DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 15(2) READ WITH REGULATION 13(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED TO THE PUBLIC SHAREHOLDERS OF ADHBHUT INFRASTRUCTURE LIMITED

Registered Office: 910, Ansal Bhawan, 16 K. G. Marg, New Delhi- 110001

Open Offer ("Offer"/ "Open Offer") for acquisition of upto 28,60,000 equity shares ("Offer Shares"), representing 26% of the total issued and paid up equity share capital of Adhbhut Infrastructure Limited ("Target"/"Target Company"/ "AIL"), to the Public Shareholders of the Target Company by Mr. Arvind Dham, Mrs. Anita Dham and Mr. Anubhav Dham ("Hereinafter Collectively referred to as "Acquirers") for the purpose of this Open Offer.

This Detailed Public Statement (**DPS**) is being issued by the Manager to the Offer i.e., D & A Financial Services (P) Limited, on behalf of the Acquirers, namely, Mr. Arvind Dham, Mrs. Anita Dham and Mr. Anubhav Dham ("Hereinafter Collectively referred to as "Acquirers") pursuant to Regulation 13(4) as required under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as "SEBI (SAST) Regulations, 2011") pursuant to Public Announcement dated December 20, 2013 ("PA"), in terms of Regulations 3(1) and 4 of the SEBI (SAST) Regulation, 2011 filed on December 20, 2013 with Delhi Stock Exchange Limited ("DSE") and with the Securities and Exchange Board of India("**SEBI**") and the target company at its registered office, in terms of Regulation 14(2) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

I. ACQUIRERS, TARGET COMPANY AND OFFER

(A) Information about the Acquirers

(1) Mr. Arvind Dham (Acquirer 1)

1.1 Mr. Arvind Dham, S/o Late Shri Walaiti Lal Dham, aged 52 years, is residing at B- 7, Geetanjali Enclave, New Delhi 110017. having graduated in architecture at Chandigarh College of Architecture, Punjab University, India, and completed Master Degree in architecture at the State University of New York, United States. He is having more than 25 years of experience in the field of Project Planning & Implementation, International Trade and Business Management.

1.2 Mr. Arvind Dham, an acquirer to the said offer has not been prohibited by SEBI from dealing in securities in terms of Section 11B of the Securities and Exchange Board of India, 1992, as amended ("**SEBI Act**") and not holding any equity shares of target company as on date.

1.3 Mr. Pankaj Mahajan, Chartered Accountant (Membership No. 091876) partner in A. C. Gupta & Associates, Chartered Accountants, having office at 104- 105, M. M. House (Raja Iron Factory BLd.) 59, Rani jhansi Road, New Delhi- 110055, has certified vide his certificate dated December 19, 2013 that the Net worth of Mr. Arvind Dham as on November 30, 2013 is Rs. 5295.49 Lacs and further the letter also confirms that he has sufficient means to fulfill his part of obligations under this offer.

1.4 Mr Arvind Dham holds directorship in Amtek Auto Limited, Amtek India Limited, ACIL Limited, Ahmednagar Forgings Limited, Symbios Personnel Advices and Services Ltd, Solution with Style Consultants (P) Ltd, Aspire Tradex (P) Ltd, Aisa International (P) Ltd, Quality Publicity (P) Ltd, Amtek Laboratories Ltd, XLNC Advisory Services (P) Ltd, Kings Footwear India (P) Limited, Turjo Arts (P) Ltd, SPT Infotech (P) Ltd, Shivani Horticulture (P) Ltd and Forbes Builders (P) Ltd.

(2) Mrs. Anita Dham (Acquirer 2)

2.1 Mrs. Anita Dham, W/o of Mr. Arvind Dham, aged 52 years, is residing at B-7, Geetanjali Enclave, New Delhi- 110017. She is a graduate in Architecture and is engaged in the field of Marketing and business development. She is having vast experience in the same field.

2.2 Mrs. Anita Dham, an acquirer to the said offer has not been prohibited by SEBI from dealing in securities in terms of Section 11B of the Securities and Exchange Board of India, 1992, as amended ("**SEBI Act**").

2.3 Mrs. Anita Dham does not hold any equity shares of the Target Company as on date.

2.4 Mr. Pankaj Mahajan, Chartered Accountant (Membership No. 091876) partner in A. C. Gupta & Associates, Chartered Accountants, having office at 104- 105, M. M. House (Raja Iron Factory BLd.) 59, Rani jhansi Road, New Delhi- 110055, has certified vide his certificate dated December 19, 2013 that the Net worth of Mrs. Anita Dham as on November 30, 2013 is Rs. 2328.39 Lacs and further the letter also confirms that he has sufficient means to fulfill his part of obligations under this offer.

2.5 She is working as Director of Hazel Real Estate (P) Ltd., Symbios Personnel Advices and Services Limited, Solution with Style Consultants (P) Ltd., Aspire Tradex Pvt. Ltd., Faith Advisory Services (P) Ltd. and Futurevision Consultants (P) Ltd.

(3) Mr. Anubhav Dham (Acquirer 3)

3.1 Mr. Anubhav Dham, S/o Mr. Arvind Dham, aged 27 years, is residing at B- 7, Geetanjali Enclave, New Delhi- 110017. He has completed B. E. from University of Southern California, USA and MBA from Spain. He possesses international and domestic experience in the field of Finance, Projects and Operations.

3.2 Mr. Anubhav Dham, an acquirer to the said offer has not been prohibited by SEBI from dealing in securities in terms of Section 11B of the Securities and Exchange Board of India, 1992, as amended ("**SEBI Act**").

3.3 Mr. Anubhav Dham does not hold any equity shares of the Target Company as on date.

3.4 Mr. Pankaj Mahajan, Chartered Accountant (Membership No. 091876) partner in A. C. Gupta & Associates, Chartered Accountants, having office at 104- 105, M. M. House (Raja Iron Factory BLd.) 59, Rani jhansi Road, New Delhi- 110055, has certified vide his certificate dated December 19, 2013 that the Net worth of Mr. Anubhav Dham as on November 30, 2013 is Rs. 416 Lacs and further the letter also confirms that he has sufficient means to fulfill his part of obligations under this offer.

3.5 Mr Anubhav Dham holds directorship in Amertec Systems (P) Limited, Amtek Railcar Industries (P) Ltd, Nagpur Automotive Industries (P) Ltd, Olivia Advisory Services (P) Ltd, SSAB AD Minerals Ltd, Stesalit Ltd, Terrasoft Infosystems (P) Ltd, JMT Auto Ltd, Faith Advisory Services (P) Ltd, Futurevision Consultants (P) Ltd & Amtek Corporate Services (P) Ltd.

(B) Details of Sellers

(1) Seller 1 - M/s Allianz International (P) Limited

1.1 M/s Allianz International (P) Limited is a Company registered under the provisions of the (Indian) Companies Act, 1956 vide Certificate of Incorporation dated September 28, 1994 with the Registrar of Companies N.C.T of Delhi and Haryana and having its registered office at 4, Bhanot Appartments, Local Shopping Centre, Madangir, New Delhi- 110062. It belongs to Promoter Group of Target Company.

1.2 As on the date of DPS, its holds 54,35,100 Equity Shares/voting rights in the Target Company representing 49.41% of the issued and paid up equity share capital/voting capital of the Target Company.

1.3 M/s Allianz International (P) Limited has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("**SEBI Act**").

1.4 After Closure of the Offer, M/s Allianz International (P) Limited will not hold any equity shares in the Target Company.

(2) Seller 2 - Mr. Kattasserry Thomas James

2.1 Mr. K T James is an Indian inhabitant, aged about 57 years, residing at 302-C, Pkt. 2, Mayur Vihar Phase-I, Delhi- 110091. He belongs to promoter group of target company.

2.2 As on the date of this DPS, he holds 10,01,330 Equity Shares/ voting rights in the Target Company representing 9.10% of the issued and paid up equity share capital/voting capital of the Target Company.

2.3 Mr. K T James has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("**SEBI Act**") or under any regulations made thereunder.

2.4 After Closure of the Offer, Mr. K T James will not hold any equity shares in the Target Company.

(C) Details of Target Company

ADHBHUT INFRASTRUCTURE LIMITED

(1) Adhbhut Infrastructure Limited (hereinafter referred to as "AIL"), was incorporated as a public company under the name of M/s Adhbhut Industrial Resources Limited on February 19, 1985 with the Registrar of Companies, NCT of Delhi and Haryana. Further the name of company was changed to Adhbhut Infrastructure Limited vide fresh Certificate of Incorporation dated June 26, 2008. Presently the Registered Office of the Company is situated at 910, Ansal Bhawan, 16 K. G. Marg, New Delhi- 110001. The Company does not belong to any group.

(2) The Authorized Share Capital of AIL as on date is Rs 12,50,00,000 (Rupees Twelve Crores Fifty Lacs Only), comprising of 1,10,00,000 Equity Shares of Rs 10/- (Rupee Ten Only) each and 15,00,000 Preference Shares of Rs. 10/- Each (Rupees Ten Only). The issued, subscribed and paid-up Equity Share capital of AIL as on date stood at Rs. 12,50,00,000/- (Rupees Twelve Crores Fifty Lacs Only), comprising of 1,10,00,000 fully paid up equity share of Rs 10/- (Rupees Ten only) each and 1500000 Non Convertible Non Cumulative Redeemable Preference Shares of Rs 10/-each

(3) There are no partly paid up shares in the Target Company.

(4) The main business activities of the Target Company is to purchase, acquire, take on lease or through any other lawful manner any land buildings and structures and to develop the same and dispose of or maintain the same and build townships, markets, commercial complex and all or related conveniences thereon and related activities thereto.

(5) The shares of "AIL" are listed on Delhi Stock Exchange Limited (DSE) and the shares of the target company are not frequently traded at the Delhi Stock Exchange Limited as defined under Regulation 2(1) (j) of the Takeover Code.

(6) The Brief financials of the AIL are as under:

(Amount in Rs. Lacs)

Particulars	Year ended March 31, 2011 (Audited)	Year ended June 30, 2012 (Audited)	Year ended June 30, 2013 (Audited)
Total Income/Net Income	199.28	234.74	145.03
Profit After Tax	162.60	85.28	52.78
Earnings Per Share (EPS) (In Rs.)	16.26	8.53	0.48
Net worth	354.12	1939.40	1990.43

* Source: Balance Sheet

(D) Details of the Offer

(1) This offer is made to all the equity shareholders of Target Company other than acquirers and sellers to acquire up to 28,60,000 equity shares of face value of Rs 10/- each at an offer price of Rs 16/- per equity share ("Offer Price"), payable in cash, aggregating to Rs 457.60 lacs ("Offer Size").

(2) The offer shares represent 26% of the paid up equity share capital of the Target Company as on the 10th Working day (with "**Working Day**" as defined under the SEBI (SAST) Regulations, 2011) after the closure of the tendering period under the Open Offer("**Emerging Voting Capital**")

(3) The Emerging Voting Capital has been computed as follows:

Particulars	Issued and Paid up Capital and Voting Rights	% of Emerging Voting Capital
Fully paid up Equity Share as on the date of PA	11000000	100
Partly paid up Equity Share as on the date of PA	Nil	Nil
Convertible instrument outstanding	Nil	Nil
Employee stock options outstanding	Nil	Nil
Emerging Voting Capital	**11000000**	**100**

(4) The Offer is subjected to the following statutory approvals namely:

(a) As on the date of Public Announcement, no approval will be required from any Bank/Financial Institutions for the purpose of this Offer, to the best of the knowledge of the Acquirer.

(b) As on the date of Public Announcement, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this Offer.

(c) The Offer would be subject to all other statutory approvals if any, that may become applicable at a later date before the completion of Offer.

(d) In case of a delay in the receipt of any statutory approvals that become applicable to the offer, SEBI may, if satisfied that such delay in the receipt of the requisite statutory approval was not attributable to any willful default, failure or neglect on the part of the Acquirers to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, permit the Acquirers to delay commencement of the tendering period for the Offer pending receipt of such statutory approvals or grant extension of time to the Acquirer to make payment of the consideration to the Public Shareholders whose Equity Shares have been accepted in the offer.

(5) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations and is not a competitive bid in terms of Regulation 20 of the SEBI (SAST) Regulations.

(6) The Acquirers at present have no intention to sale, lease, dispose of or otherwise encumber any significant material assets of Target Company or any of its subsidiaries in the succeeding two years, except in the ordinary course of business of target company. However target company's future policy for disposal of its material assets, if any, or any of its subsidiaries will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders of target company, by way of postal ballot and the notice of such postal ballot shall contain as to why such disposal is necessary, in terms of provisions of Regulation 25(2) of the SEBI (SAST) Regulations, 2011.

(7) The acquisition of 26% of the paid up equity share capital of target company under this offer together with the equity shares being acquired in terms of share purchase agreement will result in public shareholding in target company being reduced below the minimum level required for the purpose of continuous listing under clause 40A of the Listing Agreement and Rule 19A of the Securities Contract Regulations/Rules, 1957 ("SCRR"). Assuming full acceptance under this offer, the post offer holdings of the Acquirers shall go beyond the maximum permissible non public shareholding under SCRR and in case the holding of the acquirers goes beyond the limit due to acquisitions as mentioned above, the acquirers hereby undertakes to reduce their shareholding to the level stipulated in the SCRR and within the time specified therein and through permitted routes available under the listing agreement including any other such routes as may be approved by SEBI from time to time.

II. BACKGROUND TO THE OFFER

(1) This Offer is made in accordance with Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 pursuant to the entering in to share purchase agreement with the Sellers as defined above.

(2) The Acquirers and the Sellers have entered into the share purchase agreement, pursuant to which and subjected to the satisfaction or waiver, if applicable, of the conditions contained in the SPA, the Sellers have agreed to sell, and the Acquirers have agreed to purchase in cash 64,36,430 Equity Shares out of the total issued and paid up equity share capital of the company at an price of Rs 1.00 (Rupee One Only) per equity shares representing approximately 58.51% of the total paid up equity share capital of the Target Company (the "**Sale Shares**") from the Sellers as follows:

I. 54,35,100 Equity Shares representing 49.41% of the Emerging Voting Capital of the Target Company from Seller 1.

II. 10,01,330 Equity Shares representing 9.10% of the Emerging Voting Capital of the Target Company from Seller 2.

(3) Mode of Payment: The Offer Price is payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

(4) The Acquirers are interested in taking over the management and control of AIL. Thus substantial acquisition of shares and voting rights accompanied with change in control and management is the reason and rationale for the offer. At present, the acquirers have no intention to change the existing line of business of Target Company.

III. SHAREHOLDING AND ACQUISITION DETAILS

The Current and Proposed Shareholding of the acquirers in target company and the details of their acquisitions are as under:

Details	Acquirer 1		Acquirer 2		Acquirer 3	
	Number of Equity Shares	%*	Number of Equity Shares	%*	Number of Equity Shares	%*
Shareholding as on the date of PA	NIL	N.A.	NIL	N.A.	NIL	N.A.
Shares acquired between the PA and DPS date	NIL	N.A.	NIL	N.A.	NIL	N.A.
Shares proposed to be acquired through this SPA	28,13,030	25.57	18,11,700	16.47	18,11,700	16.47
Shares proposed to be acquired under this offer	11,44,000	10.40	8,58,000	7.80	858000	7.80
Post Offer Shareholding*	3957030	35.97	2669700	24.27	2669700	24.27

(1) Computed on the basis of the Emerging Voting Capital.

*(2) *Assuming full acceptance in the Offer.*

IV. OFFER PRICE

(1) The Equity Shares are listed on Delhi Stock Exchange Ltd (DSE). The Equity Shares on DSE are infrequently traded, in terms of the SEBI (SAST) Regulations. The trading turnover in the Equity Shares based on the trading volumes on the DSE for the period from December 2012 to November 2013 i.e 12 calendar month preceding December 2013, the month in which the PA was issued as given below:

Name of the Stock Exchange	Total number of equity shares traded during the 12 calendar months prior to the month of PA i.e December 2012 to November 2013	Total Number of Listed Shares	Annualized Trading Turnover (as % of total weighted number of equity shares listed)
DSE	Nil	11000000	-

(2) The Offer Price of Rs 16/- (Rupees Sixteen Only) per Offer Share is justified in terms of Regulations 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

	Details	Rupees
a.	The Negotiated Price	Rs 1.00
b.	The Volume Weighted average price paid or payable for acquisition, by the Acquirers or PACs during the fifty two weeks immediately preceding the date of PA	Nil
c.	The Highest Price paid or payable for any acquisition by the Acquirers or PAC during the twenty six weeks immediately preceding the date of the PA	Nil
d	The volume weighted average market price of Equity Shares of the Target Company for a period of sixty trading days immediately preceding the date of the PA as traded on Bombay Stock Exchange Limited.	Not Applicable
e.	The price determined by taking into account valuation parameters including, value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Rs 15.39*

Note: The offer price would be revised in the event of any corporate action like bonus, splits etc: where the record date for effecting such corporate action falls within 3 Working Days prior to the commencement of the tendering period in the offer

*Mr Pankaj Mahajan, Chartered Accountant (Membership No. 091876) Partner of M/s A C Gupta & Associates, having office at 104-105, M M House, 59, Rani Jhansi Road, New Delhi-110055 has valued the equity shares of target company on the basis Net Asset Value, Profit earning Capacity Value and Market Value and calculated the fair value per share is Rs 15.39 per share.

Therefore in view of above, the offer price of Rs 16/- per share is justified

(3) The Acquirers may revise the Offer Price at its discretion or pursuant to any acquisition by the Acquirer at a price which is higher than the Offer Price at any time prior to 3 Working Days prior to the commencement of the tendering period under the Offer. In the event of such a revision, the Acquirer shall, (i) make a corresponding increase to the escrow amounts, as more particular set out in Part V - Financial Arrangements of this DPS below, (ii) make a public announcement in the same newspapers in which the DPS is to be published, and (iii) simultaneously with such announcement, inform SEBI, the Stock Exchanges and the Target Company at its registered office of such a revision.

V. FINANCIAL ARRANGEMENTS

(1) The Acquirers have adequate resources to meet the financial requirements of the Offer. The Acquirers have made firm arrangement for the resources required to complete the Offer in accordance with the SEBI (SAST) Regulations, 2011. The acquisition will be financed through Internal / personal resources and no borrowings from banks / FIs etc., is being made.

(2) Assuming full acceptance, the total requirement of funds for the Offer would be Rs 4,57,60,000/- (Rupees Four Crore Fifty Seven Lacs Sixty Thousand Only). In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, 2011, the Acquirers have open an Escrow Account with Axis Bank Limited, having its branch at K-12, Green Park, New Delhi- 110016 and have deposited Rs 1,15,00,000/- (Rupees One Crore Fifteen Lacs Only) being more than 25% of the total consideration payable to the shareholders under the Open Offer.

(3) In terms of Regulation 17(10)(e), in case of non-fulfillment of obligations by the Acquirers, the Manager to the Offer shall ensure realization of escrow amount by way of foreclosure of deposit.

(4) The Acquirers have entered into an escrow agreement (the "**Escrow Agreement**") with Axis Bank, having its Registered Office at 3rd Floor TRISHUL, Opp. Samartheswar Temple, Law Garden, Ellis Bridge, Ahemdabad- 380006 (the" **Escrow Agent**") and the Manager to the Offer, pursuant to which the Acquirers have deposited an amount aggregating to Rs 1,15,00,000/- (Rupees One Crore Fifteen Lacs Only) in cash, being more than 25% of the Offer Size ("**Cash Escrow**"), in the escrow account opened with the Escrow Agent ("**Escrow Account**"). The Cash Escrow constitutes the escrow account in terms and subjected to the conditions set out in the Escrow Agreement.

(5) Mr. Pankaj Mahajan, Chartered Accountant (Membership No. 091876) partner in A. C. Gupta & Associates, Chartered Accountants, having office at 104- 105, M. M. House (Raja Iron Factory BLd.) 59, Rani jhansi Road, New Delhi- 110055, has certified vide his certificate dated December 19, 2013, based on the information available, that the acquirers have adequate resources and capability to meet their respective financial obligation under the offer.

(6) The Acquirers have duly empowered M/s D & A Financial Services (P) Limited, Manager to the Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.

(7) The Manager to the Offer, M/s D & A Financial Services (P) Limited, hereby confirms that firm arrangements for funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

VI. Statutory Approvals / Other Approvals Required For the Offer

(1) As on the date of Public Announcement, no approval will be required from any Bank/Financial Institutions for the purpose of this Offer, to the best of the knowledge of the Acquirer.

(2) As on the date of Public Announcement, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this Offer.

(3) The Offer would be subject to all other statutory approvals if any that may become applicable at a later date before the completion of Offer.

(4) In case of a delay in receipt of any statutory approvals that become applicable to the offer, SEBI may if satisfied that such delay in receipt of the requisite statutory approval was not attributable to any willful default , failure or neglect on the part of the Acquirers to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, 2011, permit the Acquirers to delay commencement of the tendering period for the Offer pending receipt of such statutory approvals or grant extension of the time to the Acquirer and the PAC to make payment of the consideration to the public shareholders whose shares have been accepted in this offer

(5) In terms of Regulation 23(1) of the SEBI (SAST) Regulations, 2011, in the event that the approvals that become applicable after the date of DPS, are refused, the acquirers shall have the right to withdraw the offer. In the event of such a withdrawal of the offer, the acquirers (through the manager) within 2 workings days of a such withdrawal make a public announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations, 2011.

VII. TENTATIVE SCHEDULE OF OFFER

S. No	Activity	Dates & Days
1.	**Date of Public Announcement**	**December 20, 2013 (Friday)**
2.	Date of Publication of Detailed Public Statement	December 30, 2013 (Monday)
3.	Filing of the Draft letter of Offer to SEBI	January 06, 2014 (Monday)
4.	Last Date for a Competitive Offer(s)	January 21, 2014 (Tuesday)
5.	**Identified Date***	**January 30, 2014 (Thursday)**
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	February 06, 2014 (Thursday)
7.	**Last Date for revising the Offer Price/ number of shares.**	**February 10, 2014 (Monday)**
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	February 11, 2014 (Tuesday)
9.	**Date of Publication of Offer Opening Public Announcement**	**February 12, 2014 (Wednesday)**
10.	**Date of Commencement of Tendering Period (Offer Opening date)**	**February 13, 2014 (Thursday)**
11.	Date of Expiry of Tendering Period (Offer Closing date)	February 28, 2014 (Friday)
12.	Last Date of communicating rejection/acceptance and payment of consideration for applications accepted/ return of unaccepted share certificates/ credit of unaccepted Equity Shares to Demat Account.	March 14, 2014 (Friday)

**The identified date is only for the purpose of determining the public shareholders as on such date to whom the Letter of Offer would be mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.*

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

(1) All public shareholders, whether holding Equity Shares in dematerialized form or physical form, registered or unregistered, are eligible to participate in this Offer at any time during the tendering period of this offer.

(2) The Letter of Offer specifying the detailed terms and conditions of this offer along with the Form of Acceptance -Cum-Acknowledgement ("**Form of Acceptance**") will be mailed to all the public shareholders whose name appeared on the register of members of the Target Company as at the close of business hours on the Identified Date i.e Thursday January 30, 2014.

(3) The Public Shareholders who wish to tender their Equity Shares pursuant to this Offer will be required to communicate their acceptance in the form and manner specified in the Letter of Offer to the Registrar to the offer M/s Beetal Financial & Computer Services Pvt Ltd in accordance with the instructions contained in the Letter of Offer and Form of Acceptance. Applicants, who cannot hand deliver documents at the collection centers, as will be mentioned in the Letter of Offer, may send such documents by registered post or by courier, at their own risk and cost, to the Registrar to the Offer.

(4) In case of the Equity Shares held in dematerialized form, the Depository Participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledge by the DP for transferring the Equity Shares, as per the instruction given below:

Depository Participant Name	**SMC Global Securities Limited**
DP ID	**IN 303655**
Client ID	**10003019**
Account Name	**ADHBHUT INFRASTRUCTURE LTD OPEN OFFER ESCROW ACCOUNT**
Depository	**National Securities Depository Limited (NSDL)**

It is the sole responsibility of the public shareholders to ensure credit of their respective Equity Shares in the depository account above, prior to the closure of the offer.

Shareholders having their beneficiary account in Central Depository Services (India) Limited ("CDSL") have to use inter-depository delivery instructions slip for the purpose of crediting their equity shares in favour of the special depository account with NSDL.

(5) Public Shareholders who are holding Equity Shares in the physical form and who wish to tender their respective Equity Shares in the offer are required to submit the duly signed Form of Acceptance addressed to the Registrar to the Offer together with the Original Share Certificate(s), valid transfer deed(s), and such other documents as may be specified in the Letter of Offer and the Form of Acceptance, either by hand delivery on weekdays or by registered post, so as to reach the Registrar to the Offer on or before the closure of the tendering period i.e. not later than Friday, February 28, 2014 in accordance with the instruction specified in the Letter of Offer and the Form of Acceptance.

(6) Person who have acquired Equity Shares but whose name do not appeared in the register of members of the target company as on Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified date, or those who have not receive the Letter of Offer, may also participate in this offer by submitting an application on plain paper giving details regarding their Offer as set out in the PA, this DPS and the Letter of Offer, which may be obtained from the SEBI's Website (**www.sebi.gov.in**) or from M/s Beetal Financial & Computer Services Pvt Ltd.

The detailed procedure for tendering the equity shares in this Offer will be available in the Letter of Offer.

IX. Other Information

(1) Acquirers accept full responsibility for the information contained in the PA and this DPS (other than such information that has been sourced from public sources or provided and confirmed by the Target Company and shall be jointly or severally responsible for the fulfillment of the obligations under the Offer and as laid down in SEBI (SAST) Regulations, 2013.

(2) The Acquirers have appointed Beetal Financial and Computer Services Pvt Ltd as Registrar to the Offer. Address **Beetal House, 3rd Floor, 99, Madangir, Near Dada Harsukh Das Mandir, New Delhi-110062, E. Mail: beetalrta@gmail.com, Tel. Nos.: 29961281-82, Fax No.: 29961284, Contact Person: Mr. Punit Mittal.**

(3) This DPS and the PA would also be available on SEBI's Websites (www.sebi.gov.in).

(4) The Acquirers reserves the right to withdraw the Offer pursuant to Regulation 23(1) of the SEBI (SAST) Regulations, 2011. Any such withdrawal will be notified in the form of a public announcement in the same newspapers in which this Detailed Public Statement appears.

(5) The withdrawal of shares will be available only for the Share certificates/ Shares that have been received by the Registrar to the Offer or credited to the Special Depository Escrow Account.

(6) The intimation of returned shares to the Shareholders will be sent at the address as per the records of Depository.

(7) If there is any upward revision in the Offer price has been made, an acquirer may make upward revisions to the offer price, and subject to the other provisions of these regulations, to the number of shares sought to be acquired in the open offer, at any time prior to the commencement of the last three working days before the commencement of the tendering period.

Manager to the Offer	Registrar to the Offer
D & A FINANCIAL SERVICES (P) LIMITED 13, Community Centre, East of Kailash, New Delhi - 110065. Tel nos.: 011-26419079/ 26218274; Fax no.: 011 - 26219491; E-mail: dafspl@gmail.com Contact Person: **Mr. Priyaranjan** **SEBI Rgn No.: INM000011484**	**Beetal Financial & Computer Services Pvt. Limited** Beetal House, 3rd Floor, 99, Madangir, Near Dada Harsukh Das Mandir, New Delhi-110062 E-Mail: beetalrta@gmail.com Tel. Nos.: 29961281-82, Fax No.: 29961284 Contact Person: : **Mr. Punit Mittal** **SEBI Regd. No. INR000002262**

Issued on behalf of the Acquirers
by Manager to the Offer

Place : New Delhi
Date : December 28, 2013