

**POST OFFER ADVERTISEMENT TO THE EQUITY SHAREHOLDERS OF  
ANUGRAHA JEWELLERS LIMITED ("AJL" OR THE "TARGET COMPANY")**

**Registered Office:** 473, Big Bazaar Street, Coimbatore- 641 001

Open Offer for acquisition of 11,70,000 (Eleven Lacs Seventy Thousand) fully paid-up equity shares of Rs. 10/- each of AJL by B.P. Jhunjhunwala & Others (HUF) (**hereinafter referred to as the "Acquirer"**).

This Post Offer Advertisement is being issued by VC Corporate Advisors Private Limited, the Manager to the Offer, on behalf of the Acquirer, in connection with the Offer made by the Acquirer in compliance with regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("**SEBI (SAST) Regulations, 2011**"). The Detailed Public Statement ("**DPS**") pursuant to the Public Announcement ("**PA**") made by the Acquirer has appeared in The Financial Express (English daily all editions), Jansatta (Hindi daily all editions), Mumbai Lakshwadeep (Marathi Mumbai edition) and Dinamani (Kannada daily Coimbatore edition) on 19.06.2013.

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|----------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| 1. Name of the Target Company                                              | : Anugraha Jewellers Limited                                                                      |
| 2. Name of the Acquirer and Deemed Persons Acting in Concert (Deemed PACs) | : <b>Acquirer:</b> B.P. Jhunjhunwala & Others (HUF)<br><b>Deemed PACs:</b> Mrs. Mala Jhunjhunwala |
| 3. Name of Manager to the Offer                                            | : VC Corporate Advisors Private Limited                                                           |
| 4. Name of Registrar to the Offer                                          | : Cameo Corporate Services Limited                                                                |
| 5. Offer details                                                           |                                                                                                   |
| a) Date of Opening of the Offer                                            | : Friday, 02.08.2013                                                                              |
| b) Date of Closing of the Offer                                            | : Monday, 19.08.2013                                                                              |
| 6. Date of Payment of Consideration                                        | : 29.08.2013                                                                                      |
| 7. Details of the Acquisition                                              | :                                                                                                 |

| Sr. No. | Particulars                                                                                                          | Proposed in the Offer Document |                   | Actual                    |                   |
|---------|----------------------------------------------------------------------------------------------------------------------|--------------------------------|-------------------|---------------------------|-------------------|
| 7.1.    | Offer Price                                                                                                          | Rs. 1.70 per equity share      |                   | Rs. 1.70 per equity share |                   |
| 7.2.    | Aggregate number of shares tendered                                                                                  | 11,70,000                      |                   | 27,900                    |                   |
| 7.3.    | Aggregate number of shares accepted                                                                                  | 11,70,000                      |                   | 27,100                    |                   |
| 7.4.    | Size of the Offer (Number of shares multiplied by Offer price per share)                                             | Rs. 19,89,000/-                |                   | Rs. 46,070/-              |                   |
| 7.5.    | Shareholding of the Acquirer and Deemed PACs before Share Purchase Agreement (SPA) and Public Announcement (No. & %) | 3,01,000<br>(6.69%)            |                   | 3,01,000<br>(6.69%)       |                   |
| 7.6.    | Shares Acquired by way of SPA                                                                                        |                                |                   |                           |                   |
|         | • Number                                                                                                             | 14,09,399                      |                   | 14,09,399                 |                   |
|         | • % of Fully Diluted Equity Share Capital                                                                            | (31.32%)                       |                   | (31.32%)                  |                   |
| 7.7.    | Shares Acquired by way of Open Offer                                                                                 |                                |                   |                           |                   |
|         | • Number                                                                                                             | 11,70,000                      |                   | 27,100                    |                   |
|         | • % of Fully Diluted Equity Share Capital                                                                            | (26.00%)                       |                   | (0.60%)                   |                   |
| 7.8.    | Shares acquired after Detailed Public Statement                                                                      | Not Applicable                 |                   | Not Applicable            |                   |
|         | • Number of shares acquired                                                                                          |                                |                   |                           |                   |
|         | • Price of the shares acquired                                                                                       |                                |                   |                           |                   |
|         | • % of the shares acquired                                                                                           |                                |                   |                           |                   |
| 7.9.    | Post Offer shareholding of Acquirer and Deemed PACs                                                                  |                                |                   |                           |                   |
|         | • Number                                                                                                             | 28,80,399                      |                   | 17,37,499                 |                   |
|         | • % of Fully Diluted Equity Share Capital                                                                            | (64.01%)                       |                   | (38.61%)                  |                   |
| 7.10.   | Pre and Post Offer shareholding of Public Shareholders                                                               | <b>Pre Offer</b>               | <b>Post Offer</b> | <b>Pre Offer</b>          | <b>Post Offer</b> |
|         | • Number                                                                                                             | 27,89,601                      | 16,19,601         | 27,89,601                 | 27,62,501         |
|         | • % of Fully Diluted Equity Share Capital                                                                            | (61.99%)                       | (35.99%)          | (61.99%)                  | (61.39%)          |

8. The Acquirer accepts full responsibility for the information contained in this Post Offer Advertisement and also for the fulfilment of his obligations as laid down in the SEBI (SAST) Regulations, 2011.

9. A copy of this Post Offer Advertisement will be available on the website of SEBI and at the registered office of the Target Company.

10. Capitalized terms used in this advertisement and not defined herein, shall have the same meaning assigned to them in the Letter of Offer dated 18.07.2013.

**Issued by Manager to the Offer on behalf of the Acquirer:**



**Manager to the Offer:**  
**VC CORPORATE ADVISORS PRIVATE LIMITED**  
 SEBI REGN NO : INM000011096  
 (Contact Person: Mr. Anup Kumar Sharma)  
 31, Ganesh Chandra Avenue,  
 2nd Floor, Suite No. 2C, Kolkata – 700 013  
 Tel No.:- (033) 2225 3940  
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 Email : [mail@vccorporate.com](mailto:mail@vccorporate.com)

**Place: Kolkata**

**Date: 31.08.2013**