

**PUBLIC ANNOUNCEMENT UNDER REGULATION 15(1) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF M/S. CALCUTTA JUTE MANUFACTURING COMPANY LIMITED ("CJMCL" / "TARGET COMPANY")**

OPEN OFFER FOR ACQUISITION OF 58,679 (FIFTY EIGHT THOUSAND SIX HUNDRED AND SEVENTY NINE) EQUITY SHARES FROM SHAREHOLDERS OF CJMCL BY M/S. HOOGHLY INFRASTRUCTURE PRIVATE LIMITED (HEREINAFTER REFERRED TO AS "THE ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH REGULATION 3(1), 4 AND 5A OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AS AMENDED.

**1. Offer details:**

- **Offer Size:** This Open Offer is being made by the Acquirer for acquisition of 58,679 fully paid-up equity shares of Rs. 10/- each constituting 5.46% of the total paid-up equity and voting share capital of the Target Company.
- **Offer Price:** An Offer Price of Rs. 80/- (Rupees Eighty Only) per fully paid-up equity share (hereinafter referred to as the "Offer Price") will be offered for the equity shares tendered during the tendering period. Assuming full acceptance, the total consideration payable by the Acquirer will be Rs. 46,94,320/- (Rupees Forty Six Lakhs Ninety Four Thousand Three Hundred and Twenty Only).
- **Mode of payment:** The entire consideration will be paid in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Regulations").
- **Type of Offer (Triggered Offer, Voluntary Offer/ Competing Offer etc.):** The Offer is a Triggered Offer made under Regulation 3(1), 4 & 5A 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)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for Shares/ Voting Rights acquired (Rs. In Crores)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total Equity/ Voting Capital			
Direct	Share Purchase Agreement	10,16,059	94.54%	8.128	Cash	3(1), 4 & 5A of the Regulations

**3. Acquirer / PAC:**

Details	Acquirer
Name of Acquirer*	Hooghly Infrastructure Private limited.
Address	24/1/1, Alipore Road, 3 <sup>rd</sup> Floor, Kolkata- 700 027
Name(s) of Persons in control /Promoters of Acquirer/ PACs where Acquirer/ PAC are companies/ Designated Partners of Acquirer	Mrs. Lata Devi Bajoria and Mr. Bhagwan Das Gupta.
Name of the Group, if any, to which the Acquirer/PAC-belongs to	Not Applicable
Pre-Transaction Shareholding	
• Number	Nil
• % of total share capital	0.00%
Proposed shareholding after the acquisition of shares which triggered the	10,16,059



Details	Acquirer
Open Offer	94.54%
Any other interest in the TC	No other interest except that Mr. Pankaj Kumar Agarwal who is a representative of the Acquirer is on the Board of the Target Company as an additional director.

For the purpose of this Open Offer, there is no Person Acting in Concert (PAC) with the Acquirer.

#### 4. Details of Selling Shareholders, if applicable:

Name	Part of Promoter Group* (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre- Transaction		Post- Transaction	
		Number	%	Number	%
Mr. Vatsal Poddar	Yes	2,30,000	21.40%	Nil	Nil
Mr. Kamal Kumar Poddar	Yes	1,05,910	9.85%	Nil	Nil
Mr. Bimal Kumar Poddar	Yes	1,60,949	14.98%	Nil	Nil
Mrs. Kanta Poddar	Yes	25,000	2.33%	Nil	Nil
Mr. Santosh Poddar	Yes	30,000	2.79%	Nil	Nil
Mr. Amal Kumar Poddar	Yes	1,76,700	16.45%	Nil	Nil
Mr. Saurabh Poddar	Yes	10,000	0.93%		
Mrs. Usha Poddar	Yes	5,000	0.47%	Nil	Nil
Bimal Kumar Poddar (HUF)	Yes	15,000	1.40%		
Kamal Kumar Poddar (HUF)	Yes	10,000	0.93%	Nil	Nil
Kali Prasad Poddar Bimal Kumar (HUF)	Yes	17,500	1.63%	Nil	Nil
M/s. Subh Data Processing Private Limited	Yes	2,10,000	19.54%	Nil	Nil
M/s. Subh Holdings Private Limited	Yes	20,000	1.86%	Nil	Nil
<b>TOTAL</b>		<b>10,16,059</b>	<b>94.54%</b>	<b>Nil</b>	<b>Nil</b>

#### 5. Target Company:

- Name: M/s. Calcutta Jute Manufacturing Company Limited, having its registered office at 20, Old Court House Street, Kolkata 700 001
- Corporate Identity Number ["CIN"]: L17232WB1929PLC006470
- Exchanges where listed: The equity shares of the Target Company are presently listed on the Calcutta Stock Exchange Limited only.

#### 6. Other details:

- This is to inform to all the Shareholders of Target Company that the details of the Open Offer would be published shortly in the newspaper in terms of the provisions of Regulation 14(3) of Regulations vide a Detailed Public Statement on or before 20.03.2017.
- The Acquirer undertakes that they are aware of and will comply with their obligations under the Regulations and have adequate financial resources to meet the Offer Obligations.



Issued by:



**MANAGER TO THE OFFER:**  
**VC CORPORATE ADVISORS PRIVATE LIMITED**  
SEBI REGN NO: INM000011096  
(Contact Person: Mr. Anup Kumar Sharma)  
CIN: U67120WB2005PTC106051  
31 Ganesh Chandra Avenue, 2<sup>nd</sup> Floor,  
Suite No.- 2C, Kolkata-700 013  
Phone No : (033) 2225-3940  
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Email: [mail@vccorporate.com](mailto:mail@vccorporate.com)

**ON BEHALF OF THE ACQUIRER:**  
For Hooghly Infrastructure Private Limited  
Sd/-  
Bhagwan Das Gupta  
Director  
DIN: 00381874

Sd/-  
Vimal Kumar Mohanlal Agarwal  
Director  
DIN: 07327881

Place: Kolkata

Date: 11.03.2017

