

# BAGADIA COLOURCHEM LIMITED

CIN: L24221MH1985PLC205386

Registered Office: 502, Shaniya Enclave, 5th Floor, V. P. Road, Vile Parle (West), Mumbai- 400 056;  
Tel No.: +91 22 26111982; Email Id: bagadiacolourchem@rediffmail.com

This Advertisement is being issued by **Chartered Capital and Investment Limited** (the "Manager to the Offer"), for and on behalf of **Ms. Namrata Jain, Ms. Prachi Jain and Sureshchand Chhotelal Jain (HUF)** (the "Acquirers") pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 and subsequent amendments thereto (the "Takeover Regulations") in respect of the Open Offer (the "Offer") to acquire up to 9,59,400 (Nine Lakhs Fifty Nine Thousand and Four Hundred) equity shares of Rs 10/- each (Rupees Ten Only) at an offer price of Rs 11.10/- (Rupees Eleven and Ten Paise Only) per equity share (the "Offer Price") payable in cash representing 26% of total paid up capital/ voting capital of **Bagadia Colourchem Limited** (the "Target Company"). Further to this Corrigendum to the Detailed Public Statement ("Corrigendum") is also being issued pursuant to changes/amendments advised by SEBI vide its letter Dated March 13, 2018. The Detailed Public Statement ("DPS") with respect to the aforementioned offer made by the Acquirers had appeared in (i) Business Standard (English) (all editions), (ii) Business Standard (Hindi) (all editions) and (iii) Mumbai Lakshadeep (Marathi) Maharashtra, on Monday, February 05, 2018.

- The Offer Price is Rs. 11.10/- (Rupees Eleven and Ten Paise Only) per equity share of Rs. 10/- each. There has been no revision in the Offer Price.
- A committee of Independent Directors ("IDC") of the Target Company have opined that the Offer Price of Rs. 11.10/- (Rupees Eleven and Ten Paise Only) is fair and reasonable and in accordance with Takeover Regulations. The IDC's recommendation is published on Tuesday, March 27, 2018 in the same newspapers in which the DPS was published, as mentioned above.
- The Offer is not a competing offer in terms of Regulation 20 of Takeover Regulations. There has been no competitive bid to this Offer.
- Satellite Corporate Services Pvt. Ltd., Registrar to the Offer, has confirmed that the Letter of Offer to all the Eligible Shareholders of Target Company, holding shares as on identified Date i.e. Thursday, March 15, 2018, have been dispatched on Thursday, March 22, 2018.
- Please note that a copy of the Letter of Offer, including Form of Acceptance cum Acknowledgment is also available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in) and [www.bseindia.com](http://www.bseindia.com). A summary of the procedure for tendering Equity Shares in the Offer is as below. For further details, please refer to point 8 titled "Procedure for Acceptance and Settlement of this Offer" on page 21 of the Letter of Offer.
  - In the case of the Equity Shares held in dematerialised form:** An Eligible Public Shareholder holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker indicating the details of Equity Shares intended to be tendered in the Offer. The resident Eligible Public Shareholders holding Equity Shares in dematerialised form are not required to fill any Form of Acceptance-cum-Acknowledgement. The non-resident Eligible Public Shareholders holding Equity Shares in dematerialised form are required to fill the Form of Acceptance-cum-Acknowledgement and send the same along with other documents specified in the LOO to the Registrar to the Offer.
  - In the case of the Equity Shares held in physical form:** An Eligible Public Shareholder holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker and by providing their respective Form of Acceptance-cum-Acknowledgment (signed by all Eligible Public Shareholders (in case of joint holding)) along with the documents specified in the LOO (including original share certificate(s), valid share transfer deed and self attested copy of the Eligible Public Shareholder's PAN card) to the Registrar to the Offer not later than 2 (two) days from Closure of the Tendering Period (by 5 p.m.). The envelope should be superscribed as ("**Bagadia Colourchem Limited-Open Offer**").

In case of non-receipt of the Letter of Offer, such eligible shareholders of the Target Company may download the same from the SEBI website ([www.sebi.gov.in](http://www.sebi.gov.in)) or BSE website ([www.bseindia.com](http://www.bseindia.com)) or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares of the Target Company. Alternatively, in case of non-receipt of the Letter of Offer, shareholders holding shares may participate in the Offer by providing their application in plain paper in writing signed by all shareholder, stating name, address, number of shares held, client ID number, DP name, DP ID number, number of shares tendered and other relevant documents such as physical share certificate and Form SH 4 in case of shares being held in physical form. Such shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Offer.

- All observations received from SEBI in terms of Regulation 16(4) of the Takeover Regulations have been incorporated in the Letter of Offer.
- To the best of the knowledge of the Acquirers, as on the date of Letter of Offer, no statutory approvals are required by the Acquirers to complete this Offer. However, in case of any statutory approvals being required at a later date, this Offer will be subject to such approvals.
- The revised schedule of activities pertaining to the Offer is set forth below: (In compliance with Regulation 18(7) of Takeover Regulations and pursuant to changes/amendments advised by SEBI vide its letter Dated March 13, 2018)

Sr. No.	Activity	Original Schedule	Revised Schedule
		Day and Date	Day and Date
1.	Date of Public Announcement ('PA')	Monday, January 29, 2018	Monday, January 29, 2018
2.	Date of publication of the Detailed Public Statement (DPS)	Monday, February 05, 2018	Monday, February 05, 2018
3.	Last date for a competing offer	Wednesday, February 28, 2018	Wednesday, February 28, 2018
4.	Identified Date*	Monday, March 12, 2018	Thursday, March 15, 2018
5.	Date by which Letter of offer (LOO) will be dispatched to the Shareholders	Monday, March 19, 2018	Thursday, March 22, 2018
6.	Last date for upward revision of Offer Price and/or Offer Size	Tuesday, March 20, 2018	Friday, March 23, 2018
7.	Last date by which Board of Director of the Target Company shall give its recommendation	Thursday, March 22, 2018	Tuesday, March 27, 2018
8.	Offer Opening Public Announcement	Friday, March 23, 2018	Wednesday, March 28, 2018
9.	Date of commencement of Tendering Period (Offer Opening Date)	Monday, March 26, 2018	Monday, April 02, 2018
10.	Date of Closing of Tendering Period (Offer Closing Date)	Tuesday, April 10, 2018	Friday, April 13, 2018
11.	Date by which all requirements including payment of consideration would be completed	Tuesday, April 24, 2018	Friday, April 27, 2018

\* Date falling on the 10<sup>th</sup> Working Day prior to the commencement of the Tendering Period, for the purposes of determining the Shareholders to whom the Letter of Offer was sent.

The changes in point 8 above, wherever appeared in DPS dated Monday, February 05, 2018 should be read accordingly.

Capitalized terms used but not defined in this offer opening advertisement and corrigendum shall have the meanings assigned to such terms in the PA and/or DPS and/or Letter of Offer.

The Acquirers and its Directors, accept full responsibility for the information contained in this offer opening advertisement and corrigendum and also accept responsibility for the obligations of the Acquirers laid down under the Takeover Regulations.

This offer opening advertisement and corrigendum is expected to be available on the SEBI website at [www.sebi.gov.in](http://www.sebi.gov.in)

ISSUED FOR AND ON BEHALF OF THE ACQUIRERS, BY MANAGER TO THE OFFER

## CHARTERED CAPITAL AND INVESTMENT LIMITED

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Website: [www.charteredcapital.net](http://www.charteredcapital.net) Contact Person: Mr. Amitkumar Gattani

CIN No.: L45201GJ1986PLC008577 SEBI Registration No.: INM000004018



For and on behalf of the Acquirers

For Sureshchand Chhotelal Jain (HUF)

Sd/-

Sd/-

Sd/-

Ms. Namrata Jain

Ms. Prachi Jain

Sureshchand Chhotelal Jain (Karta)

Place: Mumbai

Date: Tuesday, March 27, 2018