PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 3(3) 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 of 23,03,300 Equity Shares of face value of ₹10 each representing 26% of the Emerging Voting Capital of VJIL Consulting Limited ("VJIL"/"Target Company") by Mr. Satyendra Manchala, Promoter of the Target Company (hereinafter referred to as '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 3(3) 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. **Definitions:**

(a.) **'Preferential Allotment'** shall mean issue and allotment of 10,00,000 Equity Shares of face value of ₹10.00 at a price of ₹12.00 per Share and 10,00,000 Warrants at a price of ₹12.00 per warrant, each warrant convertible into or exchangeable for one (1) Equity Shares of Face Value of ₹10 each.

(b.) **'Emerging Voting Capital'** shall mean present paid-up Equity Share Capital of 78,58,600 Equity Shares of ₹10 each of the Target Company and the Proposed Allotment of 10,00,000 Equity Shares to the Acquirer on a Preferential Allotment basis aggregating to 88,58,600 Equity shares of ₹10 each.

(c.) **'Open Offer'/'Offer'** shall mean the Open Offer made by the Acquirer to the Public Shareholders of the Target Company for acquisition of 23,03,300 Equity Shares representing 26% of the Emerging Voting Capital in accordance with the Regulations.

(d.) **'Public Shareholders'** shall mean all the public shareholders of the Target Company excluding the Acquirer and the Promoter/Promoter Group of the Target Company.

2. **OFFER DETAILS:**

2.1 Offer Size: The Acquirer is making this Open Offer (**"Offer"**) to the Public Shareholders of the Target Company to acquire 23,03,300 fully paid-up equity shares of face value of ₹10 each of the Target Company (**"Equity Share"**) representing 26% of the Emerging 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 Public Shareholders of the Target Company, in accordance with the Regulations.

2.2 Offer Price/Consideration: The Offer Price of ₹12 (Rupees Twelve only) per fully paid-up Equity Share of ₹10 each, is in compliance with Regulation 8 of the Regulations (**"Offer Price"**), aggregating to a consideration of ₹2,76,39,600 (Rupees Two Crores Seventy Six Lakhs Thirty Nine Thousand and Six Hundred only), assuming full acceptance in the Open Offer (**"Offer Size"**).

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

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

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3. 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 Equity/ Voting Capital**			
Direct	Issue of Equity Shares on Preferential Allotment basis	10,00,000	11.29% of the Emerging Voting Capital	1.20	Cash	3(1) & 3(3)

Note: The Board of Directors of the Target Company passed a resolution on September 07, 2015 for allotment of 10,00,000 Equity Shares representing 11.29% of the Emerging Voting Capital and 10,00,000 Warrants to the Acquirer on Preferential Allotment basis pursuant to Section 62 and other applicable provisions of Companies Act, 2013 and SEBI (ICDR) Regulations, 2009, subject to statutory/requisite approvals. Upon completion of the aforementioned Preferential Allotment of Equity Shares to the Acquirer, his holding as well as Promoter Group aggregate holding would exceed 25% of the total voting rights of the Target Company being the threshold set out in Regulation 3(1) and 3(3) of the Regulations. As such, this Offer is being made under Regulation 3(1) and 3(3) of the Takeover Regulations.

4. DETAILS OF THE ACQUIRER:

Name of the Acquirer	:	Mr. Satyendra Manchala
Address	:	P-2-293/82/A/604, Plot No. 604, Road No. 22, Jubilee Hills, Hyderabad-500 033, Telangana
Name(s) of persons in control/ Promoters of Acquirer, where Acquirer is a Company	:	Not Applicable
Name of the Group, if any, to which the Acquirer belongs to	:	None
Pre-Transaction Shareholding • Number • % of Total Share Capital (*Emerging Voting Capital*)	: :	13,30,233 15.02%
Proposed Shareholding after the acquisition of Shares which triggered the Open Offer • Number • % of Total Share Capital (*Emerging Voting Capital*)	: :	23,30,233 26.31%
Any other interest in the Target Company	:	Promoter and Chairman cum Managing Director

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.

5. DETAILS OF SELLING SHAREHOLDERS: NOT APPLICABLE

6. DETAILS OF THE TARGET COMPANY:

5.1	Name	:	VJIL Consulting Limited
5.2	CIN	:	L74140AP1992PLC014182
5.3	ISIN	:	INE576B01019
5.4	Registered Office Address	:	3rd Floor, Western Wing, NCC House, Survey No .64, Madhapur, Hyderabad-500 081, Telangana
5.5	Stock Exchanges where Listed	:	BSE Ltd (BSE) with Scrip Code 526488.

7. OTHER DETAILS:

7.1 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 September 14, 2015.

7.2 The Acquirer undertake that he is aware of and will comply with his 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.

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

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

7.5 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:

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 and on behalf of the Acquirer:

Sd/-
Satyendra Manchala

Place : Mumbai

Date : September 07, 2015