

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF  
LYKIS LIMITED ("LYKIS"/ "TARGET COMPANY"/ "TC")**

Registered Office: 14, N. S. Road, Sathi Chamber, 3rd Floor, Room No. 314B,  
Kolkata, West Bengal – 700 001. Telefax No.: 033 – 2262 5265; Email ID: lykisho@lykisgroup.com

**CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS**

**OPEN OFFER FOR ACQUISITION OF 47,85,861 (FORTY SEVEN LACS EIGHTY FIVE THOUSAND EIGHT HUNDRED & SIXTY ONE) EQUITY SHARES FROM SHAREHOLDERS OF LYKIS LIMITED BY KEDIA SECURITIES PVT LTD ("KSPL") (HEREINAFTER REFER TO AS "ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS 2011, AS AMENDED ("SEBI (SAST) REGULATIONS").**

**1) OFFER DETAILS**

- **Size:** This Open Offer is being made for 47,85,861 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each of the Target Company ("**Equity Shares**") constituting 26.00% of the voting Equity Share Capital of the Target Company on a fully diluted basis, as of the 10<sup>th</sup> (tenth) working day from the closure of the Tendering Period ("**Offer Size**"), subject to the terms and conditions mentioned in this PA, the Detailed Public Statement that will be published and the Letter of Offer that is proposed to be issued in accordance with the SEBI (SAST) Regulations.
- **Price / Consideration:** This Open Offer is being made at a price of Rs. 40/- (Rupees Forty Only) per Equity Share of Rs. 10/- each of the Target Company ("**Offer Price**") aggregating to Rs. 19,14,34,440/- (Rupees Nineteen Crores Fourteen Lacs Thirty Four Thousand Four Hundred & Forty Only) ("**Offer Consideration**") assuming full acceptance.
- **Mode of Payment:** The Offer Price is payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- **Type of Offer:** Voluntary Offer under Regulation 3(1) of the SEBI (SAST) Regulations for consolidation of holdings by Promoter Group.
- **Offer subject to Minimum Level of Acceptance:** This Offer is not subject to any minimum level of acceptance.

**2) TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)**

None. The acquirer belongs to the Promoter Group of the Promoter Group. As on date of this PA, the Promoter Group collectively hold 45,67,718 Equity Shares of constituting 24.81% of the voting Equity Share Capital of the Target Company on a fully diluted basis. The acquirer is making a Voluntary Offer under Regulation 3(1) of the SEBI (SAST) Regulations for consolidation of holdings by Promoter Group.

### 3) ACQUIRER(S) / PAC

Details	Acquirer	PAC	Total
<b>Name of Acquirer</b>	Kedia Securities Pvt Ltd ("KSPL")	NA	NA
<b>Address</b>	240, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai – 400 053.	NA	NA
<b>Names of Persons in Control / Promoters of Acquirer where Acquirer are Companies</b>	Mr. Vijay Kedia, Ms. Manju Kedia, Mr. Pratik Kedia & Mr. Ankit Kedia	NA	NA
<b>Name of the Group, if any, to which the Acquirer belongs to</b>	NA	NA	NA
<b>Pre Transaction Shareholding</b>			
Number	13,33,335	NA	13,33,335
% of total Shares Capital	7.24%	NA	7.24%
<b>Proposed shareholding after the acquisition of shares which triggered the Open Offer</b>			
Number & % of total Shares Capital	NA	NA	NA
<b>Any other interest in the TC</b>	Vijay Kedia is a Director in the Target Company (designated as Chairman) and he forms part of the Promoter Group of the Target Company along with KSPL.	NA	NA

#### Notes:

- (a) Kedia Securities Pvt Ltd ("KSPL") is currently holding 13,33,335 Equity Shares constituting 7.24% of the voting Equity Share Capital of the Target Company on a fully diluted basis. Other than KSPL, the present Promoter viz. Vijay Kedia is holding 32,34,383 Equity Shares constituting 17.57% of the voting Equity Share Capital of the Target Company on a fully diluted basis. As on date of this PA, the Promoter Group collectively hold 45,67,718 Equity Shares of constituting 24.81% of the voting Equity Share Capital of the Target Company on a fully diluted basis.
- (b) Due to the operation of Regulations 2(1)(q) of the SEBI (SAST) Regulations, there could be persons who could be deemed to be acting in concert with the Acquirer. However, such persons are not persons acting in concert for the purposes of this Open Offer.

### 4) DETAILS OF SELLING SHAREHOLDERS: NOT APPLICABLE

### 5) TARGET COMPANY

Name	Lykis Limited ("LYKIS")
CIN No:	L74999WB1984PLC038064

Registered Office	14, N. S. Road, Sathi Chamber, 3rd Floor, Room No. 314B, Kolkata, West Bengal – 700 001
Exchange where Listed	The Target Company's Equity Shares are listed and are under suspension at the following Stock Exchanges except BSE Ltd. BSE Ltd ("BSE"), Ahmedabad Stock Exchange Ltd ("ASE"), Calcutta Stock Exchange Ltd ("CSE"), Jaipur Stock Exchange Ltd ("JSE") and Madras Stock Exchange Ltd ("MSE").

## 6) OTHER DETAILS

- The Detailed Public Statement pursuant to this Public Announcement and in terms of the provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 shall be published on or before March 09, 2015 in all editions of any one English national daily with wide circulation, any one Hindi national daily with wide circulation, one Bengali language regional daily of Kolkata (as the Registered Office of the Target Company is situated in Kolkata, West Bengal) and one Marathi language regional daily newspaper – Mumbai edition as the maximum volume of trading in the shares of the Target Company recorded during the sixty trading days preceding the date hereof is on the BSE Limited.
- The Acquirer undertakes that it is aware of and will comply with its obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirer has adequate financial resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations. This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

### ISSUED BY MANAGER TO THE OFFER:



#### **ARYAMAN FINANCIAL SERVICES LTD**

(CIN No.: L74899DL1994PLC059009)

60, Khatau Building, Alkesh Dinesh Modi Marg, Opp. P. J. Towers (BSE Building), Fort, Mumbai – 400 001.

Tel: 022 – 2261 8264 / 2261 8635; Fax: 022 – 2263 0434 Website: www.afsl.co.in

Email: info@afsl.co.in; Contact Person: Mr. Deepak Biyani

#### **For and on behalf of:**

#### **KEDIA SECURITIES PVT LTD**

(CIN No.: U70102MH1992PTC067281)

240, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai – 400 053.

Tel: 022 – 6702 0857 / 58; Fax: 022 – 6702 0859; Email: info@ksplindia.com

Place: Mumbai

Date: February 27, 2015