

**Public Announcement (“PA”) under Regulation 15 (1) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Open Offer (“Offer”) for acquisition of upto 9,59,400 equity shares of Rs. 10/- each from equity shareholders of Bagadia Colourchem Limited (“Target Company”) by Ms. Namrata Jain, Ms. Prachi Jain and Sureshchand Chhotelal Jain (HUF) (“the Acquirers”) pursuant to and in compliance with Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and takeovers) Regulations, 2011 as amended and subsequent amendments thereto (hereinafter referred as “SEBI (SAST) Regulations”)

1. Offer Details

- 1.1. **Offer Size:** Upto 9,59,400 equity shares of Rs. 10/- each representing 26.00% of the total equity share capital / voting capital of Target Company.
- 1.2. **Offer Price/ Consideration:** The Offer Price is Rs. 11.10/- (Rupees Eleven and Ten Paise Only) per equity share of Rs. 10/- each.
- 1.3. **Mode of Payment:** The Offer Price is payable in Cash.
- 1.4. **Type of Offer:** This is a **Triggered Offer** made under Regulations 3(1) and 4 of SEBI (SAST) Regulations for substantial acquisition of shares/voting rights and to control the Management of the Target Company.

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/ VRs acquired (in Rs)	Mode of Payment (Cash/ securities)	Regulations which has triggered
		Number	% vis a vis total equity/ voting capital			
Direct	Share Purchase Agreement	17,53,652 equity shares	47.524%	Rs. 1,92,90,172	Cash	3(1) & 4 of SEBI (SAST) Regulations

3. Acquirer(s) / PAC

Details	Acquirer 1	Acquirer 2	Acquirer 3	Total
Name of Acquirer(s) / PAC(s)	Ms. Namrata Jain	Ms. Prachi Jain	Sureshchand Chhotelal Jain (HUF)	NA
Address	1605, 16 th Floor, Inder Tower, Gokhale Road (South), Dadar (W), Mumbai-400028	1602, A-Wing, Chaitanya Tower, Appasaheb Marathe Marg, Prabhadevi, Mumbai-400025	601, Orbit Plaza, New Prabhadevi Road, Prabhadevi, Mumbai-400025	NA
Name(s) of persons in control/promoters of Acquirer(s)/ PACs where Acquirer(s)/ PAC are companies	NA	NA	NA	NA
Name of the Group, if any, to which the Acquirer(s)/ PAC belongs to	None	None	None	NA
Pre Transaction shareholding				
• Number	Nil	Nil	35,000 equity shares	35,000 equity shares
• % of total share capital	Nil	Nil	0.949%	0.949%
Proposed shareholding after the acquisition of shares which triggered the Open Offer	5,84,552 equity shares	5,84,550 equity shares	6,19,550 equity shares	17,88,652 equity shares
	15.842%	15.841%	16.790%	48.473%
Any other interest in the TC	None	None	None	None

4. Details of selling shareholders

Name of Sellers	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number	%	Number	%
Mr. Sushil Natwarlal Bagadia	Yes	9,57,452	25.947	0	0.00
Mr. Natwarlal Radheshyam Bagadia	Yes	61,300	1.661	0	0.00
Mrs. Sangeeta Sushil Bagadia	Yes	7,34,900	19.916	0	0.00
TOTAL		17,53,652	47.524	0	0.00

5. Target Company

- 5.1 **Name** : Bagadia Colourchem Limited
5.2 **CIN No.** : L24221MH1985PLC205386
5.3 **Registered Office** : 502, Shaniya Enclave, 5th Floor, V. P. Road, Vile Parle (W)
Mumbai - 400056.
5.4 **Exchange where Listed** : BSE Limited

6. Other Details

- 6.1 Further details of the Offer shall be published on or before Monday, February 05, 2018 in the Detailed Public Statement to be issued in terms of the proviso to Regulation 13(4) of the SEBI (SAST) Regulations which will be published as specified under Regulation 14(3) of the SEBI (SAST) Regulations.
- 6.2 The Acquirers undertakes that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations and that they have adequate financial resources to meet the Offer obligations under the SEBI (SAST) Regulations.
- 6.3 This Offer is not conditional upon any minimum level of acceptance as per Regulation 19(1) of the SEBI (SAST) Regulations and this Public Announcement is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

ISSUED BY MANAGER TO THE OFFER

For and on behalf of the Acquirers, Ms. Namrata Jain, Ms. Prachi Jain and Sureshchand Chhotelal Jain (HUF)

CHARTERED CAPITAL AND INVESTMENT LIMITED



CIN NO: L45201GJ1986PLC008577

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SEBI Registration No.: INM000004018

Place : Mumbai

Date : Monday, January 29, 2018