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 ATLAS JEWELLERY INDIA LIMITED (FORMERLY KNOWN AS "GEE EL WOOLENS LIMITED")

Registered Office: A-12, RHS, Lower Ground Floor, Lajpat Nagar III, New Delhi - 110024

Open Offer("Offer"/"Open Offer") for acquisition of upto 26170180 equity shares ("Offer Shares"), representing 26% of the total Post Preferential paid up equity share capital of Atlas Jewellery India Limited (Formerly known as "GEE EL Woolens Limited"), ("Hereinafter referred to as "Target Company"/"AJIL"),to the Public Shareholders of the Target Company by Shri M.M Ramachandaran ("Acquirer") along with Person Acting in Concert M/s Atlas Jewellery Private Limited ("PAC") 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 Acquirer, namely, Shri M .M Ramachandaran and PACs , namely, Atlas Jewellery Private Limited 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 June 09, 2014 ("PA"), in terms of Regulations 3(1) of the SEBI (SAST) Regulation, 2011 filed on June 09, 2014 with Bombay Stock Exchange Limited ("BSE"), Delhi Stock Exchange Ltd (DSE), Ahmedabad Stock Exchange Ltd (ASE) and Jaipur Stock Exchange Ltd (JSE) 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.

ACQUIRER, PACs,TARGET COMPANY AND OFFER

(A). Information about the Acquirer and Person Acting in Concert (PAC)

(1) Shri M. M Ramachandaran

1. Shri M.M Ramachandaran, S/o of Shri V Kamalakara Menon, aged about 72 years, is a Non resident Indian (NRI) residing at Flat No.313, Al Rais Shopping Centre Dubai. He is a Commerce Graduate and completed his Post Graduation in Economics from the Delhi School of Economics. He is the founder of Atlas Group, a conglomerate having more than 49, Jewellery outlets across gulf region and India apart from having other Business Establishments in various sectors like Construction, real estate, advertising, hospitality, entertainment etc. He has more than 3 decades experience in the Jewellery Industry.
2. Mr. M Gopalakrishnan, Chartered Accountant (Membership No. 20933), Partner of Gopan & Syam & Co having office at 37/3980, Opp. Renewal Centre, Azad Road, Kaloor, Kochi - 682017 has certified vide his certificate dated May 31, 2014 that the Net worth of Shri M.M Ramachandran as on May 31, 2014 is Re 704.91 Crore and further the letter also confirms that he has sufficient means to fulfill his part of obligations under this offer.
3. He does not hold any equity shares in the target company as on the date of Public Announcement.
4. He belongs to Promoter Group of Target Company
5. He hold Directorship in following Companies.

Sr. No.	Company Name	Designation
1	Atlas Jewellery Private Ltd	Managing Director
2	Indiavision Satellite Communications Ltd	Director
3	Rikanth Property Developers Pvt Ltd	Director
4	Atlas Goldenland and Developers Pvt Ltd	Managing Director
5	Atlas Gold Township (India) Pvt Ltd	Managing Director
6	Atlas animation Infotainment and Media School Pvt Ltd	Director
7	Atlas Holiday Pvt Ltd	Managing Director
8	Atlas Jewellery India Ltd	Director

6. He 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**").

(2) Atlas Jewellery Private Ltd (PAC)

1. Atlas Jewellry Pvt Limited (Hereinafter referred to as "AJP") is a Private Company incorporated with the Asst. Registrar of Companies, Kerala at Kochi vide its certificate of incorporation dated October 16, 2003 under the provisions of Company Act, 1956. At present the Registered Office of the Company is situated at Door No. XI/305 II, Near Federal Bank Ltd, Opp. CIAL, Vappalassery P.O. Nedumbassery, Angamally, Kerela - 683572.
2. Presently, the company is engaged in the business of goldsmiths, silversmiths, jewelers, and gem and diamond merchants and of acquiring and trading in metals.
3. The Company belongs to promoter group of Target Company.
4. There is no any litigations pending against the AJP.
6. As of the date of this DPS, the AJP 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**").
7. The Shareholding Pattern of the AJP Company as on 31.03.2014 is given as under:

S. No.	Name	No. of Shares	% of shareholding
	Promoters		
1.	M.M Ramachandran	99999000	99.9
2.	Indira Ramachandran	1000	0.01
	Public	**Nil**	**N.A**
	TOTAL	**100000000**	**100.00**

8. The brief financials of the Atlas Jewellery Private Limited are as under:

(Rs in Lacs)

Particulars	Year ended March 31, 2011 (Audited)	Year ended March 31, 2012 (Audited)	Year ended March 31, 2013 (Audited)	Year ended March 31, 2014 (Unaudited)*
Total Income/Net Income	0.00	427.40	17715.72	39591.54
Profit After Tax	(1.96)	(16.61)	35.71	82.24
Earning Per Share (EPS) (In Rs)	(0.78)	(1.61)	0.18	0.08
Net worth	(1.71)	156.68	1992.39	10074.62

* As Certified by Mr M Gopalakrishnan, partner of M/S Gopan & Syam Associates, Chartered Accountants,(Membership No.20933), being statutory auditor of the company having their office at 37/3980, Opp. Renewal Centre, Azad Road, Kaloor, Kochi - 682017, Phone No. 0484 - 2535530,

9. The Company's shares are not listed any of the Stock Exchanges.
10. The Company held 1636044 equity shares representing 3.23% of the total paid up capital of the target company as on the date of Public Announcement

(B). The Board of Directors of Target Company in their meeting held on June 09, 2014 proposed to allot 5,00,00,000 (Five Crore Only) equity shares of face value of Rs 10/- each to the acquirer by way of preferential allotment, in terms of Section 62 read with Section 42 of the Companies Act, 2013 and subject to Compliance with applicable provisions of SEBI (ICDR) Regulations, 2009 as amended and subject to approval from the shareholders of the Target Company and Other Approvals if any. Presently acquirer does not hold any equity shares of Target Company; however PACs M/s Atlas Jewellery Private Limited holds 1636044 equity shares representing 3.23% of the present paid up share capital of Target Company. After the said preferential allotment, the acquirer along with PACs will hold 51636044 equity shares representing 51.30% of the Post Preferential Paid up equity share capital of Target Company.

(C) Details of Target Company

ATLAS JEWELLERY INDIA LIMITED (AJIL)

1. Atlas Jewellery India Limited was originally incorporated as a Private Limited Company under the Companies Act, 1956 under the name and style as M/s GEE EL Woollens Private Limited vide Certificate of Incorporation dated May 31, 1989 issued by the Registrar of Companies Jaipur, Rajasthan and Subsequently it is converted into Public Limited Company vide fresh certificate of incorporation dated June 15, 1993 under the name of GEE EL Woollens Ltd, Further the name of company changed from GEE EL Woollens Ltd to its current name i.e Atlas Jewellery India Limited vide fresh certification of incorporation dated August 30, 2013 issued by the Registrar of Companies , National Capital Territory of Delhi and Haryana. The Registered Office of the Company is situated at A-12, RHS, Lower Ground Floor, Lajpat Nagar - III, Delhi - 110024, India. Ph No. 011-41717135.
2. The Authorized Share Capital of AJIL as on March 31, 2014 is Rs 2000000000 (Two Hundred Crores Only) consisting of 199,980,000 Equity Shares of Par Value of Rs 10/- each and 20,000 Preference shares of par value of Rs 10/- each. The Paid-up equity share capital of AJIL as on date stood at Rs 506545330/- (Fifty Crore Sixty Five Lakh Fourty Five Thousand Three Hundred and Thirty Only) Comprising of 50,65,45,33(Five Crore Sixty Five Lakh Fourty Five Thousand and Thirty Three Only) fully paid up equity share of Rs 10/- (Rupees Ten only) each
3. There are no partly paid up shares in the Target Company.
4. The main business activities of the Target Company is to carry on in India or elsewhere the business of goldsmiths, silver smiths, Jewellers, gem and diamond merchants and of producing, acquiring and trading, importing, exporting, buying , selling of all kind of metals, bullion, gold, silver, platinum, diamonds, precious stones, pearls, watches and sunglass etc. At present company is mainly doing export activities.
5. The Shares of "AJIL" are listed on Bombay Stock Exchange Limited (BSE), Delhi Stock Exchange (DSE), Ahmedabad Stock Exchange (ASE) and Jaipur Stock Exchange (JSE) and the shares of the target company are infrequently traded at the Bombay Stock Exchange Limited.
6. The Brief financials of the AJIL are as under:

(Amount in Rs. Lacs)

Particulars	Year ended March 31, 2012 (Audited)	Year ended March 31, 2013 (Audited)	Year ended March 31, 2014 (Audited)
Total Income/Net Income including extraordinary income	100.01	Nil	7296.71
Profit After Tax	8.44	(3.15)	162.06
Earnings Per Share (EPS) (In Rs)	0.20	(0.07)	0.32
Net worth	183.54	180.58	7277.44

* Source: Annual Report and Balance Sheet

(D) Details of the Offer

1. This offer is made to all the equity shareholders of Target Company other than acquirers to Acquire up to 26170180 equity shares of face value of Rs 10/- each at an offer price of Rs 21/- per equity shares ("Offer Price"), payable in cash, aggregating to Rs 5495.74 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	50654533	50.32
Partly paid up Equity Share as on the date of PA	Nil	Nil
Convertible Instrument Outstanding	Nil	Nil
Employee Stock Options Outstanding	Nil	Nil
Fully Paid up Shares to be issued through Preferential Allotment	50000000	49.68
Emerging Voting Capital	**100654533**	**100.00**

4. The Offer is subjected to the following statutory approvals namely:
   (a) The Offer is subject to the approval of Reserve Bank of India (RBI), under the Foreign Exchange Management Act, 1999 for transfer of shares held by erstwhile OCBs if any, to the acquirer.
   (b) 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.
   (c) 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.
   (d) 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.
   (e) 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 Acquirer 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 Acquirer along with PAC at present have no intention to sell, dispose of or otherwise encumber any significant assets of AJIL in the succeeding two years, except in the ordinary course of business of AJIL. However AJIL's future policy for disposal of its assets, if any, will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders at a General Body Meeting of AJIL in terms of Regulation 25(2) of the Regulations.
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 by way of preferential allotment and equity shares presently held by the acquirer and PACs will not result in public shareholding in AJIL 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 acquirer along with PACs shall go beyond the maximum permissible non public shareholding under SCRR and in case the holding of the acquirer goes beyond the limit due to acquisitions as mentioned above, the acquirer hereby undertakes to reduce his 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) of the SEBI (SAST) Regulations, 2011 pursuant to the allotment of Equity Shares on preferential basis by the Board of Directors of the Target Company.
   (a) The Board of Directors of Target Company in their meeting held on June 09, 2014 proposed to allot 5,00,00,000 (Five Crore Only) equity shares of face value of Rs 10/- each to the acquirer by way of preferential allotment , in terms of Section 62 read with Section 42 of the Companies Act, 2013 and subject to Compliance with applicable provisions of SEBI (ICDR) Regulations, 2009 as amended and subject to approval from shareholders of Target Company and other approvals if any at a price of Rs 20/- per shares including premium of Rs 10/- per share. Presently acquirer does not hold any equity shares of Target Company; however PACs M/s Atlas Jewellery Private Limited holds 1636044 equity shares representing 3.23% of the present paid up share capital of Target Company. After the said preferential allotment, the acquirer along with PACs will hold 51636044 equity shares representing 51.30% of the Post Preferential Paid up equity share capital of Target Company.
2. Mode of Payment: The Offer Price is payable in Cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
3. This offer is being made pursuant to Regulation 3(1) of the SEBI (SAST) Regulations 2011, consequent to the proposed preferential allotment of equity shares by target company to the Acquirer as explained in para 1(a) above and consolidation of holding in the Target Company is the reason and rationale for the acquisition/offer. The Acquirer has no intention to change the existing line of business of target company.

III. SHAREHOLDING AND ACQUISITION DETAILS

The Current and Proposed Shareholding of the acquirer and PAC in Target Company and the details of their acquisitions are as under:

Details	Acquirer		PAC	
	Number of Equity Shares	%*	Number of Equity Shares	%*
Shareholding as of the date of PA	Nil	NA	1636044	3.23
Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil
Post Offer Shareholding *	76170180	75.67	1636044	1.63

(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 Bombay Stock Exchange Ltd (BSE), Delhi Stock Exchange Limited (DSE), Ahmedabad Stock Exchange Ltd (ASE) and Jaipur Stock Exchange (JSE). The Equity Shares on BSE are infrequently traded, in terms of the SEBI (SAST) Regulations. The trading turnover in the Equity Shares based on the trading volumes on the BSE for the period from June 2013 to May, 2014 i.e 12 calendar month preceding June 2014, 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 June 2013 to May 2014	Total Number of Listed Shares	Annualized Trading Turnover (as % of total weighted number of equity shares listed)
BSE	189807	50654533*	1.59#
DSE	Nil	50654533	N.A
JSE	Nil	50654533	N.A
ASE	Nil	50654533	N.A

Source: **www.bseindia.com**

* Out of which 46449333 equity shares were listed in the month of April, 2014.

Calculated after taking in to consideration weighted number of equity shares listed during this period.

2. The Offer Price of Rs 21/- (Rupees Twenty One 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.	Negotiated Price	N.A
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	N.A
c.	The Highest Price paid or payable for any acquisition by the Acquirer or PAC during the twenty six weeks immediately preceding the date of the PA	N.A
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.	N.A
e.	The price determined by taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies.	10.75*

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. Deepak Suneja, Chartered Accountant (Membership No. 501957) Partner of A Kay Mehra & Co., having office at 114, Basement, Mall Road, Kingsway Camp, New Delhi-110009, Phone No- 011-32965997 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 10.75 per share.

Therefore in view of above, the offer price of Rs 21/- per share is justified

3. The Acquirer along with PAC 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 Acquirer along with PAC have adequate resources to meet the financial requirements of the Offer. The Acquirer 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 54,95,73,780/- (Rupees Fifty Four Crore Ninety Five Lacs Seventy Three Thousand Seven Hundred and Eighty Only). In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, 2011, the Acquirer has open an Escrow Account with Axis Bank, having its branch at K-12, Green Park Main Market, Green Park, New Delhi - 110016 and have deposited Rs 14,00,00,000/- (Rupees Fourteen Crores 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 Acquirer along with PAC, the Manager to the Offer shall ensure realization of escrow amount by way of foreclosure of deposit.
5. The Acquirer have entered into an escrow agreement (the "**Escrow Agreement**") with Axis Bank , having its Registered Office at Trishul, 3rd Floor, Opp Samartheshwar Temple, Near Law Garden, Ellisbridge ,Ahmedabad ,Gujarat-380006 (the" **Escrow Agent**") and the Manager to the Offer, pursuant to which the Acquirer have deposited an amount aggregating to Rs 14,00,00,000/- (Rupees Fourteen Crores 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.
6. Mr. M Gopalakrishnan, Chartered Accountant (Membership No. 20933) partner of Gopan & Syam & Co having office at 37/3980, Opp Renewal Centre, Azad Road, Kaloor, Kochi - 682017 has certified based on the information available, certified that the Acquirer have adequate resources and capability to meet their respective financial obligations under the Offer.
7. The Acquirer 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.
8. 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. The Offer is subject to the approval of Reserve Bank of India (RBI), under the Foreign Exchange Management Act, 1999, for transfer of shares held by erstwhile OCBs if any, to the acquirer.
2. 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.
3. 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.
4. 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.
5. 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 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, 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 Acquirers to make payment of the consideration to the public shareholders whose shares have been accepted in this offer
6. 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 acquirer along with PAC 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

Sr. No.	Activity	Days & Dates
1.	**Date of Public Announcement**	**Monday, June 09, 2014**
2.	Date of Publication of Detailed Public Statement	Monday, June 16, 2014
3.	Filing of the Draft letter of Offer to SEBI	Monday, June 23, 2014
4.	Last Date for a Competitive Offer(s)	Monday, July 07, 2014
5.	**Identified Date***	**Wednesday, July 16, 2014**
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	Wednesday, July 23, 2014
7.	Last Date for revising the Offer Price/ number of shares.	Friday, July 25, 2014
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	Monday, July 28, 2014
9.	**Date of Publication of Offer Opening Public Announcement**	**Wednesday, July 30, 2014**
10.	**Date of Commencement of Tendering Period (Offer Opening date)**	**Thursday, July 31, 2014**
11.	**Date of Expiry of Tendering Period (Offer Closing date)**	**Wednesday, August 13, 2014**
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.	Monday, September 01, 2014

**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. **Wednesday, July 16, 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. Limited 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	**10003963**
Account Name	**ATLAS JEWELLERY INDIA 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 Wednesday, August 13, 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 Beetal Financial & Computer Services Pvt. Limited.

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

IX. Other Information

1. Acquirer along with PAC 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.
2. The Acquirer have appointed Beetal Financial & Computer Services Pvt. Limited as Registrar to the Offer. Address **Beetal House, 3rd Floor, 99, Madangir, Near Dada Harsukh Das Mandir, New Delhi - 110062**.Tel nos.: 29961281-82, Fax No.: 29961284, Email: **beetalrta@gmail.com**, 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 Acquirer along with PAC 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. INR000000262**

Place : New Delhi
Date : June 14, 2014

Issued on behalf of the Acquirer by Manager to the Offer