OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, FOR THE ATTENTION OF THE SHAREHOLDERS OF

PC PRODUCTS INDIA LIMITED

(formerly known as Jayavant Industries Limited)
(*CIN: L85110TG1996PLC099198*)
Registered Office: 4-7-375/A, Television Hotel Lane, Esamia Bazar, Hyderabad - 500 027, Telangana
Telefax: +91 90300 57370; E-Mail: pcproductsindia@gmail.com; Website: www.pcproductslimited.com

This advertisement is issued by Mark Corporate Advisors Private Limited **("Manager to the Offer")** for and on behalf of Mr. Mohammed Aejaz Habeeb ("Acquirer 1"), Mr. Syed Ameer Basha Paspala ("Acquirer 2") & Mr. Kalidindi Krishnam Raju ("Acquirer 3") (collectively being, the **"Acquirers"**) and Mrs. Kalidindi Sarada Vijaya Kumari ("PAC 1"), Ms. Kalidindi Nirusha ("PAC 2") and Mrs. Penmetsa Parvathi ("PAC 3") (collectively being, the **"PACs"**) pursuant to Regulation 18(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended **["SEBI (SAST) Regulations, 2011"/ "Regulations"]**, in respect of the Open Offer to acquire 26,67,300 Equity Shares of ₹10 each of PC Products India Limited **('PC'/'Target Company')** representing 26% of the Emerging Voting Capital of the Target Company. The Detailed Public Statement **("DPS")** with respect to the Offer was published on August 30, 2016 (Tuesday) in the following newspapers:

Publication	Language	Edition(s)
Financial Express	English	All Editions
Jansatta	Hindi	All Editions
Navshakti	Marathi	Mumbai Edition
Nava Telangana	Telugu	Hyderabad Edition

1) The Offer Price is ₹10 (Rupees Ten only) per Equity Share **("Offer Price")**.

2) The Committee of Independent Directors **("IDC")** of the Target Company has issued the following recommendation (relevant extract) on the Offer, which was published on November 18, 2016 (Friday) in the above mentioned newspapers:

Recommendation on the Open offer, as to whether the offer is fair and reasonable	IDC is of the view that Open Offer is fair and reasonable
Summary of reasons for recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed (a) The Public Announcement ("PA") dated August 24, 2016 in connection with the Offer issued on behalf of the Acquirers (b) The Detailed Public Statement ("DPS") which was published on August 30, 2016 and (c) The Letter of Offer ("LoF") dated November 07, 2016. Based on the review of PA, DPS and LoF, the IDC is of the opinion that the Offer Price of ₹10 (Rupees Ten only) per Equity Share offered by the Acquirers and the PACs (more than the highest price amongst the selective criteria mentioned under Justification of Offer Price) is in line with the regulation prescribed by SEBI under the Regulations and prima facie appears to be justified.

3) There was no Competitive Bid.

4) The Registrar to the Offer has confirmed that the Letter of Offer to the shareholders of the Target Company whose name appears as on the Identified Date i.e. November 07, 2016 have been dispatched on November 12, 2016 (Saturday). However, accidental omission to dispatch or non-receipt of this LoF to or by any eligible shareholder entitled to this Open Offer shall not invalidate the Open Offer in any manner whatsoever.

5) Please note that a copy of the LoF is also available on the website of Securities and Exchange Board of India **("SEBI")** i.e. http://www.sebi.gov.in.

(a.) **In the case of Equity Shares held in physical form:** Eligible Person(s) may participate in the Offer by confirming their consent to participate in this Offer on the terms and conditions as set out in the PA, DPS and LoF. They can participate by submitting an application to their Broker/Selling Broker on the plain paper giving details regarding their Shareholding and requisite documents as mentioned in the LoF. They have to deliver Physical Share Certificates and other relevant documents along with the Transaction Registration Slip to the Registrar to the Offer by Registered Post/Speed Post/Courier/Hand Delivery so as to reach to the Registrar within two (2) days from the Closing of the Offer.

(b.) **In case of Equity Shares held in dematerialized form:** Eligible Person(s) may participate in the Offer by approaching their respective Broker/Selling Broker, indicating the details of Equity Shares they intend to tender in the Open Offer as per the procedure.

6) As on date of Letter of Offer, there are no Statutory Approvals required to acquire equity shares that are validly tendered pursuant to this Open Offer. However, the Open Offer would be subject to all the statutory approvals that may become applicable at a later date but before the completion of the Open Offer.

7) **Information about Mrs. Kalidindi Sarada Vijaya Kumari ("PAC 1")**

7.1. Mrs. Kalidindi Sarada Vijaya Kumari, w/o Mr. Kalidindi Krishnam Raju, aged about 49 years, presently residing at 8-2-293/82/J/111/12, Plot No. 12, Road No. 82, Jubilee Hills, Hyderabad-500 033, Telangana, Contact No.: +91 98498 66555, E-Mail: kkr_2004@yahoo.co.in is undergraduate and her Permanent Account Number ('PAN') under Income Tax Act is AGDPK 4335 M.

7.2. PAC 1 is a Housewife.

7.3. PAC 1 is not part of any group.

7.4. As on date, PAC 1 holds 8,65,690 Equity Shares representing 8.44% of Emerging Voting Capital of the Target Company which were allotted on Preferential basis.

7.5. PAC 1 has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

7.6. The Net Worth of PAC 1 is ₹10.99 Crores (Rupees Ten Crores Ninety Nine Lacs only) as on June 30, 2016 as certified vide certificate dated October 19, 2016 issued by Mr. Mahidhar S. G., Partner of M/s Visweswara Rao & Associates, Chartered Accountants (Membership No. 216463) (FRN: 005774S) having office at "SRI" 8-2-686/DB/22/1, Road No. 12, Banajara Hills, Hyderabad-500 034, Telangana, Contact No.: +91 40 2354 8003, Email: svrvrao@gmail.com.

7.7. The major entities promoted/managed by PAC 1 are as under:

Sr. No.	Name of the Company	% of Shares
1)	Krisani Bio Science Private Limited	9.10%
2)	Innovision Life Sciences Private Limited	32.50%
3)	Krisani Innovations Private Limited	45.50%
4)	Krisani Wealth Management Private Limited	50.00%
5)	Krisani Knowledge Resources Private Limited	90.00%
6)	Krisani Electronics and Electricals Private Limited	40.20%

8) **Information about Ms. Kalidindi Nirusha ("PAC 2")**

8.1. Ms. Kalidindi Nirusha, d/o Mr. Kalidindi Krishnam Raju, aged about 26 years, presently residing at 8-2-293/82/J/111/12, Plot No. 12, Road No. 82, Jubilee Hills, Hyderabad-500 033, Telangana, Contact No.: +91 96180 69605, E-Mail: niru.nnn@gmail.com is a B Tech from Jawaharlal Nehru Technological University, Hyderabad and Master of Science in Finance from Bentley University, USA. Her Permanent Account Number ('PAN') under Income Tax Act is AXNPK 0720 D.

8.2. PAC 2 is having an experience of one (1) year of working as a Junior Analyst at PCS Securities Limited, Hyderabad.

8.3. PAC 2 is not part of any group.

8.4. As on date, PAC 2 holds 10,29,200 Equity Shares representing 10.03% of the Emerging Voting Capital of the Target Company which were allotted on Preferential Allotment basis.

8.5. PAC 2 has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

8.6. The Net Worth of PAC 2 is ₹3.33 Crores (Rupees Three Crores Thirty Three Lacs only) as on June 30, 2016 as certified vide certificate dated October 19, 2016 issued by Mr. Mahidhar S. G., Partner of M/s Visweswara. Rao & Associates, Chartered Accountants (Membership No. 216463) (FRN: 005774S) having office at "SRI" 8-2-686/DB/22/1, Road No. 12, Banajara Hills, Hyderabad-500 034, Telangana, Contact No.: +91 40 2354 8003, Email: svrvrao@gmail.com.

8.7. The major entities promoted/managed by PAC 2 are as under:

Sr. No.	Name of the Company	% of Shares
1)	Krisani Innovations Private Limited	45.45%
2)	Krisani Wealth Management Private Limited	45.45%
3)	Krisani Knowledge Resources Private Limited	-

9) **Information about Mrs. Penmetsa Parvathi ("PAC 3")**

9.1. Mrs. Penmetsa Parvathi, w/o Mr. Penmetsa Krishnam Raju, aged about 63 years, presently residing at Door No. 2-19, Unudurru Undi Mandal, West Godavari District, Andhra Pradesh-534 186, Contact No.: +91 94409 14511, is non-matriculate. Her Permanent Account Number ('PAN') under Income Tax Act is BQCPP 9757 N.

9.2. PAC 3 is a Housewife.

9.3. PAC 3 is not part of any group.

9.4. As on date, PAC 3 holds 3,93,586 Equity Shares representing 3.84% of the Emerging Voting Capital of the Target Company which were allotted on Preferential Allotment basis.

9.5. PAC 3 has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

9.6. The Net Worth of PAC 3 is ₹1.57 Crores (Rupees One Crore Fifty Seven Lacs only) as on June 30, 2016 as certified vide certificate dated October 19, 2016 issued by Mr. Mahidhar S. G., Partner of M/s Visweswara. Rao & Associates, Chartered Accountants (Membership No. 216463) (FRN: 005774S) having office at "SRI" 8-2-686/DB/22/1, Road No. 12, Banajara Hills, Hyderabad-500 034, Telangana, Contact No.: +91 40 2354 8003, Email: svrvrao@gmail.com.

9.7. PAC 3 has not promoted any venture/entity.

10) None of the PACs will acquire Equity shares through Open Offer.

11) A Notice of Postal Ballot dated August 24, 2016 was dispatched to the Shareholders inter alia to approve the Preferential Allotment in accordance with the provisions of Section 62 of the Companies Act and other applicable provisions including the SEBI (SAST) Regulations, 2011. The result of the postal ballot was announced on September 29, 2016. Thereafter, the Target Company obtained the In-Principle Approval for Preferential Allotment of 48,70,606 Equity Shares from BSE Ltd vide letter dated September 30, 2016, Metropolitan Stock Exchange of India Ltd vide letter dated October 05, 2016 and Ahmedabad Stock Exchange Limited vide letter dated October 05, 2016. Accordingly, the Target Company has allotted 48,70,606 Equity Shares at the Board Meeting held on October 13, 2016 and filed the Listing Application with the Stock Exchanges on November 04, 2016.

12) The brief details of the experience of the Acquirers are enumerated below:

(i) **Dr. Mohammed Aejaz Habeeb ('Acquirer 1'):** Acquirer 1 is practicing as a Gastroenterologist, since 1999 at his self-employed Clinic at Narayanguda, Hyderabad. He is the Professor and Head of Department for the Department of Gastroenterology and Herpetology at Deccan College of Medical Sciences, Hyderabad. Additionally, since 2007 he is practicing as a Consultant (Gastroenterologist & Hepatologist) at Kamenini Wockhardt Hospitals (now known as Kamenini Hospital) King Koti, Hyderabad. Also, since 2011 he is practicing as a Consultant (Gastroenterologist & Hepatologist) at Apollo Hospital, Hyderguda, Hyderabad. Thus, he has over 17 years of experience as a Consultant.

(ii) **Dr. Syed Ameer Basha Paspala ('Acquirer 2'):** Acquirer 2 is practicing as a Consultant (Neurosurgeon) since the beginning of 2001 at Institute of Medical Sciences, CARE Hospital, Hyderabad. Additionally, since 2004 he is practicing as a Consultant (Neurosurgeon) at Central Hospital, South Central Railways, Hyderabad. Thus, he has 16 years of experience as a Consultant.

(iii) **Mr. Kalidindi Krishnam Raju ('Acquirer 3'):** Acquirer 3 was the proprietor of Krishnam Raju & Associates, Chartered Accountants from 1990 till 1994, advising in the areas of Accounts, Finance, Income Tax, RoC, and Management consultancy. He worked as a Director (Finance) in Emergy Pharma Limited from 1994 till 1995 and was looking after Accounts and Finance. He worked as a Managing Director in Emergy Finance & Investment Limited from 1995 till 1996 and was looking after overall administration. He worked as a Promoter/Director (Finance) in Visual Soft Technologies Limited from 1996 till 2002 and was looking after Accounts, Finance and Administration. He promoted Krisani Wealth Management Private Limited in 2004 looking after overall activities including research. He was working as Promoter/ Managing Director till 2014. He promoted Krisani Bio-Sciences Private Limited in 2009 looking after Finance, Administration including HR, Business Development etc. Thus, he has 25 years of experience in the field of Finance, Accounts and Administration.

13) The Authorized Share Capital of the Target Company as on date is ₹13,00,00,000 (Rupees Thirteen Crores only) comprising of 1,30,00,000 Equity Shares of ₹10 (Rupees Ten only) each. The Emerging Voting Capital as on date is ₹10,25,87,060 (Rupees Ten Crores Twenty Five Lacs Eighty Seven Thousand and Sixty only) comprising of 1,02,58,706 Equity shares of ₹10 (Rupees Ten only) each including allotment of Equity Shares on Preferential basis.

14) NRI and OCB holders of the Equity Shares must obtain all approvals required to tender the Equity Shares held by them in this Offer (including, without limitation the approval from the RBI) along with TRS and other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirers and PACs reserve the right to reject such Equity Shares tendered in this Offer. Further, if the Shareholders who are not persons resident in India (including NRIs, OCBs, FIIs and FPIs) require or had required any approvals (including from the RBI or the FIPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals that they would have obtained for holding the Equity Shares along with other documents required, to tender the Equity Shares held by them in this Offer, along with the other documents required to accept this Offer. If, the Equity Shares are held under general permission of the RBI, the non-resident Shareholder should state that the Equity Shares are held under general permission and clarify whether the Equity Shares are held on repatriable basis or non repatriable basis. In the event such approvals are not submitted, the Acquirers and the PACs reserves the right to reject such Equity Shares tendered in this Offer.

15) **Schedule of Activities:**

The Schedule of Activities has been revised and the necessary changes have been incorporated in the LoF at all the relevant places. The Revised Schedule of Activities is in compliance with the applicable provisions of SEBI (SAST) Regulations, 2011 and the same is as under:

Nature of Activity	Original Day & Date	Revised Day & Date
Date of Public Announcement	Wednesday, August 24, 2016	Wednesday, August 24, 2016
Date of publishing the Detailed Public Statement	Tuesday, August 30, 2016	Tuesday, August 30, 2016
Last date for filing of Draft Letter of Offer with SEBI	Wednesday, September 07, 2016	Wednesday, September 07, 2016
Last date of a Competing offer	Thursday, September 22, 2016	Thursday, September 22, 2016
Latest date by which SEBI's observations will be received	Thursday, September 29, 2016	Thursday, November 03, 2016
Identified Date*	Monday, October 03, 2016	Monday, November 07, 2016
Last date by which the Letter of Offer will be dispatched to the Shareholders (*except the Acquirers and the PACs, and the Promoter/Seller of the Target Company*) as on the identified date	Monday, October 10, 2016	Tuesday, November 15, 2016
Last Date for revising the Offer Price/ number of shares	Thursday, October 13, 2016	Wednesday, November 16, 2016
Last date by which the recommendation of the committee of Independent Directors of the Target Company will be given and published	Monday, October 17, 2016	Friday, November 18, 2016
Date of pre offer advertisement for Opening the Offer	Tuesday, October 18, 2016	Monday, November 21, 2016
Date of Commencement of the Tendering Period (Offer opening date)	Wednesday, October 19, 2016	Tuesday, November 22, 2016
Date of Closing of the Tendering Period (Offer closing date)	Wednesday, November 02, 2016	Monday, December 05, 2016
Last date for communicating Rejection/ acceptance and payment of consideration for accepted equity shares or equity share certificate/return of unaccepted share certificates/credit of unaccepted shares to demat account	Thursday, November 17, 2016	Tuesday, December 20, 2016

**Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all the Shareholders (registered or unregistered) of the Target Company (except the Acquirers and the PACs, and the Promoter/Seller of the Target Company) are eligible to participate in this Offer any time during the tendering period of the Offer.*

Capitalized terms used in this advertisement, but not defined herein, shall have the same meanings assigned to such terms in the PA, DPS and the Letter of Offer. This advertisement will be available on the website of SEBI i.e. www.sebi.gov.in.

ISSUED BY THE MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS AND THE PACS:

MARK

MARK CORPORATE ADVISORS PRIVATE LIMITED
CIN: *U67190MH2008PTC181996*
404/1, The Summit Business Bay,
Sant Janabai Road (Service Lane),
Off W. E. Highway, Vile Parle (East),
Mumbai - 400 057
Telefax No.: +91 22 2612 3207/08
Contact Person: Mr. Manish Gaur
Email: openoffer@markcorporateadvisors.com
SEBI Regn No.: INM000012128

Sd/-
Kalidindi Krishnam Raju ('Acquirer 3')
(Signed for self and on behalf of Acquirer 1, Acquirer 2, PAC 1, PAC 2 and PAC 3)

Date : November 21, 2016
Place : Mumbai

PRESSMAN

Size: 24(w) x 46(h)