

GENUS PRIME INFRA LIMITED

(formerly known as Gulshan Chemfill Limited)

CIN: L24117UP2000PLC032010

Registered Office: 9th K.M Jansath Road, Muzaffarnagar, Uttar Pradesh - 251001

Tel. No.: +91-131-3201231; Fax No.: +91-131-2661378; Website: www.genusprime.com

OPEN OFFER FOR ACQUISITION OF UP TO 36,59,110 EQUITY SHARES OF GENUS PRIME INFRA LIMITED TO ITS PUBLIC SHAREHOLDERS BY MR. RAJENDRA KUMAR AGARWAL, MR. JITENDRA KUMAR AGARWAL AND MR. AMIT AGARWAL ("ACQUIRERS").

This Post Offer Public Announcement is being issued by Mefcom Capital Markets Limited ("Manager to the Offer") on behalf of the Acquirers, Mr. Rajendra Kumar Agarwal, Mr. Jitendra Kumar Agarwal & Mr. Amit Agarwal (hereinafter collectively referred as "Acquirers"), in compliance with Regulation 18(12) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011. The Detailed Public Statement in respect to the abovementioned offer was published on July 08, 2014, the Corrigendum to the Detailed Public Statement published on February 18, 2015 in the following newspapers:

Newspapers	Language	Edition
Business Standard	English	All Editions
Business Standard	Hindi	All Editions
Mumbai Lakshdeep	Marathi	Mumbai

1.	Name of the Target Company	M/s Genus Prime Infra Limited
2.	Name of Acquirers	Mr. Rajendra Kumar Agarwal, Mr. Jitendra Kumar Agarwal & Mr. Amit Agarwal
3.	Name of Manager to the Offer	M/s Mefcom Capital Markets Limited
4.	Name of Registrar to the offer	M/s Bigshare Services Pvt Limited
5.	Offer Details:	
	Date of Opening of the Offer	Tuesday, 03.03.2015
	Date of Closure of the Offer	Wednesday, 18.03.2015
6.	Date of Payment of Consideration	Thursday, 26.03.2015

7. Details of the Acquisition:

Sl. No.	Item	Proposed in the Offer Document		Actual	
7.1	Offer Price	₹ 5.50		₹ 5.50	
7.2	Aggregate number of shares tendered	36,59,110		16,60,562	
7.3	Aggregate number of shares accepted	36,59,110		16,60,562	
7.4	Size of the offer (Number of shares multiplied by offer price per share)	₹ 2,01,25,105		₹ 91,33,091	
		Number	% of Voting Share Capital	Number	% of Voting Share Capital
7.5	Shareholding of the Acquirers before Agreements/ Public Announcement	1,18,700	0.84%	1,18,700	0.84%
7.6	Shares Acquired by way of Agreements	94,47,731	67.13%	94,47,731	67.13%
7.7	Shares Acquired by way of Open Offer	36,59,110	26.00%	16,60,562	11.80%
7.8	Shares Acquired after Detailed Public Statement	Nil	Nil	Nil	Nil
7.9	Post offer share holding of Acquirers	1,32,25,541	93.97%	1,12,26,993	79.77%
7.10	Pre offer shareholding of the Public	45,07,069	32.02%	45,07,069	32.02%
	Post offer shareholding of the Public	8,47,959	6.02%	28,46,507	20.22%

8. As per Clause 40A of the listing agreement read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended ("SCRR"), the Target Company is required to maintain at least 25% public shareholding, on a continuous basis for listing. Since pursuant to this Open Offer, the public shareholding in the Target Company has been reduced below the minimum level required as per the listing agreement entered into by the Target Company with BSE Limited and read with Rule 19A of the SCRR, the Acquirer hereby undertake that its shareholding in the Target Company will be reduced, within the time period specified in the SCRR, such that the Target Company complies with the required minimum level of public shareholding.

9. The Acquirers severally and jointly accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers), 2011.

10. A copy of this Post Offer Public Advertisement will be available on the website of SEBI i.e. www.sebi.gov.in, BSE and Registered Office of the Target Company.

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS



MEFCOM CAPITAL MARKETS LIMITED

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SEBI Regn. No.: MB/INM0000000016

Website: www.mefcom.in

Contact Person: Mr. Anand Srivastava

Email: anand@mefcom.in

Date : March 31, 2015

Place : New Delhi