PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3 (1) AND 4 READ WITH REGULATION 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, (THE "SEBI (SAST) REGULATIONS")

FOR THE ATTENTION OF THE SHAREHOLDERS OF ADHBHUT INFRASTRUCTURE LIMITED

Open Offer for acquisition of up to 2860000 Equity Shares, representing 26% of the total paid-up equity share capital of Adhbhut Infrastructure Limited, ("Target Company") from the Public Shareholders (as defined below) of the Target Company by Mr Arvind Dham, Mrs Anita Dham and Mr Anubhav Dham ("Hereinafter collectively referred to as "Acquirers") for the purpose of this Open Offer.

On December 20, 2013, the Acquirers signed a Share Purchase Agreement (**"SPA"**) with the Sellers/Promoters (as mentioned in paragraph 4 below) of the target company to acquire 6436430 equity shares constituting 58.51% of the fully paid up equity share capital of the Target Company along with complete control and management of the target company. Presently acquirer does not hold any equity shares of Target Company. Consequently, the acquirers shall acquire substantial shares/ voting rights along with control over the management and affairs of the Target Company after the successful completion of open offer.

This Public Announcement ("**Public Announcement**" or "**PA**") is being issued by D & A Financial Services (P) Limited ("**Manager to the Offer**") for and on behalf of the acquirers to the equity shareholders of the Target Company excluding the parties to the SPA, persons acting in concert or deemed to be acting in concert with these parties ("**Public Shareholders**") pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

1. Offer Details

(a) **Size:** The Acquirers hereby make this open offer to the Public Shareholders of the Target Company to acquire up to **2860000** fully paid up equity shares of face value of Rs 10/- (Rupee Ten only) each of the Target Company ("**Equity Shares**") constituting 26% of the fully paid up equity share capital of the Target Company ("**Offer Size**").

(b) **Price / Consideration:** The Offer Price of Rs 16/- (Rupees Sixteen Only) per equity share is calculated in accordance with Regulation 8(2) of the SAST Regulations ("**Offer Price**"), aggregating to a consideration of up to Rs 4,57,60,000/- (Rupees Four Crore Fifty Seven Lacs Sixty Thousand Only) assuming full acceptance.

(c) **Mode of Payment:** The Offer Price is payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.

(d) **Type of Offer:** The Offer is in compliance with Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations.

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

Details of Underlying Transaction						
Types of Transaction (direct/ indirect	Mode of Transaction (Agreement/Allotment/Market Purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration of shares/ Voting Rights (VR) acquired (Rs. In Lakhs)	Mode of Payment (Cash / Securities)	Regulation which has triggered
		Number	% vis a vis total equity / Voting Capital			
Direct	Acquisition through SPA	6436430	58.51	64.36	Cash	Regulations 3(1) & 4 of the SEBI (SAST) Regulations

3. Acquirers / ~~PAC~~

Details	Acquirer 1	Acquirer 2	Acquirer 3	Total
Name of Acquirer(s)/ ~~PAC(s)~~	Mr Arvind Dham	Mrs Anita Dham	Mr Anubhav Dham	3
Address	B-7, Geetanjali Enclave, New Delhi-110017	B-7, Geetanjali Enclave, New Delhi-110017	B-7, Geetanjali Enclave, New Delhi-110017	-
Name(s) of persons in control/promoters of Acquirer/ ~~PAC~~ where Acquirer/~~PAC~~ are Companies	N.A	N.A	N.A	-
Name of the Group, if any, to which the Acquirer/~~PAC~~ belongs to	Amtek	Amtek	Amtek	-
Pre Transaction				-

shareholding ☐☐Number ☐☐% of total share capital	Nil N.A	Nil N.A	Nil N.A	
Proposed shareholding after the acquisition of shares which triggered the Open Offer	2813030 equity shares constituting 25.57% of the total paid up share capital of the Target Company.	1811700 equity shares constituting 16.47% of the total paid up share capital of the Target Company.	1811700 equity shares constituting 16.47% of the total paid up share capital of the Target Company.	
Any other interest in the Target Company	Nil	Nil	Nil	-

4. Details of Selling Shareholders (Together the "Sellers")

Name of the Selling Shareholders	Part of promoter group (Yes/ No)	Details of shares / voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number of Shares	%	Number of Shares	%
Allianz International (P) Limited	Yes	5435100	49.41	Nil	Not Applicable
Mr K T James	Yes	1001330	9.10	Nil	Not Applicable

5. Target Company

(a) **Name:** Adhbhut Infrastructure Limited

(b) **Registered Office Address:** 910, Ansal Bhawan, 16, K G Marg, New Delhi-110001

(c) **Exchanges where listed:** The Equity Shares are listed on the Delhi Stock Exchange Limited.

6. Other Details

(a) The Detailed Public Statement ("**DPS**") to be issued in accordance with Regulation 13(4) of the SEBI (SAST) Regulations, 2011 shall be published by December 30, 2013. The DPS shall contain details of the Offer including the detailed information of the Offer Price, detailed information on the Acquirers / ~~PAC~~ and Target Company, detailed reasons for the Offer, statutory approvals required for the Offer, details of financial arrangements, other terms of the Offer, conditions to the Offer and conditions precedent to the SPA.

(b) The Acquirers undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011 and that they have adequate financial resources to meet their obligations under the Offer.

(c) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.

(d) This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.

(e) Completion of the Offer and the underlying transaction, as envisaged under the SPA, is subject to the satisfaction or waiver, if applicable, of the conditions precedent set out in the SPA, including receipt of required statutory approvals, if any.

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

Manager to the Offer

D & A FINANCIAL SERVICES (P) LIMITED
13, Community Centre, East of Kailash,
New Delhi – 110065.
Tel nos.: 011-26419079/ 26218274;
Fax no.: 011 - 26219491;
Email: dafspl@gmail.com
contact@dnafinserv.com

Contact Person: Mr. Priyaranjan

Place: New Delhi
Date: December 20, 2013