

Public Announcement under Regulation 15 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
("SEBI (SAST) Regulations, 2011")

Open Offer for Acquisition of 25,98,338 Equity Shares from Shareholders of M/s. Medicamen Biotech Limited (hereinafter referred as **"Target Company"**) having its registered office at 10 Community Centre No 2, Ashok Vihar, Phase - II Delhi – 110 052; Tel: 011-47589500; and Fax: 011-27138171; by M/s. Shivalik Rasayan Limited having its registered office at Village Kohlupani, Post Office Chandanwari, Via Prem Nagar, Dehradun, Uttarakhand – 248 007 (hereinafter referred as **"Acquirer"**) along with M/s. Growel Capital Services Private Limited having registered office at 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi – 110 019, M/s. Bishnoi Exports Private Limited having registered office at 1506, Chiranjiv Tower, 43, Nehru Place, New Delhi – 110 019, M/s. NIAM International Private Limited having registered office at 3, Tamoor Nagar, New Friends Colony, New Delhi – 110 065, Mr. Rahul Bishnoi residing at A-1/245, 2nd Floor, Safdurjung Enclave, New Delhi – 110 029 and Mr. Ashwani Kumar Sharma residing at D-114, Surajmal Vihar, Delhi – 110 092 (hereinafter collectively referred to as **"Persons Acting in Concert or PACs"**) pursuant to and in accordance with Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011.

1. Offer Details

- **Size:** 25,98,338 Equity Shares constituting 26.00% of the present issued subscribed and paid-up capital of the Target Company.
- **Price/ consideration:** Rs. 40/- (Rupees Forty Only) for each Equity Share of the Target Company.
- **Mode of payment (cash/ security):** Cash
- **Type of offer (Triggered offer, voluntary offer/ competing offer etc):** Triggered Offer

2. Transaction which has triggered the open offer obligations (Underlying Transaction)

Details of underlying transaction						
Type of Transaction (direct/indirect)	Mode of Transaction (Agreement/ Allotment/ market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares /Voting Rights (VR) acquired (Rs. In Crores)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total Equity/ voting capital			
Direct	Share Purchase Agreement dated September 16, 2015 to acquire substantial acquisition of shares and control over the Target Company	44,12,095	44.15%	Rs. 17.65	Cash	Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011

3. Acquirer and PACs

Details	Acquirer	PAC1	PAC2	PAC3	PAC4	PAC5	Total
Name of Acquirer	M/s. Shivalik Rasayan Limited	M/s. Growel Capital Services Private Limited	M/s. Bishnoi Exports Private Limited	M/s. NIAM International Private Limited	Mr. Rahul Bishnoi	Mr. Ashwani Kumar Sharma	NA
Address	Kohlupani, Post Office Chandanwari, Via Prem Nagar, Dehradun, Uttarakhand – 248 007	1506, Chiranjiv Tower, 43, Nehru Place, New Delhi – 110 019	1506, Chiranjiv Tower, 43, Nehru Place, New Delhi – 110 019	3, Tamoor Nagar, New Friends Colony, New Delhi – 110 065	A-1/245, 2 nd Floor, Safdurjung Enclave, New Delhi – 110 029	D-114, Surajmal Vihar, Delhi – 110 092	NA
Name(s) of persons in control /promoters of acquirers	M/s. Growel Capital Services Private Limited, Mr. Rahul Bishnoi and Mr. Ashwani Kumar Sharma	Mr. Rahul Bishnoi and Mr. Ashwani Kumar Sharma	Mr. Rahul Bishnoi	Mr. Rahul Bishnoi	NA	NA	NA
Name of the Group, if any, to which the Acquirer company belongs to	NA	NA	NA	NA	NA	NA	NA
Pre Transaction shareholding • Number	Nil	Nil	Nil	Nil	Nil	Nil	NA

• % of total share capital							
Proposed shareholding (*) after the acquisition of shares which triggered the Open Offer	44,12,095 Equity Shares 44.15% of the paid-up share capital of the Target Company.	Nil	Nil	Nil	Nil	Nil	44,12,095 Equity Shares 44.15% of the paid-up share capital of the Target Company
Any other interest in the TC	NA						

4. Details of selling shareholders:

Name	Part of Promoter/ promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number	%	Number	%
Mr. Bal Kishan Gupta	Yes	30,31,520	30.33	Nil	N.A
Mr. Ashutosh Gupta	Yes	6,51,605	6.52	Nil	N.A
Ms. Ritu Gupta	Yes	1,94,402	1.95	Nil	N.A

Ms. Suchita Gupta	Yes	34,568	0.35	Nil	N.A
Mr. Abhishek Bansal	Yes	143,606	1.44	92,606	0.93
Ms. Manju Bansal	Yes	3,90,387	3.91	1,10,387	1.10
Mr. Sanjay Bansal	Yes	2,52,300	2.52	1,02,300	1.02
Ms. Ayushi Bansal	Yes	19,000	0.19	Nil	NA
Total		47,17,388	47.20	3,05,293	3.05

Target Company

Name : M/s. Medicamen Biotech Limited
CIN : L74899DL1993PLC056594
Exchange where listed : BSE Limited
Registered Office : 10 Community Centre No 2, Ashok Vihar, Phase - II Delhi – 110 052

5. Other details

- The Detailed Public Statement pursuant to this Public Announcement and which carries all such other information of the offer including the detailed information on the offer price, detailed information on the Acquirer, detailed information on the Target Company, detailed reasons for the offer, statutory approvals for the offer, delisting option, details of financial arrangement, other terms of the offer, conditions to the offer etc. shall be published in all editions of any one English national daily newspaper with wide circulation, any one Hindi national daily newspaper with wide circulation, any one Marathi national daily newspaper with wide circulation and as

the registered office of the Company is situated in Delhi and the local language is Hindi only. The Detailed Public Statement shall be published on or before September 24, 2015.

- The Acquirer undertakes that it is aware of and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirer has adequate 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 above transaction is subject to the approval of shareholders of Acquirer pursuant to section 186 of Companies Act, 2013 and other applicable laws.

Issued by

MANAGER TO THE OFFER



CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

D-28. South Extension Part-1, New Delhi – 110 049

Contact Person: Mr. Manoj Kumar/ Ms. Ruchika Sharma

Ph.: 91-11-40622228/248; **Fax:** 91-11-40622201

Email: manoj@indiacp.com/ ruchika.sharma@indiacp.com

SEBI Regn. No: INM000011435

On behalf of Acquirer and PACs

For Shivalik Rasayan Limited	For Growel Capital Services Private Limited	For Bishnoi Exports Private Limited	For NIAM International Private Limited		
(Ashwani Kumar Sharma) Director	(Ashwani Kumar Sharma) Director	(Rahul Bishnoi) Director	(Rahul Bishnoi) Director	(Rahul Bishnoi)	(Ashwani Kumar Sharma)

Place: New Delhi

Date: September 16, 2015