DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

WELLINGTON COMMERCIAL LIMITED

(Registered Office: 13, Camac Street, Rajkamal Building, 4th Floor, Kolkata- 700 017)

OPEN OFFER FOR ACQUISITION OF 1,40,400 (ONE LAC FORTY THOUSAND FOUR HUNDRED ONLY) EQUITY SHARES FROM THE EQUITY SHAREHOLDERS OF WELLINGTONCOMMERCIAL LIMITED (HEREINAFTER REFERRED TO AS THE "TARGET COMPANY" OR "WCL") BY M/S. BHAIRAVKRIPA REALCON PRIVATE LIMITED ("BRPL") AND MR. DEVANSH DUGAR (HEREINAFTER COLLECTIVELY REFERRED TO AS "THE ACQUIRERS").

This Detailed Public Statement (**"DPS"**) is being issued by VC Corporate Advisors Private Limited, the Manager to the Offer (**"Manager"**), on behalf of the Acquirers, in compliance with regulation 13(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (**"SEBI (SAST) Regulations"**) pursuant to the Public Announcement (**"PA"**) filed on 19.09.2013 with The Calcutta Stock Exchange Limited (**"CSE"**), the Securities and Exchange Board of India (**"SEBI"**) and the Target Company in terms of regulation 3(1) & 4 of the SEBI (SAST) Regulations.

I. THE ACQUIRERS, SELLERS, TARGET COMPANY AND OFFER:

A. INFORMATION ABOUT THE ACQUIRERS:

A.1. BHAIRAVKRIPA REALCON PRIVATE LIMITED ("BRPL")

A.1.a. BRPL having its Registered Office at 55/1, Gorakshabasi Road, Kolkata- 700 028, Tel. No.: (033) 3055 6388; Fax No. (033) 3022 6083, E-mail Id: opal888@rediffmail.com, was incorporated under the provisions of the Companies Act, 1956 on 04.04.2013 as a Private Limited Company with the Registrar of Companies, West Bengal. The Corporate Identity Number (CIN) of BRPL is U70102WB2013PTC191855. There has been no change in the name of BRPL since incorporation.

A.1.b. BRPL was originally incorporated with the object of carrying on the business of real estate and to act as builders, promoters, developer's consultants and contractors of lands, buildings, flats, houses, shops, colonies, building sites etc. BRPL is yet to start any business activity.

A.1.c. The Authorised Share Capital of BRPL is Rs. 15.00 Lacs comprising of 1,50,000 equity shares of Rs. 10/- each. The Issue, Subscribed and Paid-up capital of BRPL is Rs. 15.00 Lacs comprising of 1,50,000 equity shares of Rs. 10/- each. As on date, BRPL does not have any partly paid- up equity shares. The Net Worth of BRPL as on 16.08.2013 is Rs. 14.57 Lacs as certified by Mr. Mahesh Sharma, Proprietor of M/s. Mahesh A L Sharma & Associates, (Firm Registration No. 327109E & Membership No. 068862), Chartered Accountants, having office at 88/A, Madan Mohan Burman Street, Kolkata- 700 007, Mobile No. +91 9330333377/ 983220383, E-Mail id: maheshsharma452@gmail.com, vide their certificate dated 19.09.2013.

A.1.d. BRPL doesn't belong to any group. Mr. Devansh Dugar, Mr. Binod Kumar Dugar, Mrs. Saroj Dugar and Ms. Dharana Dugar are the Promoters and Person in Control of BRPL.

A.1.e. The equity shares of BRPL are not listed on any Stock Exchange.

A.1.f. The present Board of Directors of BRPL is Mr. Devansh Dugar and Mr. Sundeep Chhajer.

A.1.g. Brief audited standalone financial information of BRPL as per the Un-audited Certified Financials for the period 04.04.2013 (i.e. date of incorporation) to 30.06.2013, are as follows:

(Rs. in Lacs)

Particulars	Period from date of Incorporation to 30.06.2013
Total Revenue	Not Applicable
Net Income i.e. Profit/ (Loss) After Tax	(0.11)
EPS*	-
Net worth /Shareholder' Funds	0.89

* Non annualized.

Source: Financial Report certified by the Auditor.

A.2. MR. DEVANSH DUGAR

A.2.a. Mr. Devansh Dugar, son of Mr. Binod Kumar Dugar, aged about 19 years, resident of P-888, Mangalam, Block-A, 1st Floor, Kolkata- 700 089, is an Under Graduate and is currently pursuing B.Com and the course of Integrated Professional Competence Course (IPCC) from the Institute of Chartered Accountants of India. He has more than one year of experience in the field of Accounts and Finance. He does not belong to any group and his Net Worth as on 31.03.2013 is Rs. 6.20 Lacs as certified by Mr. Mahesh Sharma, Proprietor of M/s. Mahesh A L Sharma & Associates, (Firm Registration No. 327109E & Membership No. 068862), Chartered Accountants, having office at 88/A, Madan Mohan Burman Street, Kolkata- 700 007, Mobile No. +91 9330333377/ 983220383, E-Mail id: maheshsharma452@gmail.com, vide their certificate dated 19.09.2013.

A.3. There is no Person Acting in Concert ("PAC") with the Acquirers for the purpose of this Open Offer in terms of regulation 2(1)(q)(2) of the SEBI (SAST) Regulations.

A.4. The Acquirers have not acquired any equity shares/voting rights of WCL during the fifty- two weeks (52) period immediately preceding the date of the PA except for the acquisition of 1,26,070 fully paid-up equity shares by BRPL, representing 23.35% of the equity & voting share capital of WCL, at a price of Rs. 2.50 per fully paid-up equity share, through Off-market transactions all dated 18.09.2013. Apart from the aforesaid acquisition, the Acquirers have entered into a Share Purchase Agreement on 19.09.2013 with the present Promoters/ Promoter Group of WCL for acquisition of 95,820 equity shares representing 17.74% of the fully paid-up equity and voting share capital of WCL. Pursuant to the execution of the SPA, the shareholding of the Acquirers shall increase from 1,26,070 fully paid-up equity shares representing 23.35% of the equity & voting share capital to 2,21,890 fully paid-up equity shares representing 41.09% of the equity & voting share capital of WCL resulting in the triggering of the SEBI SAST Regulations. Except as those stated above, the Acquirers doesn't have any relationship &/or interest in the Target Company including with its Directors, Promoters & key employees.

A.5. None of the Acquirer, including the Directors of BRPL, has been prohibited by the SEBI from dealing in securities, in terms of directions issued under section 11B of the SEBI Act, 1992 as amended ("SEBI Act") or under any other regulation made under the SEBI Act.

A.6. The Acquirers undertake that they will not sell the equity shares of the Target Company held by them during the Offer period in terms of regulation 25(4) of the SEBI (SAST) Regulations.

A.7. The Acquirers have not entered into any formal agreement with regard to acquisition of equity shares under the Open Offer and are acting on informal understanding amongst themselves to acquire the shares in equal proportion.

B. INFORMATION ABOUT THE SELLERS:

B.1. The details of Sellers are as follows:

Sr. No.	Name of the Sellers	Address of the Sellers	No. & % of Shares / Voting Rights held before entering into the SPA dated 19.09.2013	No. & % of Shares / Voting Rights proposed to be sold through the SPA date 19.09.2013
1.	Rajesh Kumar Gupta	10/2A, Alipore Park Place, Kolkata - 700027	21,600 (4.00%)	21,600 (4.00%)
2.	Chhedilal Gupta	10/2A, Alipore Park Place, Kolkata - 700027	26,892 (4.98%)	26,892 (4.98%)
3.	Gaurav Gupta	10/2A, Alipore Park Place, Kolkata - 700027	16,500 (3.05%)	16,500 (3.05%)
4.	Laxmi Gupta	10/2A, Alipore Park Place, Kolkata - 700027	14,628 (2.71%)	14,628 (2.71%)
5.	Shobha Gupta	10/2A, Alipore Park Place, Kolkata - 700027	16,200 (3.00%)	16,200 (3.00%)
	TOTAL		**95,820 (17.74%)**	**95,820 (17.74%)**

B.2. The Sellers form part of the Promoter Group and are declared as the Promoters in the declaration filed with the CSE under the SEBI (SAST) Regulations/ compliance of the Listing Agreement. They do not belong to any group.

B.3. None of the Sellers mentioned above, has been prohibited by the SEBI from dealing in the securities, in terms of direction issued under Section 11B of SEBI Act as amended or under any other Regulations made under the SEBI Act.

C. INFORMATION ABOUT THE TARGET COMPANY:

C.1. Wellington Commercial Limited ("WCL") was originally incorporated as a Public Limited Company on 26th February, 1983 in the state of West Bengal and obtained the Certificate of Commencement of Business pursuant to Section 149(3) of the Companies Act, 1956 from the Registrar of Companies, West Bengal vide certificate dated 9th March, 1983. The CIN of WCL is L51909WB1983PLC035953. The Registered Office of the WCL is presently situated at 13, Camac Street, Rajkamal Building, 4th Floor, Kolkata- 700 017, Tel. No.: (033) 2665 9114; Fax No: (033) 2675 7417, E-mail: wellington2683@yahoo.com.

C.2. The Authorised Share Capital of WCL is Rs. 60.00 Lacs divided into 6,00,000 Equity Shares of Rs. 10/- each. The Issued, Subscribed & Paid-up Capital of the WCL is Rs. 54.00 Lacs comprising of 5,40,000 equity shares of Rs. 10/- each. WCL has established its connectivity with Central Depositories Services (India) Limited only. The ISIN No. of WCL is INE654E01018 & the marketable lot for equity share is 1 (One).

C.3. WCL is registered with the Reserve Bank of India as a Non- Banking Financial Company ("NBFC") vide registration number B-05.03917 dated 15.02.2001 as Non- Deposit taking Company. WCL is presently engaged in the business of investment in shares and securities and providing loans and advances.

C.4. As on date, the Target Company does not have any partly paid-up equity shares. There are no outstanding warrants or options or similar instruments, convertible into Equity Shares at a later stage. No shares are subject to any lock in obligations.

C.5. The equity shares of WCL are listed at The Calcutta Stock Exchange Limited ("CSE") only. The equity shares of WCL are infrequently traded on CSE within the meaning of definition "frequently traded shares" under regulation 2(1)(j) of the SEBI (SAST) Regulations.

C.6. Brief audited standalone financial information of WCL as per the Audited accounts for the year ended 31.03.2011, 31.03.2012 and 31.03.2013 are as follows:

(Rs. in Lacs)

Particulars	Year ended 31.03.2011 (Audited)	Year ended 31.03.2012 (Audited)	Year ended 31.03.2013 (Audited)
Total Revenue	21.90	2.17	1.34
Net Income i.e. Profit / (Loss) After Tax	16.85	0.25	0.34
EPS	3.12	0.05	0.06
Net Worth / Shareholder' Funds	63.78	64.36	64.69

Source : Audited Annual Reports.

C.7. The present Board of Directors of WCL comprises of Mr. Rajesh Kumar Gupta, Mr. Ramlal Gupta, Mr. Debasish Mukherjee, Mr. Rewati Raman Pareek, Mr. Arunkumar Lal Gupta and Mr. Mahesh Sharma.

D. DETAILS OF THE OPEN OFFER:

D.1. The Acquirers are making an Open Offer to acquire 1,40,400 Equity Shares of Rs. 10/- each representing 26.00% of total equity and voting share capital of the Target Company, at a price of Rs. 10/- (Rupees Ten Only) per equity share (the **"Offer Price"**) payable in cash (the **"Offer"** or **"Open Offer"**), subject to the terms and conditions mentioned hereinafter.

D.2. This Open Offer is being made to all the equity shareholders of the Target Company as on 30.10.2013 ("Identified Date"), except the parties to the SPA including persons deemed to be acting in concert with such parties.

D.3. The payment of consideration shall be made to all the shareholders, who have tendered their equity shares in acceptance of the Open Offer, within ten working days of the expiry of the Tendering Period. Credit for consideration will be paid to the shareholders who have tendered shares in the Open Offer by crossed account payee cheques/ pay order/ demand drafts/electronic transfer. It is desirable that shareholders provide bank details in the Form of Acceptance cum Acknowledgement, so that the same can be incorporated in the cheques / demand draft / pay order.

D.4. As on the date of DPS, no other statutory approvals are required to be obtained for the purpose of the Open Offer. If any other statutory approvals are required or become applicable, the Offer would be subject to the receipt of such other statutory approvals.

D.5. This Offer is not conditional upon any minimum level of acceptance in terms of the regulation 19(1) of the SEBI (SAST) Regulations and not a Competitive Bid in terms of the regulation 20 of the SEBI (SAST) Regulations.

D.6. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company.

D.7. The Manager to the Offer, VC Corporate Advisors Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

D.8. This Offer is subject to receipt of statutory and other approvals as mentioned in Schedule VI of this DPS. In terms of regulation 23(1)(a) of the SEBI (SAST) Regulations, if the statutory approvals are not received, the Open Offer will stand withdrawn.

E. The Acquirers do not have any plans to dispose off or otherwise encumber any significant assets of WCL or any of its subsidiaries in the succeeding two years from the date of closure of the Open Offer, except in the ordinary course of business of the Target Company and except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company. In the event any substantial asset of the Target Company is to be sold, disposed off or otherwise encumbered other than in the ordinary course of business, the Acquirers undertake that they shall do so only upon the receipt of the prior approval of the shareholders of the Target Company through special resolution in terms of regulation 25(2) of SEBI (SAST) Regulations and subject to the provisions of applicable law as may be required.

F. Pursuant to completion of this Offer, assuming full acceptance to this Offer, the public shareholding in the Target Company will not fall below the minimum public shareholding requirement as per the Securities Contract (Regulation) Rules, 1957 as amended and the Listing Agreement. Further the Acquirers undertake that they shall comply with the Listing Agreement for continuous listing of equity shares of the Target Company with CSE.

II. BACKGROUND TO THE OFFER:

(i) The Acquirers have not acquired any equity shares/voting rights of WCL during the fifty- two weeks (52) period immediately preceding the date of the PA except for the acquisition of 1,26,070 fully paid-up equity shares by BRPL, representing 23.35% of the equity & voting share capital of WCL, at a price of Rs. 2.50 per fully paid-up equity share, through Off-market transactions all dated 18.09.2013. Apart from the aforesaid acquisition, the Acquirers have entered into a Share Purchase Agreement on 19.09.2013 with the present Promoters/ Promoter Group of WCL namely, Mr. Rajesh Kumar Gupta, Mr. Chhedilal Gupta, Mr. Gaurav Gupta, Mrs. Laxmi Gupta and Mrs. Shobha Gupta (hereinafter collectively referred to as the **"Sellers"**), to acquire in aggregate 95,820 (Ninety Five Thousand Eight Hundred Twenty Only) equity shares of Rs. 10/- each representing 17.74% of the fully paid-up equity and voting share capital of the Target Company at a price of Rs. 2.50 per fully paid-up equity share in cash ("Negotiated Price") for a total consideration of Rs. 2,39,550/- (Rupees Two Lacs Thirty Nine Thousand Five Hundred Fifty Only). Pursuant to the execution of the SPA, this mandatory Open Offer is being made by the Acquirers in compliance with the regulation 3(1) & 4 of the SEBI (SAST) Regulations.

(ii) The prime object of the Offer is to acquire substantial acquisition of shares/voting rights accompanied with the change in control and management of the Target Company.

(iii) This Open Offer is for acquisition of 26.00% of total equity and voting share capital of the Target Company. After the completion of this Open Offer and pursuant to transfer of equity shares so acquired under SPA, the Acquirers shall hold the majority of the equity shares by virtue of which they shall be in a position to exercise effective management and control over the Target Company.

(iv) Subject to satisfaction of the provisions under the Companies Act, 1956/ 2013, whichever applicable, and/ or any other Regulation(s), the Acquirers intend to make changes in the management of WCL.

(v) The Acquirers propose to continue and expand the existing business of the Target Company. The main purpose of the above mentioned acquisitions is to consolidate their shareholding in the Target Company and thereby to exercise effective management and control over the Target Company.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirers in the Target Company and the details of their acquisition are as follows :

Sr. No.	Particulars	M/s. Bhairavkripa Realcon Private Limited		Mr. Devansh Dugar	
		No. of Equity Shares	% of Shares/ Voting Rights	No. of Equity Shares	% of Shares/ Voting Rights
1.	Shareholding before PA, i.e. 19.09.2013	1,26,070	23.35%	Nil	0.00%
2.	Shareholding on the date of PA as acquired through SPA dated 19.09.2013	14,628	2.71%	81,192	15.03%
3.	Shares to be acquired in the Open Offer (assuming full acceptances)*	70,200	13.00%	70,200	13.00%
4.	Shares acquired between the PA date and the DPS date	Nil	0.00%	Nil	0.00%
5.	Post Offer shareholding (On Diluted basis, as on 10th working day after closing of tendering period)	**2,10,898**	**39.06%**	**1,51,392**	**28.03%**

* Assuming all the equity shares which are offered and are accepted in the Open Offer.

Except for 1,26,070 equity shares, representing 23.35% of the of the fully paid-up equity and voting share capital of WCL, held by BRPL, the Acquirers do not hold any equity shares in the Target Company before the execution of SPA dated 19.09.2013.

IV. OFFER PRICE:

(i) The equity shares of the Target Company are listed at the CSE only. The Scrip Code of WCL is "33033" on the CSE. The marketable lot for equity share is 1 (One). This acquisition of shares is direct acquisition as per the regulation 3(1) and 4 of the SEBI (SAST) Regulations.

(ii) Since there has been no trading in the equity shares of the Target Company on the CSE for last one year, the equity shares of the Target Company are not frequently traded within the meaning of the meaning of definition "frequently traded shares" under regulation 2(1)(j) of the SEBI (SAST) Regulations and therefore the Offer Price has been determined taking into account the parameters as set out under regulation 8 (2) of the SEBI (SAST) Regulations, as under:

Sr. No.	Particulars	Price (In Rs. per share)
1.	Negotiated Price under the SPA	Rs. 2.50
2.	The Volume- Weighted Average Price paid or payable for acquisitions by the Acquirers during fifty (52) weeks immediately preceding the date of PA	Rs. 2.50
3.	Highest price paid or payable for acquisitions by the Acquirers during twenty six (26) weeks immediately preceding the date of PA	Rs. 2.50
4.	The Volume-Weighted Average Market Price of shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period	Not Applicable
5.	**Other Financial Parameters as at 31st March, 2013:**	
	(a) Return on Net Worth (%)	0.53
	(b) Book Value Per Share	11.98
	(c) Earnings Per Share	0.06
	(d) Industry Average P/E Multiple *	9.7
	(e) Offer price P/E Multiple**	166.67

* (Source: Capital Market Journal Vol. XXVIII/15, Sep 16 29, 2013, Industry: Finance and Investments).

** Offer Price P/E Multiple implies price to earnings ratio calculated based on the Offer Price of Rs. 10/- per equity share divided by EPS of Rs. 0.06 per equity share for the year ended 31.03.2013.

Mr. R.K. Bhatter, Proprietor of M/s. R.K. Bhatter & Co., Chartered Accountants, (Membership No. 51585, Firm Reg. No. 322247E) having their office at 38 N.S. Road, 2nd Floor, Kolkata- 700 001, Tel No. (033) 2243 3288 and E-mail Id: rkbhatter@yahoo.com, vide certificate dated 19.09.2013 has stated that based on the decision of the Hon'ble Supreme Court of India in the case of Hindustan Lever Employees Union Vs Hindustan Lever Limited, 1995 (83 Com case 30), the fair value of the equity shares of Target Company is Rs. 7.58 per equity share.

In view of the parameters considered and presented in the table above, in the opinion of the Acquirers and Manager to the Offer, the Offer Price of Rs. 10/- per equity share is justified in terms of regulation 8 (2) of the SEBI (SAST) Regulations.

(iii) There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters.

(iv) As on date there is no revision in Open Offer price or Open Offer Size. In case of any revision in the Open Offer price or Offer Size, the Acquirers shall comply with regulation 18 of the SEBI (SAST) Regulations and all other applicable provisions of the SEBI (SAST) Regulations.

(v) If there is any revision in the Offer Price on account of future purchases / competing offers, it will be done only up to the period prior to three (3) working days before the date of commencement of the tendering period and would be notified to shareholders.

V. FINANCIAL ARRANGEMENTS

(i) As on the date of PA, the Acquirers have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own sources/ net worth and no borrowings from any Bank and/ or Financial Institutions are envisaged. Mr. R.K. Bhatter, Proprietor of M/s. R.K. Bhatter & Co., (Membership No. 51585, Firm Reg. No. 322247E), Chartered Accountants, having their office at 38, N.S. Road, 2nd Floor, Kolkata- 700 001, Tel No. (033) 2243 3288 and E-mail Id: rkbhatter@yahoo.com, has certified vide certificate dated 19.09.2013 that sufficient resources are available with the Acquirers for fulfilling the obligations under this "Offer" in full.

(ii) The maximum consideration payable by the Acquirers to acquire 1,40,400 fully paid-up equity shares at the Offer Price of Rs. 10/- (Rupees Ten Only) per equity share, assuming full acceptance of the Offer would be Rs.14,04,000/- (Rupees Fourteen Lacs Four Thousand Only). In accordance with regulation 17 of the SEBI (SAST) Regulations, the Acquirers have opened an Escrow Account under the name and style of "WCL- Open Offer Escrow Account" with HDFC Bank Limited, Central Plaza, 2/6, Sarat Bose Road, Kolkata-700 020 (**"Escrow Banker"**) and made therein a cash deposit of Rs. 3,55,000/- (Rupees Three Lacs Fifty Five Thousand Only) being more than 25% of the total consideration payable in the Open Offer, assuming full acceptance.

(iii) The Manager to the Offer is authorized to operate the above mentioned Escrow account to the exclusion of all others and been duly empowered to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.

(iv) Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager to the Offer is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Offer confirms that the firm arrangement for the funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

VI. STATUTORY AND OTHER APPROVALS

(i) The Offer is subject to receiving the necessary approval(s), if any, from Reserve Bank of India, under the Foreign Exchange Management Act, 1999 and subsequent amendments thereto, for acquiring equity shares tendered by non-resident shareholders, if any.

(ii) As on the date of this DPS, there are no other statutory approvals and/ or consents required. However, the Offer would be subject to all statutory approvals as may be required and / or may subsequently become necessary to acquire at any later date.

(iii) The Acquirers, in terms of regulation 23 of the SEBI (SAST) Regulations, will have a right not to proceed with the Offer in the event the statutory approvals indicated above are refused. In the event of withdrawal, a PA will be made within 2 working days of such withdrawal, in the same newspapers in which this DPS has appeared.

(iv) In case of delay in receipt of any statutory approval, the SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any willful default or neglect of the Acquirers or failure of the Acquirers to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirers agreeing to pay interest to the shareholders as directed by the SEBI, in terms of regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable to forfeiture.

(v) No approval is required from any bank or financial institutions for this Offer.

VII. TENTATIVE SCHEDULE OF ACTIVITY:

Activities	Date	Day
Date of the PA	19.09.2013	Thursday
Publication of Detailed Public Statement in newspapers	26.09.2013	Thursday
Last date of Filing of the Draft Offer Document with the SEBI	04.10.2013	Friday
Last date of a Competing Offer	21.10.2013	Monday
Identified Date*	30.10.2013	Wednesday
Date by which the Letter of Offer will be dispatched to the shareholders	07.11.2013	Thursday
Last date for upward revision of Offer Price and/or Offer Size	08.11.2013	Friday
Last date by which Board of the Target Company shall give its recommendation	12.11.2013	Tuesday
Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspapers and sending the same to SEBI, Stock Exchanges and Target Company	13.11.2013	Wednesday
Date of commencement of tendering period	15.11.2013	Friday
Date of closing of tendering period	28.11.2013	Thursday
Date by which communicating rejection/ acceptance and payment of consideration for applications accepted	12.12.2013	Thursday

* Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the parties to the SPA including persons deemed to be acting in concert with such parties) are eligible to participate in the Offer any time before the Closing of the Offer.

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER

(i) All owners of Equity Shares (except the parties to the SPA including persons deemed to be acting in concert with such parties) whether holding Equity Shares in dematerialised form or physical form, registered or unregistered, are eligible to participate in the Offer any time before closure of the tendering period.

(ii) Persons who have acquired the Equity Shares of the Target Company but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have acquired the Equity Shares of the Target Company after the Identified Date or those who have not received the Letter of Offer, may also participate in this Offer by submitting an application on a plain paper giving details regarding their shareholding and confirming their consent to participate in this Offer as per the terms and conditions of this Offer. The application is to be sent to Niche Technologies Private Limited ("Registrar to the Offer") at the address mentioned below so as to reach the Registrar to the Offer on or before 28.11.2013 (i.e. the date of closing of the tendering period), together with:

a. In the case of shares held in physical form, the name, address, number of shares held, number of shares offered, distinctive numbers and folio number together with the original share certificate/s and valid transfer deeds. Persons who have acquired shares of the Target Company should send to the Registrar to the Offer, the original contract note issued by a registered share broker of a recognized Stock Exchange through whom such shares were acquired and/or such other documents as may be specified; or

b. In the case of shares held in dematerialized form, Depository Participant ("DP") name, DP ID, beneficiary account number together with photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares in favour of "WELLINGTON COMMERCIAL LIMITED-OPEN OFFER-OPERATED BY NICHE TECHNOLOGIES PVT. LTD." filled in as per the instructions given below:

DP Name	GUINESS SECURITIES LIMITED
DP ID	12053300
Client ID	00022780
Account name	WELLINGTON COMMERCIAL LIMITED-OPEN OFFER-OPERATED BY NICHE TECHNOLOGIES PVT. LTD.
Depository	CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

(iii) The Letter of Offer alongwith a form of acceptance cum acknowledgement would also be available at the SEBI's website, www.sebi.gov.in, and shareholders can also apply by downloading such forms from the said website.

(iv) No indemnity is needed from the unregistered shareholders.

IX. DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER

X. OTHER INFORMATION:

(i) The Acquirers, including the Board of Directors of BRPL, accept full responsibility, jointly and severally, for the information contained in the Public Announcement & Detailed Public Statement and also for the obligations of the Acquirers laid down in the SEBI (SAST) Regulations.

(ii) The Acquirers have appointed Niche Technologies Private Limited, having office at D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata- 700 001, Tel No.: (033) 2235 7271/ 2235 7270; Fax No.: (033) 2215 6823, E-mail Id: nichetechpl@nichetechpl.com, as the Registrar to the Offer. The Contact Person is Mr. S. Abbas.

(iii) The Acquirers have appointed VC Corporate Advisors Private Limited as the Manager to the Open Offer pursuant to regulation 12 of the SEBI (SAST) Regulations.

(iv) This Detailed Public Statement will also be available on SEBI's website at www.sebi.gov.in.

Issued by Manager to the Offer :

VC CORPORATE ADVISORS PRIVATE LIMITED
SEBI Registration No. INM000011096
(Contact Person: Ms. Urvi Belani)
31,Ganesh Chandra Avenue,
2nd Floor, Suite No. 2C,
Kolkata-700 013
Phone No: (033) 2225-3940
Fax: (033) 2225-3941
E-mail: mail@vccorporate.com

On behalf of M/s. Bhairavkripa Realcon Private Limited and Mr. Devansh Dugar ("Acquirers").

Place : Kolkata **Date : 26.09.2013**