OFFER OPENING PUBLIC ANNOUNCEMENT TO THE SHAREHOLDERS OF

ASSAM CARBON PRODUCTS LIMITED

(**Registered Office:** Narengi Chandrapur Road, Birkuchi, Guwahati, Assam-781 026)
Tel No. (0361) 2640262/2640630; **Fax:** (0361) 2640368, **Email Id:** acplghy@ascarbon.com

This Advertisement is being issued by VC Corporate Advisors Private Limited, on behalf of Mr. Rakesh Himatsingka (Acquirer 1) and Mr. Shaurya Veer Himatsingka (Acquirer 2), both, residing at 13, Gurusaday Road, Kolkata-700019 (hereinafter collectively referred to as "The Acquirers") alongwith Mrs. Anita Himatsingka (PAC 1) and Ms. Maalika Himatsingka (PAC 2) (hereinafter collectively referred to as the "Persons Acting In Concert" or "PACs") pursuant to regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (**"SEBI (SAST) Regulations"**) in respect of Open Offer (**"Offer"**) for the acquisition of 7,08,045 equity shares of Rs. 10/- each representing 25.69% of the total equity and voting share capital of Assam Carbon Products Limited (**"ACPL"** or the **"Target Company"**). The Detailed Public Statement (**"DPS"**) pursuant to the Public Announcement (**"PA"**) made by the Acquirers has appeared in The Financial Express (English Daily) all editions, Jansatta (Hindi Daily) all editions and Gana Adhikar (Assamese Daily) on 22.04.2016.

1. The Offer Price is Rs. 5/- (Rupees Five Only) per equity share payable in cash (**"Offer Price"**).
2. Committee of Independent Directors ("IDC") of the Target Company recommend acceptance of the Open Offer made by the Acquirers, as the Offer Price of Rs. 5/- (Rupees Five Only) per equity share is fair and reasonable and in accordance with SEBI (SAST) Regulations.

   The recommendation of IDC was published in the aforementioned newspapers on 30.06.2016.
3. There has been no competitive bid to this Offer.
4. The completion of dispatch of Letter of Offer (**"LOF"**) to the Shareholders of Target Company was completed on 24.06.2016.
5. Please note that a copy of the LOF along with the Form of Acceptance-cum-Acknowledgement is available on the website of Securities and Exchange Board of India (SEBI), www.sebi.gov.in, and also on the website of Manager to the Offer, www.vccorporate.com and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/ non-availability of the Form of Acceptance, the application can be made on plain paper along with the following details:
   a. **In case of physical Shares:** Eligible Person(s) may participate in the Offer by confirming their consent to participate in this Offer on the terms and conditions as set out in the PA, DPS and LOF. They can participate by submitting an application to the Seller Member on the plain paper giving details regarding their shareholding and requisite documents as mentioned in the LOF. The Seller Member has to deliver physical share certificates and other relevant documents along with the TRS to the registrar to the offer by Registered Post / Speed Post / Courier / Hand Delivery so as to reach to the registrar within 2 days from the closing of the Tendering period.
   b. **In case of Dematerialized Shares:** Eligible Person(s) may participate in the Offer by approaching their respective Selling member and tender shares in the Open Offer as per the procedure along with other details.
6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on 29.04.2016. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its Letter No. SEBI/HO/CFD/DCR1/2016/170471/1 dated 14.06.2016 which have been incorporated in the LOF.
7. **Any other material change from the date of PA:** The acquirers have acted upon the Share Purchase Agreements (SPAs) dated 12.04.2016 in adherence with Regulation 22(2) of the SEBI (SAST) Regulations, 2011 and have transferred the shares in their favor on 25th May 2016 i.e., after expiry of 21 working days from the date of publication of Detailed Public Statement. Prior to that on 20th May 2016, the Acquirers have deposited additional Rs. 26 Lacs into the Escrow Account in addition to Rs. 10 Lacs deposited earlier resulting in total deposit of Rs. 36 Lacs i.e., more than 100% consideration payable in the Open Offer
8. **Schedule of Activities:**

Activities	Original		Revised	
	Date	Day	Date	Day
Date of the PA	12.04.2016	Tuesday	12.04.2016	Tuesday
Publication of Detailed Public Statement in newspapers	22.04.2016	Friday	22.04.2016	Friday
Last date of a Competing Offer	13.05.2016	Friday	13.05.2016	Friday
Identified Date*	24.05.2016	Tuesday	17.06.2016	Friday
Date by which the Letter of Offer will be dispatched to the shareholders	31.05.2016	Tuesday	27.06.2016	Monday
Last date for upward revision of Offer Price and/or Offer Size	01.06.2016	Wednesday	28.06.2016	Tuesday
Last date by which Board of the Target Company shall give its recommendation	02.06.2016	Thursday	29.06.2016	Wednesday
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	06.06.2016	Monday	01.07.2016	Friday
Date of commencement of tendering period	07.06.2016	Tuesday	04.07.2016	Monday
Date of closing of tendering period	20.06.2016	Monday	18.07.2016	Monday
Date by which communicating rejection/ acceptance and payment of consideration for applications accepted	04.07.2016	Monday	01.08.2016	Monday

** 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 Acquirers and PAC) are eligible to participate in the Offer any time before the Closure of the Offer.*

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and LOF.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS:

Manager to the Offer:

VC CORPORATE ADVISORS PRIVATE LIMITED
SEBI Registration No. INM000011096
(Contact Person: Mr. Anup Kumar Sharma)
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

Place: Kolkata **Date: 01.07.2016**