

IM+ CAPITALS LIMITED

(FORMERLY KNOWN AS M/S. BRESCON ADVISORS & HOLDINGS LIMITED)

(Regd. Office: "Veena Chambers", 2nd Floor, Room No. 204, Dalal Street, Fort, Mumbai- 400 001)

This Advertisement is being issued by VC Corporate Advisors Private Limited, on behalf of Mr. Pradeep Misra, Mrs. Richa Misra & M/s. Rudrabhishek Infosystem Private Limited (hereinafter collectively referred to as "the Acquirers") pursuant to regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations") in respect of Open Offer ("Offer") for the acquisition of 9,10,416 (Nine Lacs Ten Thousand Four Hundred Sixteen) fully paid-up equity shares of Rs. 10/- each, representing 26.00% of the equity and voting share capital of IM+ Capitals Limited (Formerly known as M/s. Brescon Advisors & Holdings Limited) (hereinafter referred to as the "Target Company" or "IMCL"). The Detailed Public Statement ("DPS") pursuant to the Public Announcement ("PA") made by the Acquirers has appeared in The Financial Express (English Daily) all editions, Jansatta (Hindi Daily) all editions and Mumbai Lakshwadeep (Mumbai Daily) on 06.06.2014.

- The Offer Price is Rs. 72/- (Rupees Seventy Two Only) per equity share payable in cash ("Offer Price"). There has been no revision in the Offer Price.
- Committee of Independent Directors ("IDC") of the Target Company recommends acceptance of the Open Offer made by the Acquirers, as the Offer Price of Rs. 72/- per equity share of the Target Company is higher than Rs. 65.93, being the Volume-Weighted Average Market Price of equity shares of the Target Company for a period of sixty trading days immediately preceding the date of Public Announcement, i.e., 30.05.2014. Further, the Offer Price is also higher than the closing market price of the shares of the Target Company on BSE Limited of Rs. 68.05 per share as on 28.08.2014 and the said recommendation of IDC was published in the aforementioned newspapers.
- There has been no competitive bid to this Offer.
- The Letter of Offer ("LOF") has been dispatched to all the Public Shareholders of Target Company on 26.08.2014
- Please note that a copy of the LOF along with the Form of Acceptance-cum-Acknowledgement is available on the website of Securities and Exchange Board of India (SEBI), www.sebi.gov.in, and also on the website of Manager to the Offer, www.vccorporate.com and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/ non-availability of the Form of Acceptance, the application by the eligible shareholders can be made on plain paper along with the details, inter alia, including name & address of the first holder, name(s) & address(s) of joint holders, if any, registered folio no., share certificate no., distinctive nos., no. of the shares held, number of shares tendered together with the original Equity Share certificate no., valid transfer deeds with the details of the Acquirers kept blank so as to reach the Registrar to the Offer on or before Closure to the Offer i.e. 16.09.2014.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on 12.06.2014. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its Letter No. Letter No. CDF/DCR/AT/PA/24239/2014 dated 14.08.2014 which has been incorporated in the LOF.
- Any other material change from the date of PA: Not Applicable.

8. Schedule of Activities:

Activities	Original Date	Original Day	Revised Date	Revised Day
Date of the PA	May 30, 2014	Friday	May 30, 2014	Friday
Publication of Detailed Public Statement in newspapers	June 06, 2014	Friday	June 06, 2014	Friday
Last date of a Competing Offer	June 27, 2014	Friday	June 27, 2014	Friday
Identified Date*	July 08, 2014	Tuesday	August 19, 2014	Tuesday
Date by which the Letter of Offer will be dispatched to the shareholders	July 15, 2014	Tuesday	August 26, 2014	Tuesday
Date of commencement of tendering period	July 22, 2014	Tuesday	September 03, 2014	Wednesday
Date of closing of tendering period	August 05, 2014	Tuesday	September 16, 2014	Tuesday
Date by which communicating rejection/ acceptance and payment of consideration for applications accepted	August 21, 2014	Thursday	September 30, 2014	Tuesday

*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 parties to the SPA including persons deemed to be acting in concert with them) are eligible to participate in the Offer any time before the Closure of the Offer.

- Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and LOF.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS:Sd/-
Pradeep MisraSd/-
Richa MisraFor Rudrabhishek Infosystem Private Limited
Sd/-
Pradeep Misra
Director,
DIN- 01386739**Manager to the Offer:**

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