEBI (SAST) Regulations	Actual Dates
12.	Date of making payments to shareholders / return of rejected shares	Friday, January 09, 2015	Wednesday, January 07, 2015

D. DETAILS OF THE PAYMENT CONSIDERATION IN THE OPEN OFFER:

Sr. No.	Item	Details
1.	Offer Price for fully paid shares of TC (` per share)	`10.50
2.	Offer Price for partly paid shares of TC, if any	N. A.
3.	Offer Size (No. of shares x offer price per share)	`3,97,88,091
4.	Mode of payment of consideration (cash or shares or secured listed debt instruments or convertible debt securities or combination)	Cash
5.	**If mode of payment is other than cash, i.e. through shares / debt or convertibles:**	N. A.
a.	**Details of offered security** • Nature of the security (shares or debt or convertibles) • Name of the company whose securities have been offered • Salient features of the Security	-
b.	**Swap Ratio** (ratio indicating the number of securities of the offeree company vis-à-vis shares of TC)	-

E. DETAILS OF MARKET PRICE OF THE SHARES OF TC:

1. Name of the Stock Exchange where the shares of TC have been most frequently traded during 12 calendar months period prior to PA, and the volume of trading relative to the total outstanding shares of the TC - Not Applicable. However it is infrequently traded, the details are as under:

Name of the Stock Exchange	Number of Shares Traded during the 12 calendar months prior to the month of PA	Total Outstanding Shares	Trading Turnover (in terms of % to total listed equity shares)
BSE Limited	5,126	37,74,300	0.15%

The Equity Shares of the Target Company is listed on BSE Limited (BSE), Cochin Stock Exchange (CSE), Delhi Stock Exchange (DSE) and Madras Stock Exchange (MSE).

2. Details of Market Price of the shares of TC on the aforesaid Stock Exchange in the following format:

Sr. No.	Particulars	Date	` Per Share*
1.	1 trading day prior to the PA date	September 04, 2014	Not Traded
2.	On the date of PA	September 05, 2014	Not Traded
3.	On the date of commencement of the tendering period	December 12, 2014	Not Traded
4.	On the date of expiry of the tendering period	December 26, 2014	Not Traded
5.	10 working days after the last date of the tendering period	January 09, 2015	13.12
6.	Average market price during the tendering period (*viz. Average of the volume weighted market prices for all the days)*	December 12, 2014 to December 26, 2014	Not Traded

* *Closing Price*

(*Source: www.bseindia.com*)

F. DETAILS OF ESCROW ARRANGEMENTS:

1. Details of creation of Escrow account, as under:

	Date(s) of Creation	Amount (` in Lakhs)	**Form of escrow account (Cash or Bank guarantee (BG) or Securities)** (In case escrow consists of BG or securities, at least 1% consideration is to be deposited in cash; the same may be indicated separately)
Escrow Account	September 08, 2014	`100.00 Lakhs	Cash Deposit

2. For such part of escrow account, which is in the form of cash, give following details:

a) Name of the Scheduled Commercial Bank where cash is deposited.

Cash deposit of `1,00,00,000 (Rupees One Crore only) with HDFC Bank Ltd.

b) Indicate when, how and for what purpose the amount deposited in escrow account was released, as under:

Release of escrow account		
Purpose	**Date**	**Amount (`)**
Transfer to Special Escrow Account, if any	December 31, 2014	`600.00
Amount released to Acquirer • Upon withdrawal of Offer • Any other purpose (to be clearly specified) • Other entities on forfeiture	Not Applicable	NIL

3. For such part of Escrow which consists of Bank Guarantee (BG) / Deposit of Securities, provide the following details

- **For Bank Guarantee**

Name of Bank	Amount of Bank Guarantee (` in Lakhs)	Date of		Validity period of Bank Guarantee	Date of Release if applicable	Purpose of release
		Creation	Revalidation			
NOT APPLICABLE						

- **For Securities**

Name of company whose security is deposited	Type of security	Value of securities as on date of creation of escrow account	Margin considered while depositing the securities	Date of Release if applicable	Purpose of release
NOT APPLICABLE					

G. DETAILS OF RESPONSE TO THE OPEN OFFER:

Shares proposed to be acquired		Shares tendered		Response level (No of times)	Shares accepted		Shares rejected	
No	% to total diluted share capital of TC	No.	% w.r.t. (A)	(C) / (A)	No.	% w.r.t. (C)	No= (C)-(F)	Reasons
(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)
37,89,342	25.54%	55	0.001%	Negligible	55	100.00 %	0	N.A.

H. PAYMENT OF CONSIDERATION:

Due date for paying consideration to shareholders whose shares have been accepted	Actual date of payment of consideration	Reasons for delay beyond the due date
January 09, 2015	January 07, 2015	Not Applicable

- **Details of Special Escrow Account where it has been created for the purpose of payment to shareholders:** Special Account titled "APPL-OPEN OFFER SPECIAL ACCOUNT" bearing Account No. 00600350134362 was opened with HDFC Bank Limited, Fort Branch, Mumbai.

- Details of the manner in which consideration (where consideration has been paid in cash), has been paid to shareholders whose shares have been accepted:

Mode of paying the consideration	No. of Shareholders	Amount of Consideration (`)
Physical Mode	5	`367.50
Electronic Mode (ECS/ NEFT/RTGS/Direct Transfer, etc.)	4	`210.00

I. PRE AND POST OFFER SHAREHOLDING OF THE ACQUIRERS IN TARGET COMPANY:

Sr. No.	Shareholding of acquirer and PACs	No of shares	% of Emerging Share Capital of TC as on closure of tendering period
1.	Shareholding before PA	NIL	Not Applicable
2.	Shares acquired by way of:		
	• Share Purchase Agreement	49,373	0.33%
	• Preferential Allotment	1,10,00,000	74.13%
3.	Shares acquired after the PA but before 3 working days prior to commencement of tendering period. - Through market purchases - Through negotiated deals/ off market deals	 NIL NIL	 Not Applicable Not Applicable
4.	Shares acquired in the Open Offer	55	Negligible
5.	Shares acquired during exempted 21-day period after offer (if applicable)	NIL	NIL
6.	Post - Offer Shareholding	1,10,49,428	74.46%

J. GIVE FURTHER DETAILS, AS UNDER, REGARDING THE ACQUISITIONS MENTIONED AT POINTS 3 & 5 OF THE ABOVE TABLE:

1.	Name(s) of the entity who acquired the shares	N. A.
2.	Whether disclosure about the above entity(s) was given in the LOF as either Acquirer or	N. A.

	PAC	
3.	No of shares acquired per entity	N. A.
4.	Purchase price per share	N. A.
5.	Mode of acquisition	N. A.
6.	Date of acquisition	N. A.
7.	Name of the Seller in case identifiable	N. A.

K. PRE AND POST OFFER SHAREHOLDING PATTERN OF THE TARGET COMPANY:

Sr. No.	Class of Entities	Shareholding in a TC			
		Pre-Offer		Post Offer	
		No.	%	No.	%
1.	• Acquirer 1 • Acquirer 2	66,00,000* 44,00,000*	44.48% 29.65%	66,30,273 44,19,155	44.68% 29.78%
2.	Erstwhile Promoters (persons who cease to be Promoters pursuant to the Offer)	49,373	0.33%	Nil	Nil
3.	Continuing Promoters (Promoter Group)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4.	Sellers if not in 1 and 2	Not Applicable	Not Applicable	Not Applicable	Not Applicable
5.	Other Public Shareholders	37,89,342**	25.54%	37,89,287	25.54%
	TOTAL	**1,48,38,715**	**100.00**	**1,48,38,715**	**100.00**

* Represents the Proposed allotment of 1,10,00,000 Equity Shares made to the Acquirers on a Preferential Allotment basis at a price of ` 10 per share as authorized by the Board of Directors of the Target Company in its meeting held on September 05, 2014 and approved by the shareholders of the Target Company on September 30, 2014. This does not include the Equity Shares which will be acquired by the Acquirers pursuant to the Offer.

** Includes Proposed allotment of 36,50,000 Equity Shares made to the other Non-Promoters on a Preferential Allotment basis at a price of ` 10 per share as per the details given above.

L. DETAILS OF PUBLIC SHAREHOLDING IN TARGET COMPANY:

Sr. No	Particulars	Number of Shares	%
1.	Indicate the minimum public shareholding the TC is required to maintain for continuous listing	37,09,679	25.00%
2.	Indicate the actual public shareholding and if it has fallen below the minimum public shareholding limit, delineate the steps which will taken in accordance with the disclosures given in the LOO	37,89,287	25.54%

M. OTHER RELEVANT INFORMATION, IF ANY: The Target Company had allotted 1,46,50,000 Equity Shares of `10 each on December 11, 2014 to the Proposed Allottees on Preferential Allotment basis and it has received the Listing Approval for the said shares on January 05, 2015.

For **Mark Corporate Advisors Private Limited**

Manish Gaur
Asst. Vice-President

Place: Mumbai

Date: January 16, 2015