

POST OFFER ADVERTISEMENT IN THE EQUITY SHAREHOLDERS OF CIMMCO LIMITED ("CL" OR THE "TARGET COMPANY")

Registered Office: 756 Anandapur EM Bypass, Kolkata- 700 107
Corporate Identity Number ("CIN"): L28910WB1943PLC168801

Open Offer for acquisition of 50,53,181 (Fifty Lacs Fifty Three Thousand One Hundred Eighty One) fully paid-up equity shares of Rs. 10/- each of CL by M/s. Titagarh Wagons Limited (hereinafter referred to as the "**Acquirer**"), alongwith M/s. Cimco Equity Holdings Private Limited (hereinafter referred to as the "**Person acting in concert**" / "**PAC**").

This Post Offer Advertisement is being issued by VC Corporate Advisors Private Limited, the Manager to the Offer, on behalf of the Acquirer and PAC, in connection with the Offer made by them 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**"). The Detailed Public Statement ("**DPS**") pursuant to the Public Announcement ("**PA**") made by the Acquirer and PAC has appeared in Business Standard (English daily all editions), Business Standard (Hindi daily all editions), Kalantar (Kolkata edition) and Mumbai Lakhswadeep (Mumbai edition) on 23.04.2014.

1. Name of the Target Company : Cimmco Limited
2. Name of the Acquirer and PAC : **Acquirer:** M/s. Titagarh Wagons Limited
PAC: M/s. Cimco Equity Holdings Private Limited
3. Name of Manager to the Offer : VC Corporate Advisors Private Limited
4. Name of Registrar to the Offer : Karvy Computershare Private Limited.
5. Offer details
 - a) Date of Opening of the Offer : Friday, 11.07.2014
 - b) Date of Closing of the Offer : Thursday, 24.07.2014
6. Date of Payment of Consideration : 07.08.2014
7. Details of the Acquisition :

Sr. No.	Particulars	Proposed in the Offer Document		Actual
7.1.	Offer Price	Rs. 15.50 per equity share		Rs. 15.50 per equity share
7.2.	Aggregate number of shares tendered	50,53,181		1,767
7.3.	Aggregate number of shares accepted	50,53,181		1,429
7.4.	Size of the Offer (Number of shares multiplied by Offer price per share)	Rs. 7,83,24,305.50		Rs. 22,149.50
7.5.	Shareholding of the Acquirers and PAC before Share Purchase Agreement (SPA) and Public Announcement (No. & %)	1,50,63,921 (74.76%)		1,50,63,921 (74.76%)
7.6.	Shares Acquired by way of SPA • Number • % of Fully Diluted Equity Share Capital	Nil (0.00%)		Nil (0.00%)
7.7.	Shares Acquired by way of Open Offer • Number • % of Fully Diluted Equity Share Capital	50,53,181 (25.08%)		1,429 (0.01%)
7.8.	Shares acquired after Detailed Public Statement • Number of shares acquired • Price of the shares acquired • % of the shares acquired	Not Applicable		Not Applicable
7.9.	Post Offer shareholding of Acquirer and PAC • Number • % of Fully Diluted Equity Share Capital	2,01,17,102 (99.84%)		1,50,65,350 (74.77%)
7.10.	Pre and Post Offer shareholding of Public Shareholders • Number • % of Fully Diluted Equity Share Capital	Pre Offer 50,53,181 (25.08%)	Post Offer Nil (0.00%)	Pre Offer 50,53,181 (25.08%) Post Offer 50,51,752 (25.07%)

8. The Acquirer alongwith PAC and their Directors accepts full responsibility for the information contained in this Post Offer Advertisement and also the fulfillment of their obligations as laid down in the SEBI (SAST) Regulations.
9. A copy of this Post Offer Advertisement will be available on the website of SEBI.
10. Capitalized terms used in this advertisement and not defined herein, shall have the same meaning assigned to them in the Letter of Offer dated 28.06.2014.

Issued by Manager to the Offer on behalf of the Acquirer and PAC:

Manager to the Offer:



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