PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ("REGULATIONS")

Open offer for acquisition of 9,36,000 Equity Shares of Face Value of ₹10 each of Roxy Exports Limited ("REL"/"Target Company") by Mr. Siddharth Chimanlal Shah (hereinafter referred to as the "Acquirer").

This Public Announcement **("PA")** is being issued by Mark Corporate Advisors Private Limited **("Manager to the Offer")** for and on behalf of the Acquirer to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto **["SEBI (SAST) Regulations, 2011"/"Regulations"]**.

1) OFFER DETAILS:

1.1 **Offer Size:** The Acquirer hereby make this Open Offer **("Offer")** to the Public Shareholders of the Target Company to acquire 9,36,000 Equity Shares of face value of ₹10 (Rupees Ten only) each of the Target Company **("Equity Share")** representing 26.00% of the Equity Share Capital/Voting Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement **("PA")**, Detailed Public Statement **("DPS")** that will be published and the Letter of Offer **("LoF")** which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.

1.2 **Offer Price / Consideration:** The Offer price of ₹12.60 (Rupees Twelve and Paise Sixty only) per Equity Share of Face Value of ₹10 (Rupees Ten only) each, is in compliance with Regulation 8 of the Regulations **("Offer Price")**, aggregating to a consideration of ₹1,17,93,600 (Rupees One Crore and Seventeen Lakhs Ninety Three Thousand Six Hundred only), assuming full acceptance in the Open Offer **("Offer Size")**.

1.3 **Mode of Payment:** The Offer Price will be paid in Cash, in accordance with Regulation 9(1) (a) of the Regulations.

1.4 **Type of Offer:** This is a Triggered Offer under Regulation 3(1) & 4 of the Regulations.

2) TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION):

Details of Underlying Transaction						
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/Allotment/ Market Purchase)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/ Voting Rights (VR) acquired (₹ in Lakhs)	Mode of Payment (Cash/ Securities)	Regulations which has Triggered
		Number	% vis a vis total Equity Share Capital			
Direct Acquisition	Share Purchase Agreement ('SPA') dated August 09, 2018	15,68,405	43.57%	188.21	Cash	3(1) & 4

3) DETAILS OF THE ACQUIRER:

Particulars	Details
Name of the Acquirer	Mr. Siddharth Chimanlal Shah
PAN	ANRPS 3545 E
Address	A-2803, 28th Floor, Wing A, DB Woods, Krishna Vatika Marg, Gokuldham, Goregaon (East), Mumbai-400 063
Name(s) of person(s) in control/ Promoter(s) of Acquirer(s) where Acquirer(s) is a Company	Not Applicable
Name of the Group, if any, to which the Acquirer(s) belongs to	Not Applicable
Pre Transaction Shareholding	

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Particulars	Details
• Number • % of Equity Share Capital	Nil N.A
Proposed Shareholding after acquisition of Shares which triggered the Open Offer • Number • % of Equity Share Capital	15,68,405 43.57%
Any other interest in the TC	None

There is no Person Acting in Concert in relation to the present Open Offer within the meaning of 2(1) (q) of the Regulations.

4) DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre Transaction		Post Transaction	
			No of Shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
1)	**Mr. Amit Mittal** *PAN*: ABMPM 8650 K *Address*: House No. 70-R, Model Town, Ludhiana-141 002.	Yes	7,05,085	19.59%	Nil	N.A.
2)	**Mr. Mohit Mittal** *PAN*: AGTPM 3790 L *Address*: House No. 167-J, Sarabha Nagar, Ludhiana-141 001.	Yes	5,06,890	14.08%	Nil	N.A
3)	**Mr. Rohit Mittal** *PAN*: ABMPM 8649 J *Address*: House No. 167-J, Sarabha Nagar, Ludhiana-141 001.	Yes	3,56,430	9.90%	Nil	N.A
	TOTAL		**15,68,405**	**43.57%**	**Nil**	**N.A.**

5) DETAILS OF THE TARGET COMPANY:

5.1	**Name**	:	Roxy Exports Limited
5.2	**CIN**	:	L51909PB1988PLC008009
5.3	**ISIN**	:	INE549S01010
5.4	**Registered Office Address**	:	C-116, Focal Point, Phase V, Ludhiana-141 010, Punjab
5.5	**Stock Exchange(s) where Listed**	:	BSE Limited ("**BSE**") with Scrip Code as 539561, Ahmedabad Stock Exchange Limited and Ludhiana Stock Exchange (*de-recognised vide SEBI Order dated December 30, 2014*)

6) OTHER DETAILS:

6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement **("DPS")** on or before August 20, 2018 (Monday).

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6.2 The Acquirer undertakes that he is aware of and will comply with his obligations under the Regulations and has adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.

6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.

6.4 This Offer is not subject to any minimum level of acceptance.

6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.

Issued by the Manager to the Offer:

MARK

Mark Corporate Advisors Private Limited
CIN: U67190MH2008PTC181996
404/1, The Summit Business Bay,
Sant Janabai Road (Service Lane),
Off Western Express Highway,
Vile Parle (East), Mumbai-400 057.
Contact Person: Mr. Manish Gaur
Tel. No.: +91 22 2612 3207/08
Email: openoffer@markcorporateadvisors.com
SEBI Regn No.: INM000012128

For and on behalf of the Acquirer:

Sd/-
Siddharth Chimanlal Shah
("Acquirer")

Place : Mumbai

Date : August 09, 2018

Mark Corporate Advisors Pvt. Ltd. Mumbai