Offer Opening Advertisement to the Equity Shareholders under Regulation 18 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 of

JOST'S ENGINEERING COMPANY LIMITED

Registered Office: Great Social Building 60, Sir Phirozeshah Mehta Road, Mumbai 400001; Tel: 022 - 61202300; Fax: 022 – 61202345; Email: jostsho@josts.in

This Advertisement is being issued by o3 Capital Global Advisory Private Limited, the Manager to the Offer ("**Manager**") on behalf of the Acquirers and PACs to the Public Shareholders (as defined in the DPS) in relation to the Open Offer to Public Shareholders of Jost's Engineering Company Limited ("**Target Company**") in compliance with Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("**SEBI SAST Regulations**"). The Detailed Public Statement with respect to the aforementioned offer made by the Acquirers and PACs was published on September 5, 2014 along with a corrigendum on December 4, 2014.

1. The Offer Price is INR 410/- (Indian Rupees Four Hundred and Ten Only) per equity share of INR 10/- (Indian Rupees Ten Only) each. There has been no revision in the Offer Price.
2. A committee of Independent Directors ("**IDC**") of the Target Company have opined that the Offer Price of INR 410/- (Indian Rupees Four Hundred and Ten Only) per equity share of INR 10/- (Indian Rupees Ten Only) each is fair and reasonable and in accordance with SEBI (SAST) Regulations. The IDC's recommendation was published on December 05, 2014 (Friday) in the same newspapers where Detailed Public Statement was published.
3. There has been no competitive bid to this Offer.
4. The Letter of Offer has been dispatched to all the Shareholders on December 5, 2014.
5. Please note that a copy of the Letter of Offer (including Form of Acceptance cum Acknowledgment) is also available on the website of SEBI at http://www.sebi.gov.in and the Eligible Shareholders can also apply by downloading such forms from SEBI website. Further, in case of non-receipt / non-availability of the Form of Acceptance cum Acknowledgment, the application can be made on plain paper along with the following details and to be sent to Registrar to the Offer:
    a. <u>In the case of the Equity Shares held in physical form</u>, the name, address, number of the Equity Shares held, number of the Equity Shares offered, distinctive numbers and folio number together with the original Equity Share certificate(s) and valid transfer deed(s) and or such other documents as specified in the LoF, additionally in the case of an unregistered shareholder, the original contract note issued by a registered share broker of a recognized stock exchange through whom such Equity Shares were acquired is also to be submitted.
    b. <u>In the case of the Equity Shares held in dematerialized form</u>, the depository participant ("**DP**") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares to the special depository account ("**Escrow Demat Account**"), as per the details given below alongwith such other documents as specified in the Letter of Offer.

DP Name	HDFC Bank Limited
DP ID	IN301549
Client ID No.	50465520
Account name	BSPL Escrow Account – JECL Open Offer
Depository	National Securities Depository Limited
Mode of Instruction	Off-market

Note: *Shareholders having their beneficiary account with Central Depository Services (India) Limited ('**CDSL**') have to use the inter depository delivery instruction slip for the purpose of crediting their shares in favour of the Escrow Demat Account.*

6. All observations received from SEBI in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the Letter of Offer.
7. There have been no material changes in relation to the Open Offer since the date of the PA, save as otherwise disclosed in the DPS, and the Letter of Offer.
8. To the best of the knowledge of the Acquirers and PACs, other than as set out in the letter of offer, no statutory approvals are required by them to complete this Offer. In case of any statutory approvals being required at a later date, this Offer will be subject to such approvals.
9. **<u>Schedule of Activities</u>**

Activity	Revised Date	Revised Day
Date of the Public Announcement	August 30, 2014	Saturday

Date of Detailed Public Statement	September 5, 2014	Friday
Last date for a competing bid, if any	September 26, 2014	Friday
Identified Date*	November 28, 2014	Friday
Last date by which the Letter of Offer have been dispatched to the shareholders	December 5, 2014	Friday
Date of commencement of tendering period	**December 12, 2104**	**Friday**
Date of closure of tendering period	**December 29, 2014**	**Monday**
Last date of communicating of rejecting / acceptance and payment of consideration for accepted tenders / return of unaccepted shares	January 12, 2015	Monday

**The identified date is only for the purpose of determining the public shareholders as on such date to whom the Letter of Offer would be mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.*

The Acquirers accept full responsibility for the information contained in this Pre Offer Advertisement and also for the fulfillment of their obligations laid down in the SEBI SAST Regulations.

A copy of this Advertisement will also be available on the SEBI website at www.sebi.gov.in.

Issued by the Manager to the Offer on behalf of the Acquirers and the PACs

o3capital

o3 CAPITAL GLOBAL ADVISORY PRIVATE LIMITED

#27, Magrath Road, Bangalore – 560001

Tel. No.: +91 80 4241 0000; Fax No.: +91 80 4241 0022; Email: yogesh.bhati@o3capital.com

Contact Person: Yogesh Bhati

SEBI Registration Number: INM000011815

Date: December 11, 2014

Place: Mumbai