

**POST OFFER ADVERTISEMENT TO THE EQUITY SHAREHOLDERS OF  
RAJPUTANA INVESTMENT & FINANCE LIMITED**

CIN: L65929WB1941PLC010731

Registered office: Nigam Centre 155, Lenin Sarani, Room No.108, 1st Floor, Kolkata- 700013

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Website: www.rajputanainvestment.com

Open Offer for acquisition of 8,00,800 (Eight Lakhs Eight Hundred) fully paid-up equity shares of Rs. 10/- each of Rajputana Investment & Finance Limited (hereinafter referred to as "RIFL") by M/s. B R D Developers and Builders Private Limited (hereinafter referred to as the "Acquirer") alongwith Mr. William Varghese Chungath Cheru (PAC 1), Mr. Gigy Verghese Pulikkottil (PAC 2), Mr. Chanayil Gopalan Surendran (PAC 3), Mr. Porathur Devassy Antony (PAC 4), Mr. Cheruvathoor Kuriappan Appumon (PAC 5), Mr. Edison PA (PAC 6), Mr. Torison PA (PAC 7), Mr. Kochumathew CJ (PAC 8), Mrs. Kochuthressia (PAC 9) and Mr. Jimson PA (PAC 10) (hereinafter collectively referred to as "Persons Acting In Concert" or "PACs").

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 alongwith the PACs 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") and the Corrigendum to DPS ("Corrigendum") pursuant to the Public Announcement ("PA") made by the Acquirer alongwith the PACs was published in the Financial Express (English Daily) all editions, Jansatta (Hindi Daily) all editions, Aajkal (Bengali Daily) and Mumbai Lakshadweep (Marathi daily) on 26.03.2018 and 29.03.2018

1. Name of the Target Company : Rajputana Investment & Finance Limited (RIFL)
2. Name of the Acquirer : M/s. B R D Developers and Builders Limited (BRDDBL)
3. Name of the PACs : Mr. William Varghese Chungath Cheru (PAC 1), Mr. Gigy Verghese Pulikkottil (PAC 2), Mr. Chanayil Gopalan Surendran (PAC 3), Mr. Porathur Devassy Antony (PAC 4), Mr. Cheruvathoor Kuriappan Appumon (PAC 5), Mr. Edison PA (PAC 6), Mr. Torison PA (PAC 7), Mr. Kochumathew CJ (PAC 8), Mrs. Kochuthressia (PAC 9) and Mr. Jimson PA (PAC 10)
4. Name of Manager to the Offer : VC Corporate Advisors Private Limited
5. Name of Registrar to the Offer : Maheshwari Datamatics Private Limited
6. Offer details
  - a) Date of Opening of the Offer : Tuesday, July 17, 2018
  - b) Date of Closing of the Offer : Monday, July 30, 2018
7. Date of Payment of Consideration : Monday, August 13, 2018
8. Details of the Acquisition :

| Sr. No. | Particulars   | Proposed in the Offer Document     |                                    | Actual                             |
|---------|---|------------------------------------|------------------------------------|------------------------------------|
| 8.1     | Offer Price   | Rs. 11.50 per equity share         |                                    | Rs. 11.50 per equity share         |
| 8.2     | Aggregate number of shares tendered   | 8,00,800                           |                                    | 3,84,068                           |
| 8.3     | Aggregate number of shares accepted   | 8,00,800                           |                                    | 3,84,068                           |
| 8.4     | Size of the Offer (Number of shares multiplied by Offer price per share)  | Rs. 92,09,200                      |                                    | Rs. 44,16,782                      |
| 8.5     | Shareholding of the Acquirers alongwith the PACs before Share Purchase Agreement (SPA) and Public Announcement (No. & %)  | 4,27,150<br>(13.87%)               |                                    | 4,27,150<br>(13.87%)               |
| 8.6     | Shares Acquired by way of SPA <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Fully Diluted Equity Share Capital</li> </ul>   | 14,87,748<br>(48.30%)              |                                    | 14,87,748<br>(48.30%)              |
| 8.7     | Shares Acquired by way of Open Offer <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Fully Diluted Equity Share Capital</li> </ul>  | 8,00,800<br>(26.00%)               |                                    | 3,84,068<br>(12.47%)               |
| 8.8     | Shares acquired after Detailed Public Statement <ul style="list-style-type: none"> <li>• Number of shares acquired</li> <li>• Price of the shares acquired</li> <li>• % of the shares acquired</li> </ul> | Not Applicable                     |                                    | Not Applicable                     |
| 8.9     | Post Offer shareholding of Acquirers alongwith the PACs <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Fully Diluted Equity Share Capital</li> </ul>                                     | 27,15,698<br>(88.17%)              |                                    | 22,98,966<br>(74.64%)              |
| 8.10    | Pre and Post Offer shareholding of Public Shareholders <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Fully Diluted Equity Share Capital</li> </ul>                                      | Pre Offer<br>11,65,102<br>(37.83%) | Post Offer<br>3,64,302<br>(11.83%) | Pre Offer<br>11,65,102<br>(37.83%) |
|         |   |                                    |                                    | Post Offer<br>7,81,034<br>(25.36%) |

9. The Acquirer alongwith the PACs accepts full responsibility for the information contained in this Post Offer Advertisement and also for the fulfillment of his obligations as laid down in the SEBI (SAST) Regulations, 2011.
10. A copy of this Post Offer Advertisement will be available on the website of SEBI at www.sebi.gov.in.
11. Capitalized terms used in this advertisement and not defined herein, shall have the same meaning assigned to them in the Letter of Offer dated 04.07.2018.

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



**Manager to the Offer:**  
**VC CORPORATE ADVISORS PRIVATE LIMITED**  
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 (Contact Person: Mr. Anup Kumar Sharma)  
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