OFFER OPENING ADVERTISEMENT

DURGESH MERCHANTS LIMITED

CIN: L51219DL1984PLC248322

Registered Office: D-220, Basement, Defence Colony, New Delhi - 110024

Phone No: 011-68888824

This Advertisement is being issued by Sobhagya Capital Options Limited, ("Manager to the Offer"/ "Manager"), on behalf of Mr. Kamal Ahuja (hereinafter referred to as "the Acquirer"), pursuant to Regulation 18(7) the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto, if any ("SEBI (SAST) Regulations") in respect of the Open Offer (the "Offer") to acquire upto 694200 (Six Lacs Ninety Four Thousand and Two Hundred) Fully Paid up Equity Shares of the face value of Rs. 10/- each ("Offer Shares"), representing in aggregate, 26% of the total Equity Share Capital of Durgesh Merchants Limited ("Target" or "Target Company" or "DML"). The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published in all editions of the Business Standard (English), Business Standard (Hindi) and Kalantar Patrika (Bengali) on March 30, 2015. Further the Corrigendum to the Detailed Public Statement ("Corrigendum") with respect to the aforementioned offer was published in all editions of the Business Standard (English), Business Standard (Hindi) and Kalantar Patrika (Bengali) on January 05, 2017.

1. The Offer Price is Rs. 10/- (Rupees Ten Only) plus interest for delay in the offer schedule, Rs. 1.66/- per share (Rupees One and Sixty Six Paisa) at the rate of 10% per annum aggregating to Rs. 11.66/- per share ("Total Consideration") representing 26% of the fully paid up Equity Share capital of the Target Company at a price of Rs. 10/- (Rupees Ten Only) per fully paid up Equity Share of Rs. 10 each, payable in cash per Equity Share. There has been no revision in the Offer Price.
2. The Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company recommended that the Offer Price of Rs. 10/-(Rupees Ten Only)plus interest for delay in the offer schedule, Rs. 1.66/- per share (Rupees One and Sixty Six Paisa) at the rate of 10% per annum aggregating to Rs. 11.66/- per share (Rupees Eleven and Sixty Six Paisa) ("Total Consideration") per Equity Share is fair and reasonable. The recommendation of the IDC was published onJanuary13, 2017 in all editions of the Business Standard (English), Business Standard (Hindi) and Kolkata edition of Kalantar Patrika (Bengali).
3. The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. Further, there has been no competitive bid to this Offer.
4. The Letter of Offer (including Form of Acceptance cum acknowledgement) (hereinafter collectively referred to as "Letter of Offer") dated January 09, 2017 was dispatched,through Unregistered Parcel,to all the Equity Shareholders, except the Acquirer and the Seller, by January 10, 2017.
5. The Letter of Offer will also be available on SEBI's website (http://www.sebi.gov.in/) and is available on the Manager to Offer's website (www.sobhagyacapital.com) and the Shareholders can also apply by downloading the form of acceptance from the websites as mentioned above. Further, in case of non-receipt/non-availability of the form of acceptance, the application can be madeon plain paper along with the following details:
   a. **In case of Equity Shares held in physical form**: Name, addresses,number of shares held, distinctive numbers, folio number, number of shares offered, along with the documents to prove their title to such Equity Shares such as broker note, succession certificate, original share certificate/original letter of allotment and valid share transfer deeds (one per folio), duly signed by such shareholders (in case of joint holdings in the same order as per the specimen signatures lodged with Target Company), and witnessed (if possible) by the notary public or a bank manager or the member of the stock exchange with membership number. **The detailsof the Acquirer should be kept blank**.
   b. **In Case of Equity Shares held in dematerialized form**: name, addresses, number of Equity Shares held, Depository name, Depository I.D., Client name, Client I.D., number of Equity Shares offered along with a photocopy of the original delivery instructions in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the Depository Participant, in favour of Depository Escrow Account.

   The details of the Depository Escrow Accountis as under:

DP Name	**K K SECURITIES LIMITED**
DP ID	**IN300468**
Client ID	**10089993**
Depository	**NATIONAL SECURITIES DEPOSITORY LTD ("NSDL")**
Account Name	**SKYLINE-DML-OPEN OFFER-ESCROW DEMAT ACCOUNT**

Shareholders having their beneficiary account in Central Depository Services (India) Limited ("CDSL") shall use the inter-depository delivery instruction slip for the purpose of crediting their Equity Shares in favour of the Depository Escrow Account with NSDL.

6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer was submitted to SEBI onApril 08, 2015 and all the observations suggested by SEBI vide their letter no. CFD/DCR-1/24343/15 datedAugust 27, 2015 have been duly incorporatedin the Letter of Offer.
7. There have been no other material changes in relation to the Offer, since the date of the Public Announcement on March 23, 2015, save as otherwise disclosed in the DPS, Corrigendum to DPS and the Letter of Offer.
8. As of the date of the Letter of Offer, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the Offer. NRI and OCB holders of Shares, if any, must obtain all approvals required for tendering the Shares held by them pursuant to this Offer and submit such approvals along with the Form of Acceptance-cum-Acknowledgement and other documents required to accept this Offer. However, in case of any statutory approvals being required by the Acquirer at a later date before the closure of the Tendering Period, the Offer shall be subject to all such statutory approvals and the Acquirer shall make the necessary applications for such approvals.
9. Revised Schedule of Activities

Nature of Activity	Original Time Schedule Day and Date	Revised Time Schedule Day and Date
Date of the Public Announcement	Monday, March 23, 2015	Monday, March 23, 2015
Last Date of publication of the Detailed Public Statement	Monday, March 30, 2015	Monday, March 30, 2015
Last Date of filing of Draft Letter of Offer with SEBI	Wednesday, April 08, 2015	Wednesday, April 08, 2015
Last date for a Competing Offer	Thursday, April 23, 2015	Thursday, April 23, 2015
Identified Date*	Thursday, May 07, 2015	Tuesday, January 03, 2017
Last Date by which Letter of Offer will be dispatched to the Shareholders	Thursday, May 14, 2015	Tuesday, January 10, 2017
Last date for revising the Offer Price/ Offer Size	Friday, May 15, 2015	Thursday, January 12, 2017
Last date by which an indepen-dent committee of the Board of Target Company shall give its recommendation	Tuesday, May 19, 2015	Friday, January 13, 2017
Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspaper	Wednesday, May 20, 2015	Monday, January 16, 2017
Date of commencement of tendering period (Offer Opening Date)	Thursday, May 21, 2015	Tuesday, January 17, 2017
Date of expiry of tendering period	Wednesday, June 03, 2015	Wednesday,February 01, 2017
Date by which all requirements including payment of consideration would be completed	Wednesday, June 17, 2015	Wednesday, February15, 2017

**Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of Equity Shares of the Target Company (except the Acquirer and Seller) are eligible to participate in the Offer any time before the closure of the Offer.*

Capitalized terms used but not defined in this Advertisement shall have the meanings assigned to such terms in the PA and/or DPSand/or Corrigendum to DPSand/or Letter of Offer.

The Acquirer accepts full responsibility for the information contained in this Advertisement and also for the obligations of the Acquirer as laid down in the SEBI (SAST) Regulations.

Issued by Manager to the Offer

SOBHAGYA
CAPITAL OPTIONS LTD

SOBHAGYA CAPITAL OPTIONS LIMITED
SEBI Regn No:MB/INM000008571
B- 206, Okhla Industrial Area, Phase-I, New Delhi- 110020
Tel: 91-11-40777000, Fax: 91-11-40777069
E-mail: delhi@sobhagyacap.com
Website: www.sobhagyacapital.com
Contact Person: Mr. Suraj Jha and Ms. Prapti Abbey

For and on behalf of the
Acquirer
Sd-
(Kamal Ahuja)

Place: New Delhi
Date: January14, 2017