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

Open offer for Acquisition up to 11,20,000 Equity Shares of face value of ₹10 each of Shubhra Leasing Finance and Investment Company Limited ("Shubhra"/"Target Company") by RBP Holdings Private Limited ("Acquirer").

This Public Announcement **("PA")** is being issued by Mark Corporate Advisors Private Limited **("Manager to the Offer")** for and on behalf of the Acquirer to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto **["SEBI (SAST) Regulations, 2011"/"Regulations"]**.

1. OFFER DETAILS:

1.1 Offer Size: The Acquirer hereby make this Open Offer **("Offer")** to the Public Shareholders of the Target Company to acquire up to 11,20,000 Equity Shares of face value of ₹10 each of the Target Company **("Equity Share")** representing 35% of the Equity Share Capital/Voting Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement **("PA")**, Detailed Public Statement **("DPS")** that will be published and the Letter of Offer **("LoF")** which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.

1.2 Offer Price / Consideration: The Offer price of ₹12 (Rupees Twelve only) per Equity Share of Face Value of ₹10 each (Rupees Ten only), is in compliance with Regulation 8 of the Regulations **("Offer Price")**, aggregating to a consideration of ₹1,34,40,000 (Rupees One Crore Thirty Four Lacs and Forty Thousand only), assuming full acceptance in the Open Offer **("Offer Size")**.

1.3 Mode of Payment: The Offer Price will be paid in Cash, in accordance with Regulation 9(1) (a) of the Regulations.

1.4 Type of Offer: This is a Triggered Offer under Regulation 3(1) and 4 of the Regulations.

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)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/ Voting Rights (VR) acquired (₹ in Crores)	Mode of Payment (Cash/ Securities)	Regulations which has Triggered
		Number	% vis a vis total Equity/Voting Capital			
Direct Acquisition	Share Purchase Agreement ('SPA') dated January 15, 2016	2,30,000	7.19%	0.23	Cash	3(1) and 4

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3. DETAILS OF THE ACQUIRER:

Details	Acquirer
Name of the Acquirer	RBP Holdings Private Limited
Address	Flat No. 001, 1st Floor, Plot No. 25, Deep Sagar Co-operative Housing Society Ltd., Sector 19, Nerul, Navi Mumbai, Maharashtra-400 706
Name(s) of persons in control/Promoters of Acquirer where Acquirer is a Company	1) Mr. Ramesh Babulal Panjri 2) Mr. Ram Babulal Panjri
Name of the Group, if any, to which the Acquirers belongs to	Not Applicable
Pre Transaction Shareholding • Number • % of Total Share Capital	 7,50,000 23.437%
Proposed Shareholding after the Acquisition of Shares which triggered the Open Offer • Number • % of Total Share Capital	 9,80,000 30.625%
Any other interest in the TC	None

There is no Person Acting in Concert in relation to the present Open Offer within the meaning of 2(1) (q) of the SEBI (SAST) Regulations, 2011.

4. DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name & PAN	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre Transaction		Post Transaction	
			No of shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
1)	**Mr. Kalpak Vora** *PAN*: ADNPV 2420 P	Yes	80,000	2.50%	Nil	Nil
2)	**Ms. Nidhi Vora** *PAN*: BJFPS 4992 G	Yes	1,50,000	4.69%	Nil	Nil
	TOTAL		**2,30,000**	**7.19%**	Nil	Nil

5. DETAILS OF THE TARGET COMPANY:

5.1	**Name**	:	Shubhra Leasing Finance and Investment Company Limited
5.2	**CIN**	:	L67120DL1983PLC016711
5.3	**ISIN**	:	INE878P01019
5.4	**Registered Office Address**	:	Shop No 232, 2nd Floor, Vardhman Fortune Mall, 'C' Centre, GTK Industrial Area, Near Hans Plaza, Delhi-110 033
5.5	**Corporate Office Address**	:	18, Kailash Darshan, Hansoti Lane, Cama Lane, Ghatkopar (West), Mumbai-400 086
5.6	**Stock Exchanges where Listed**	:	BSE Ltd ('BSE') with Scrip Code as 538565 and; Delhi Stock Exchange Limited ('DSE') (De-recognized & Non-Operational Stock Exchange vide SEBI Order dated November 19, 2014)

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6. **OTHER DETAILS:**

6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement ('DPS') on or before January 22, 2016.

6.2 The Acquirer undertake that it is aware of and will comply with its obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.

6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.

6.4 This Offer is not subject to any minimum level of acceptance.

6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.

Issued by the Manager to the Offer for and on behalf of the Acquirer:

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.
Contact Person: Mr. Manish Gaur
Telefax: +91 22 2612 3207/08
Email: openoffer@markcorporateadvisors.com
SEBI Regn No.: INM000012128

For **RBP Holdings Private Limited**

Sd/-
Director

Place: Mumbai

Date: January 15, 2016

Mark Corporate Advisors Pvt. Ltd. Mumbai