

POST OPEN OFFER REPORT

15 DAYS REPORT IN RESPECT OF OPEN OFFER TO THE SHAREHOLDERS OF R. R. CORPORATE SECURITIES LIMITED BY M/S RV BUILDTECH & AMUSEMENT (P) LIMITED (HEREINAFTER REFERRED TO AS "ACQUIRER") PURSUANT TO SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

(A.) Name of the Parties Involved

1.	Name of the Target Company	R R Corporate Securities Limited
2.	Name of the Acquirers(s)	M/s RV Buildtech & Amusement (P) Limited
3.	Person Acting in Concert with the Acquirer	Nil
4.	Name of the Manager to the Offer	D & A Financial Services (P) Limited
5.	Name of the Registrar to the Offer	Beetal Computer and Financial Services (P) Limited.

(B) Details of the Offer:

- Whether Offer is a Conditional Offer : No
- Whether Offer is Voluntary Offer : No
- Whether Offer is Conditional Offer : No

(C) Activity Schedule:

Sr. No	Activity Schedule	Due Dates as specified in the SAST Regulations.	Actual
1	Date of the Public Announcement (PA)	Friday, August 22, 2014	Friday, August 22, 2014
2	Date of the Publication of Detailed Public Statement (DPS)	Friday, August 29, 2014	Friday, August 29, 2014
3	Date of filing of Draft Letter of Offer with SEBI	Friday, September 05, 2014	Friday, September 05, 2014
4	Date of sending of Draft Letter of Offer to the Target Company and Stock Exchanges.	Friday, September 05, 2014	Friday, September 05, 2014
5	Date of Dispatch of Letter of Offer to the shareholders.	Tuesday, March 10, 2015	Tuesday, March 10, 2015
6	Date of Price Revisions/Offer Revisions (If any)	Thursday, March 12, 2015	Thursday, March 12, 2015

7	Date of Publication of Recommendation by the Independent Directors of the Target Company	Friday, March 13, 2015	Friday, March 13, 2015
8	Date of issuing the Offer Opening Advertisement	Monday, March 16, 2015	Monday, March 16, 2015
9	Date of Commencement of the Tendering Period	Tuesday, March 17, 2015	Tuesday, March 17, 2015
10	Date of expiry of the Tendering Period	Monday, March 30, 2015	Monday, March 30, 2015
11	Date of making payments to the shareholders/return of rejected shares.	Thursday, April 16, 2015	Wednesday, December 02, 2015

(D) Details of the Payment Consideration in the Open Offer :

Sr. No.	Item	Details
1	Offer Price for fully paid shares of Target Company (Rs. Per Share)	Rs 5.00 per share (An interest of Rs 0.32 per share has been paid for delay in making payment and the offer price per share paid alongwith interest is Rs 5.32 per share)
2	Offer Price for partly paid shares of Target Company if any, (Rs. Per Share)	Not Applicable
3	Offer Size (No. of Shares X Offer Price Per Share)	Rs 4160000/-
4	Mode of Payment of Consideration: Cash/Securities	Cash
5	If mode of payment is other than cash i.e through shares/debt or convertibles	
a.	Details of Offered Security: - Nature of the security (shares or debt or convertibles) - Name of Company whose securities have been offered - Salient features of the security	Not Applicable
b.	Swap Ratio	Not Applicable

(E) Details of the Market Price of the Shares of Target Company:

- 1. Name of the stock exchanges where the shares of the target company have most frequently traded during 12 calendar months prior to PA, and the volume of trading relative to the total outstanding shares of the target company.**

Shares of the target company are infrequently traded and the detail of trading is given below.

Name of the Stock Exchange	Total number of traded shares during 12 calendar months prior to the month of PA i.e August , 2013 to July, 2014	Total Number of listed shares	Annualized Trading turnover (as % of total equity shares listed)
DSE	Nil	3200000	N.A

- 2. Details of Market Price of the shares of the target company at the aforesaid stock exchanges as under:**

Sr. No	Particulars	Date	Rs. Per Share
1	1 trading days prior to PA	21.08.2014	Opening Price: Nil Closing Price: Nil
2	On the date of PA	22.08.2014	Opening Price: Nil Closing Price: Nil
3	On the date of commencement of tendering period	17.03.2015	Opening Price: Nil Closing Price: Nil
4	On the date of expiry of the tendering period	30.03.2015	Opening Price: Nil Closing Price: Nil
5	10 working days after the last date of tendering period	16.04.2015	Opening Price: Nil Closing Price: Nil
6	Average market price during the tendering period	Nil	

F. Details of Escrow Arrangements:

1. Details of Creation of Escrow account, as under.

	Date(s) of Creation	Amount (Re. Lakhs)	Form of escrow account (Cash or Bank guarantee (BG) or Securities). (In case escrow consists of BG or securities, at least 1 % consideration is to be deposited in cash; the same may be indicated separately.)
Escrow account	27.08.2014	11.00	Cash

2. For such part of escrow account, which is in the form of cash, give following details.

- i. Name of the Bank, where Cash is deposited: Axis Bank Limited
K -12 , Green Park
New Delhi-110016.
- ii. Details about release of escrow account:

Purpose	Date	Amount (Rs in lakhs)
Transfer to special account, if any	01.12.2015	9.84
Balance Amount released to acquirer	Not yet released	

3. Details about escrow account which consists of Bank Guarantee/Deposit Of Securities.

For Bank Guarantee:

Name of Bank	Amount of Bank Guarantee	Date of Creation/revalidation of guarantee	Validity period of Bank Guarantee	Date of release, if applicable	Purpose of Release
Not Applicable					

For Securities:

Name of Company whose securities is deposited	Type of Security	Value of securities as on date of creation of escrow account	Margin considered while depositing the securities	Date of release, if applicable	Purpose of Release
Not Applicable					

(G) Details of the response to the Open Offer:

Shares proposed to be acquired		Shares Tendered		Response Level	Shares Accepted		Shares Rejected	
No. of shares	%	No. of shares	%	(C)/(A)	No. of shares	%	No. of shares	%
(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)
832000	26.00	185000	5.78	0.22	185000	5.78	Nil	N.A

(H) Details of Payment of Consideration:

Due Date for paying consideration to shareholders whose shares have been accepted	Actual Date of payment of consideration	Reasons for delay beyond the due date
April 16, 2015, 2014	December 02, 2015	Not receipt of RBI approval for change in management

Details of the special escrow account: Account No. : 914020034340060
Account Name: DAFSPL RRCSL OPEN OFFER
SPECIAL ACCOUNT
Bank Branch: Green Park, New Delhi

Name of the Concerned Bank: Axis Bank Limited

Details of the manner in which consideration has been paid to the Shareholders.

Mode of paying the Consideration	Number of Shareholders	Amount of Consideration (Rs in lakhs)
Physical Mode	Nil	Nil
Electronic Mode (ECS/Direct Credit/Transfer etc)	2	9.84

(I) Pre and Post Offer shareholding of the Acquirer/~~PACs~~ in Target Company:

Sr. No	Shareholding of acquirers/ PACs	Number of shares	% to total capital as on closure of tendering period
1	Shareholding before PA	Nil	N.A
2	Shares acquired by way of an agreement if applicable	1743870*	54.50
3	Share acquired after the PA date but before 3 working days prior to the commencement of tendering period - Through Market Purchase - Through Negotiated deals/off market deals	Nil Nil	N.A N.A
4	Share acquired in the open offer	185000	5.78
5	Shares acquired during exempted 21 days period after the offer, if applicable	Nil	N.A
6	Post Offer shareholding	1928870*	60.28

* These shares has not yet been transferred in the name of acquirer due to Non-receipt of RBI approval for change in management and control of target Company.

(J) Further Details as under regarding the acquisition mentioned at points 3, 4 & 5 of the above table.

1	Name of entity who acquired the shares	Shares not yet been transferred
2	Whether disclosure about the above entity was given in the letter of offer as either acquirers or PACs	Yes, Shares to be acquired from the public shareholders under the offer was disclosed in the letter of offer.
3	No. of shares acquired per entity	Not Yet Transferred
4	Purchase price per share	5.32 (Includes interest amount of Rs 0.32 per share)
5	Mode of acquisition	Off Market
6	Date of acquisition/Transfer	-
7	Name of the Seller in case identifiable	Mr Rajesh Mehta and Mrs Leena Mehta

(K) Pre and Post Shareholding Pattern of Target Company

	Class of Entities	Shareholding in Target Company			
		Pre Offer		Post Offer	
		No. of Shares	%	No. of Shares	%
1	Acquirer or PACs/Continuing Promoters	Nil	N.A	1928870*	60.28
2	Erstwhile Promoters	3487740	54.50	Nil	N.A
3	Sellers if not in 1 and 2	Nil	N.A	Nil	N.A
4	Other Public Shareholders	1456130	45.50	1271130	39.72
Total			100.00		100.00

(L) Details of Public Shareholding in Target Company

1	The minimum public shareholding the target company is required to maintain for continuous listing	25%
2	The actual public shareholding and if it has fallen below the minimum public shareholding limit, delineate the steps which will taken in accordance with the disclosures given in letter of offer	39.72%

For **D & A Financial Services (P) Limited**

**Sd / -
(Priyaranjan)
Vice President**

Date: 04.12.2015
Place: New Delhi