

R&B DENIMS LIMITED

Registered Office: Block No. 467, Sachin Palsana Road, Palsana, Surat - 394 315, Gujarat, India

Open Offer ("Offer") for acquisition of upto 36,38,619 (Thirty Six Lacs Thirty Eight Thousand Six Hundred and Nineteen) equity shares of ₹ 10/- each representing 26% of the total Paid-up Equity Share Capital/Voting Capital, from the equity shareholders of R & B Denims Limited ("RNB"/"Target Company"), by Mr. Amit Anand Dalmia, Mr. Rajkumar Borana, Mr. Ankur Borana, Mr. Deepak Dalmia, Borana Filaments Private Limited and Rawatkhedha Processors Private Limited (hereinafter collectively referred to as "Acquirers")

This Post Offer Advertisement is being issued by **Hem Securities Limited**, ("Manager to the Offer"), for and on behalf of **Mr. Amit Anand Dalmia, Mr. Rajkumar Borana, Mr. Ankur Borana, Mr. Deepak Dalmia, Borana Filaments Private Limited and Rawatkhedha Processors Private Limited ("the Acquirer")** pursuant to Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers), Regulations, 2011 in respect of the Open Offer to acquire shares of the **R & B Denims Limited**. The Detailed Public Statement ("DPS") and Corrigendum to Detailed Public Statement along with Offer Opening Advertisement ("COOA") with respect to the aforementioned offer made by the Acquirer had appeared in Business Standard (English), Business Standard (Hindi) Navshakti (Marathi), Mumbai and Dhabkar (Gujarat), Surat on Monday, December 07, 2015 and Monday, January 25, 2016 respectively.

1. Name of the Target Company : R & B Denims Limited
2. Name of the Acquirer(s) and PAC : Mr. Amit Anand Dalmia
Mr. Rajkumar Borana
Mr. Ankur Borana
Mr. Deepak Dalmia
M/s. Borana Filaments Private Limited
M/s. Rawatkhedha Processors Private Limited
3. Name of the Manager to the Offer : Hem Securities Limited
4. Name of the Registrar to the Offer : Bigshare Services Private Limited
5. Offer Details :
 - a. Date of Opening of the Offer : Thursday, February 04, 2016
 - b. Date of Closure of the Offer : Wednesday, February 17, 2016
6. Date of Payment of Consideration : Friday, February 26, 2016
7. Details of Acquisition :

Sr. No.	Particulars	Proposed in the Offer Document	Actuals
7.1	Offer Price	₹ 10.00	₹ 10.00
7.2	Aggregate number of shares tendered	36,38,619*	18,20,000
7.3	Aggregate number of shares accepted	36,38,619*	18,20,000
7.4	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 3,63,86,190*	₹ 1,82,00,000
7.5	Shareholding of the Acquirers before Agreements/Public Announcement (Number & % of Fully Diluted Equity Share Capital) - Acquirers - Other Promoter Group	35,34,178 (25.25%) 28,72,500 (20.53%)	35,34,178 (25.25%) 28,72,500 (20.53%)
7.6	Shares Acquired by way of Agreements - Number % of Fully Diluted Equity Share Capital	Nil Not Applicable	Nil Not Applicable
7.7	Shares Acquired by way of Open Offer - Number % of Fully Diluted Equity Share Capital	36,38,619* 26.00%	18,20,000 13.00%
7.8	Shares acquired after Detailed Public Statement - Number of shares acquired - Price of the shares acquired % of the shares acquired	21,30,000 ₹ 9.60 15.22%	21,30,000 ₹ 9.60 15.22%
7.9	Post offer share holding of Acquirer (Number & % of Fully Diluted Equity Share Capital) - Acquirers - Other Promoter Group	93,02,797 (66.47%) 28,72,500 (20.53%)	74,84,178 (53.48%) 28,72,500 (20.53%)
7.10	Pre offer shareholding of the Public - Number % of Fully Diluted Equity Share Capital	54,60,010 39.01%	54,60,010 39.01%
	Post offer shareholding of the Public - Number % of Fully Diluted Equity Share Capital	18,21,391* 13.01%	36,40,010 26.01%

*Assuming full acceptance in Offer.

8. The Acquirers along with its Directors severally and jointly accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers), 2011.
9. A copy of this Post Offer Advertisement will be available on the websites of SEBI (www.sebi.gov.in), BSE Limited and registered office of the Target Company.

Capitalized terms used but not defined in this advertisement shall have the meanings assigned to such terms in the PA and/or DPS and/or Letter of Offer.

ISSUED BY MANAGER TO THE OFFER

For and on behalf of the Acquirers Mr. Amitkumar Dalmia, Mr. Rajkumar Borana, Mr. Ankur Borana, Mr. Deepak Dalmia, Rawatkhedha Processors Private Limited and Borana Filaments Private Limited



Hem Securities Ltd.

SEBI Registration No.: INM000010981

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Email: ib@hemonline.com; Contact Person: Ms. Menka Jha

Place : Mumbai

Date : March 03, 2016