

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS OF ORIENT TRADELINK LIMITED

Registered Office - 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off. C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009
Tel: +91- 079 - 30025866, Email - orient.tradelink@gmail.com
Corporate Identification Number: L65910GJ1994PLC022833

This Public Announcement ("PA" or "Public Announcement") is being issued by Fast Track Finsec Private Limited ("FTFPL"), the Manager to the Offer, on behalf of Mr. Aushim Khetarpal (the "Acquirer") for open offer for acquisition up to 20% of the capital i.e. 21,93,000 (Twenty One Lakhs Ninety Three Thousand) equity shares from the shareholders of Orient Tradelink Limited hereinafter referred to as "Target" / "Target Company" or "OTL", pursuant to and in accordance with the Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeover) regulations 1997 and subsequent amendments thereto hereinafter referred to as "SEBI (SAST) regulations" and in compliance of the SEBI Order CO/IV/D/ 51 /JULY/2013 dated July 23, 2013 herein referred to as the Order issued by Securities and Exchange Board of India (SEBI).

BACKGROUND OF OFFER

- This Open Offer is being made pursuant to the Regulation 10 and other provisions of Chapter III and in compliance with the Securities & Exchange Board of India, (Substantial Acquisition of Shares and Takeover) Regulation, 1997 and subsequent amendments thereof.
- On March 24, 2008 SEBI initiated the SCN bearing no. EAD-5/VSS/RK/121110/2008 for the alleged violation of regulation 10 and 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and regulation 13(4) and 13(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; and
- Another SCN bearing no. EAD-5/VSS/RK/121111/2008 for the alleged violation of regulation 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
- On October 29, 2008 SEBI issued Show cause notice (SCN) bearing no. IV/D/ID7/SG/KM/142792/2008 for alleged violation of regulation 4(b), 4(c), 4(d) and 4(e) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 1995 read with regulation 13(2) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003
- Investigation of SEBI revealed that the Acquirer has violated the provisions of Regulation 10 and 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and regulation 13(4), 13(5) & 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and regulation 4(b), 4(c), 4(d) and 4(e) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 1995 read with regulation 13(2) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.
- In view of the above, Acquirer filed the consent application no. 1931, 1973 and 1974 of 2010 for settling the adjudication proceedings initiated against the aforesaid SCN(s) and SEBI vide its powers conferred in SEBI Act, 1992, passed the order no. CO/IV/D/ 51 /JULY/2013 dated July 23, 2013:

Para 10 of the SEBI order has been divided into four part, which stated that:
Shri. Aushim Khetarpal to make an open offer to the shareholders of Orient Trade Link Limited as specified in the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, as existed at the time of alleged violation, including the applicable interest, if any, as decided by the Corporation Finance Department, SEBI. As voluntarily proposed by Shri Aushim Khetarpal, the shall also make an voluntary open offer to the shareholders of Divine Entertainment Limited.

- Note: "Divine Entertainment Limited was delisted from the stock exchange.
- In view of above, Acquirer is required to make a public announcement for 20% shares as required under regulation 10 of SEBI SAST Regulations, 1997, this Offer is being made by Acquirer to comply with Para 10 of the SEBI Order no. CO/IV/D/ 51 /JULY/2013 dated July 23, 2013, for acquisition upto 21,93,000 (Twenty One Lakhs Ninety Three Thousand Only) Equity Shares which represent 20% share capital of the Target Company.
- In terms of regulation SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, the previous operation of the repealed regulations or anything duly done or suffered there under, any right, privilege, obligation or liability acquired, accrued or incurred under the repealed regulations, any penalty, forfeiture or punishment incurred in respect of any offence committed against the repealed regulations, or any investigation, legal proceeding or remedy in respect of any such right, privilege, obligation, liability, penalty, forfeiture or punishment as aforesaid, shall remain unaffected as if the repealed regulations has never been repealed. The obligations of the Acquirer under Regulation 10 of the SEBI (SAST) Regulations 1997 to make Open Offer as stated above, is being complied with now and therefore the Offer is being made with a delay.
- The Acquirer has appointed Fast Track Finsec Private Limited as the Manager to the Offer to comply with Part 10 of SEBI order mentioned above.

The Offer

- This Offer is being made by the Acquirer, pursuant to the SEBI order as stated in above paragraph.
- In view of the above, the Offer is a mandatory Open Offer under Regulation 10 of the SEBI (SAST) Regulations.
- Size:** The Acquirer is making an Open Offer to acquire up to 21,93,000 equity shares of the face value of Rs. 10 each, representing in aggregate 20% of the Fully Diluted Equity Share Capital of Target in terms of Regulation 21(1) of the SEBI (SAST) Regulations, at a price of Rs. 8.97/- (Rupees Eight and Ninety Seven Paise only) per fully paid up equity share payable in cash inclusive of simple interest as directed by SEBI, subject to the terms and conditions as mentioned in this Public Announcement, to be set out in the Detailed Public Announcement ("DPS") and Letter of Offer ("LOO") to be issued for the open offer in accordance with the SEBI (SAST) Regulations.
- The Offer is being made to all the shareholders of the Target Company except the Acquirer. The Equity shares of the target company under the offer will be acquired by the Acquirer as fully paid up, free from any lien, charges and encumbrances ad together with the rights attached thereto, including all rights to dividend, bonus and right offer declared thereof.
- The Acquirer will acquire all the shares of the Target that are validly tendered as per terms of the Offer.
- This Offer is not conditional upon any minimum level of acceptance.
- The Offer is not a competitive Bid.
- The Acquirer accept full responsibility for the information contained in this Public Announcement. The Acquirer undertake that he is aware of and will comply with his obligations under the SEBI (SAST) Regulations and that he has adequate financial resources for meeting the Offer obligations.
- As on date of PA, FTFPL, the Manager to the offer does not hold any equity shares in the Target Company. Pursuant to regulation 24(5A), the Manager to the offer declares and undertakes not to deal in the equity of the target company upto a period of 15 days after closure of the offer.
- The Offer is subject to the terms and condition set out herein and to be set out in the detailed public announcement ("DPS") and the Letter of Offer ("LOO") that are proposed to be issued and sent to the shareholders of the Target in accordance with the SEBI (SAST) Regulations.
- As on the date of PA, Acquirer holds 13,33,017 equity shares representing 12.16% of the present issued equity share capital of the Target Company.

The Offer Price

The Equity Shares of the Target Company are presently listed on Bombay Stock Exchange (BSE). The Offer Price of Rs. 8.97 (Rupees Eight and Ninety Seven Paise Only) inclusive of Simple interest as directed by SEBI per share is arrived for violation of Regulation 4(b), 4(c), 4(d) & 4(e) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 1995 read with regulation 13(2) of the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

Transaction which has triggered the open offer obligations (Underlying Transaction)

In pursuant to SEBI consent Order No. CO/IV/D/ 51 /JULY/2013 dated July 23, 2013, the Acquirer is required to make a public announcement to the shareholders of Target Company as mentioned above.

Details of underlying transaction					
Type of Transaction	Mode of Transaction	Shares/ Voting rights acquired/ proposed to be acquired	Total Consideration for shares / Voting Rights acquired (INR)	Mode of payment	Regulation which has triggered
Direct	Market Purchase	Acquisition of upto 21,93,000 (twenty one lakh ninety three thousand) Equity Shares	Rs. 1,96,71,210 (Rupees One Crore Ninety-Six Lakh Seventy One Thousand Two Hundred Ten Only)	Cash	Regulations 10 & 12 of the SEBI (SAST) Regulations

Acquirer(s) / PAC		
Details	Acquirer	Total
Name of Acquirer	Mr. Aushim Khetarpal	1 in no.
Address	House No. 5/4, Sarvapiya Vihar, Hauz Khas, Delhi 110016	-
Name(s) of persons in control / promoters of acquirers/ PAC where Acquirers/PAC are companies	N.A.	-
Name of the Group, if any, to which the Acquirer/PAC belongs to	N.A.	-
Pre-Transaction shareholding • Number of equity shares in the Target Company • % of total share capital	13,33,017 (thirteen lakh thirty three thousand seven hundred and sixteen) (twelve-point sixteen percent)	13,33,017 12.16%
Proposed shareholding after the acquisition of shares which triggered the Open Offer	35,26,017 Equity Shares constituting 32.16% (thirty two point sixteen percent) of the total Voting Share Capital	35,26,017 Equity Shares constituting 32.16% (thirty two point sixteen percent) of the total Voting Share Capital
Any other interest in the Target Company	Mr. Aushim Khetarpal is acting as Managing Director of the target Company.	

Details of selling shareholders, if applicable*					
Name	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre-Transaction		Post-Transaction	
		Number of shares	%	Number	%
Selling shareholder	N.A.	N.A.	N.A.	N.A.	N.A.

INFORMATION ABOUT ACQUIRER

- a) Details of Mr. Aushim Khetarpal ("Acquirer").
- 1) Nature of Entity: Individual
- 2) Mr. Aushim Khetarpal aged about 58 years, son of Late Shri Parshotam Sarup Khetarpal is residing at House No. 5/4, Sarvapiya Vihar Hauz Khas, Delhi 110016, Mobile no. +919999998427. He is the Managing Director of Orient Tradelink Limited. He is an actor and producer. He belongs to the Promoter and Promoter Group of the Target Company.
- 3) Mr. Aushim Khetarpal is director in Target company, Divine Entertainment Limited, YS Buildwell Private Limited, and AUM Sportsainment Private Limited.
- 4) As on the date of PA, Acquirer holds 13,33,017 equity shares representing 12.16 % of the present issued equity share capital of the Target Company.
- 5) He is presently not prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992 ("SEBI Act") as amended or under any of the Regulations made under the SEBI Act.
- 6) He is not in the list of 'wilful defaulters' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by RBI.
- 7) Mr. Ashok Mahajan (Membership No. 537289) Partner of M/s AM Sharma & Associates, Chartered Accountants, having office at 32, Balaji Complex, Laxmi Nagar, Delhi- 110092, Tel. No.: 8968280348, Email Id: am.sharmaassociates@gmail.com, has certified, vide certificate dated December 15, 2018 that the net worth of Mr. Aushim Khetarpal is Rs. 10,01,62,526/- (Rupees Ten Crore One Lakh Sixty Two Thousand Five Hundred Twenty Six Only).
- 8) There is no agreement amongst the Acquirer and any other persons/entities, in connection with the break-up of shares to be accepted from the shares tendered in this Offer. The entire Equity Shares proposed to be acquired under this Offer will be acquired by the Acquirer and no other persons / entities propose to participate in the acquisition.
- 9) The Acquirer belongs to promoter and Promoters Group of the Target Company as per the Shareholding Pattern filed by the Target Company to BSE Limited for the quarter ended September 30, 2018.
- 10) As on the date of this PA, the Acquirer does not have any intention to alienate and significant assets of the Target Company whether by way of sale, lease, encumbrances or otherwise for a period of two years except in the ordinary course of business of the Target Company. The Target Company future policy for disposal of its assets, if any, for two years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to approval of the shareholders.
- 11) All the investment/cost towards the Open Offer and expenses of the Open Offer shall be borne Mr. Aushim Khetarpal.

INFORMATION ABOUT THE TARGET COMPANY

- 1) Orient Tradelink Limited, a company originally incorporated as a Public Limited company under the Companies Act, 1956 vide certificate of Incorporation dated August 22, 1994 as Orient Tradelink Limited. The CIN No. of the Company is L65910GJ1994PLC022833.
- 2) Presently, Registered Office of the Target Company is situated at 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off. C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad, Gajrat- 380009.
- 3) As on date of this PA the Authorised Share Capital of the Company is Rs. 12,00,00,000 (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lakh) Equity Shares of Rs. 10/- each and the Issued, Subscribed and Paid-up Capital of the Target Company is 10,96,50,000/- (Rupees Ten Crores Ninety Six Lakhs Fifty Thousand) divided into 1,09,65,000 (One Crore Nine Lakhs Sixty Five Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each.
- 4) Presently 1,09,65,000 (One Crore Nine Lakhs Sixty Five Thousand) Equity Shares of the Target have been listed on BSE Limited ("BSE").
- 5) There are no partly paid up Equity Shares of the Target Company.
- 6) Presently the Board of Directors of the Target Company comprises of Mr. Aushim Khetarpal, Mr. Anish Vinodchandra Shah, Mr. Harshad Chimanlal Shah, Ms. Anita Khetarpal, Mr. Sunil Arora, Mr. Mahesh Kumar Verma (Source: MCA website). As on the date of PA, none of the director except Mr. Aushim Khetarpal who is also the Acquirer, were representatives of the Acquirer.
- 7) The equity shares of Target Company are listed at BSE. The Scrip Code is 531512.
- 8) There are no outstanding convertible instruments such as warrants/FCDs/PCDs etc of the Target Company.
(Source: Annual Report for the year ended March 31, 2018)
- 9) The financial information of the target Company as per the audited accounts for the last three financial year ended March 31, 2018, March 31, 2017, March 31, 2016 and unaudited & certified financials for the three months period ended on September 30, 2018 are as follows:

Particulars	3 months ended (Unaudited)	Year Ended (Audited)		
		March 31, 2018	March 31, 2017	March 31, 2016
Total Revenue	504.35	2224.67	880.37	778.34
Net Income (PAT)/ (Net Loss)	31.75	36.07	32.48	(151.15)
Earning Per Share (EPS)/ (In Rs.)	0.29	0.33	0.30	(1)
Net Worth/ Shareholders Funds	808.98	730.52	708.66	678.50

(Source: As certified by Mr. Kamal Kumar (Membership No. 502549), Partner of M/s Mittal Nirbhay & Company, Chartered Accountants, Statutory Auditors of the Target Company, having Office at 36, 2nd Floor, Gola Market, Behind Golcha Cinema, Daryaganj, New Delhi- 110002)

STATUTORY AND OTHER APPROVALS REQUIRED FOR THE OFFER

- 1) If the holders of the Equity Shares who are not persons resident in India (including NRIs, OCBS and FIs) had required any approvals (including any RBI, the FIPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Equity Shares held by them in this Offer, along with the other documents required to be tendered to accept this offer. In the event such approvals are not submitted, the Acquirer reserve the right to reject such Equity Shares tendered in this Offer.
- 2) As on date, to the best of the knowledge of the Acquirer, there no statutory approvals other than as stated above are required to be obtained for the purpose of this Offer.
- 3) In case of delay in receipt of statutory approvals, SEBI has power to grant extension of time to Acquirer for payment of consideration to shareholders, subject to the Acquirer agreeing to pay interest for the delayed period as directed by the SEBI. Further if the delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals, Regulation 22(13) of the SEBI (SAST) Regulations 1997 will become applicable.

DELISTING OPTIONS TO THE ACQUIRERS IN TERMS OF REGULATION 21

Pursuant to Open Offer, assuming full acceptance, the public shareholding in the Target Company below the minimum limit specified in the listing agreement with the stock exchange for the purpose of listing on a continuous basis would not result in public shareholding falling below the limit specified in the listing agreement for the purpose of listing on continuous basis. As per the listing agreement, the Target Company is required to maintain atleast 25% public shareholding for listing on a continuous basis.

FINANCIAL ARRANGEMENT

- 1) The total funds required for implementation of SEBI Order (assuming full acceptance) i.e. for the acquisition of upto 21,93,000 (Twenty One Lakh Ninety Three Only) Equity Shares is Rs. 1,96,71,210/- (Rupees One Crore Ninety Six Lakh Seventy One Thousand Two Hundred and Ten Only) (Maximum Consideration).
- 2) The Acquirer have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full, out of their own sources/ net worth and no borrowings from any Bank and/ or Financial Institutions are envisaged.
- 3) In accordance with the Regulation 28, the Acquirer have opened an Escrow Account under the name and style of "OTL- Open Offer Escrow Account" with ICICI Bank (hereinafter referred to as "Escrow Bank") having branch situated at ICICI Bank Limited, Capital Markets Division, 1st Floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai- 400020 and deposited therein Rs. 2,00,000/- (Rupees Two Lakh Only) and deposited 3,00,000 Equity Shares of Orient Tradelink Limited with appropriate margin, with the Merchant Banker being more than 25% of the total consideration payable to the shareholders under the Offer.
- 4) The Manager to the Offer is authorized to operate the above mentioned Escrow Account and has been duly empowered to realize the value of the Escrow Account and security deposited with the Manager in terms of SEBI (SAST) Regulation, 1997.
- 5) Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirer to implement the Offer in accordance with the SEBI (SAST) Regulations 1997. Further the Manager to the Offer confirms that firm arrangement for funds and money for payment through verifiable means are in place to fulfill the Offer obligation.

OTHER TERMS OF THE OFFER

- 1) The Letter of Offer (LOO) together with form of acceptance cum acknowledgement shall be mailed to those equity shareholders of Target Company (other than the Acquirer) whose names appear on the Register of Members of Target Company and to those beneficial owners of the Equity Shares of Target Company, whose names appear as beneficiaries on the records of the respective Depository Participants ("DP"). At the close of business hours on Friday, January 18, 2019 ("Specified Date"). The LOO along with the Form of Acceptance and Form of withdrawal would also be available at SEBI website: www.sebi.gov.in from the date on which Offer opens, Eligible persons to the offer may download these forms for their use.
- 2) The Acquirer has appointed Skyline Financial Services Private Limited as the Registrar to the Open Offer (hereinafter referred to as "Registrar").
- 3) Persons who will acquire shares the Equity Shares of the Target Company but whose names do not appear in the register of members of the Target Company on the specified date or those who have not received the Letter of Offer, may also participate in this Offer by submitting an application on a plain paper giving details regarding their shareholding and confirming their consent to participate in this Offer as per the terms of this Offer. The application is to be sent to Skyline Financial Services Private Limited ("Registrar to the Offer") at the address mentioned below so as to reach the Registrar to the Offer on or before Sunday, March 17, 2019 (i.e. the date of closing of Offer), together with the:
 - a) In case of shares held in physical form, the name, address, number of shares held, number of shares offered, distinctive no. and folio no. together with the original share certificates and valid transfer deeds. Persons who have acquired shares of the Target Company should send to the Registrar to the Offer, the original contract note issued by a registered stock broker of a recognized stock exchange through whom such shares were acquired and/or such other documents as may be specified; or
 - b) In the case of shares held in dematerialized form, Depository Participant ("DP") name, DP ID, beneficiary account number together with photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares in favour of "Skyline-OTL-Open Offer-Escrow Demat Account" filed in as per the instructions given below:

Depository Participant ("DP") Name:	K K Securities Limited
DP ID:	IN300468
Client ID:	10103653
Account Name:	"Skyline-OTL-Open Offer-Escrow Demat Account"
Depository:	NSDL

- Shareholder holding shares in physical form:** Shareholders holding shares in physical form and who wish to accept the offer and tender their shares will be required to send the Form of Acceptance-cum-Acknowledgment, original share certificate(s) and duly signed transfer deeds to the Registrar to the Offer, Skyline Financial Services Private Limited (Address: D-153A, Okhla Industrial Area, Phase I, New Delhi- 110020, Tel. No. +91-1126812682-83, Fax No. +91-11-26812683, Email: viren@skylinereta.com, Website: www.skylinereta.com and Contact Person: Mr. Virender Rana) (hereinafter referred to as the "Registrar to the Offer") either by hand delivery on weekdays or by registered post, on or before the close of business hour, i.e. not later than 5.30 PM in accordance with the instructions to be specified in the Letter of Offer and in the Form of Acceptance-cum-Acknowledgment, along with a photocopy of the delivery instruction slips in "Off-market" mode or counter foil of the delivery instructions in "Off-market" mode, in favour of "Skyline-OTL-Open Offer-Escrow Demat Account" duly acknowledged by their respective depository participant ("the DP").
- Shareholders who have sent their shares for dematerialization need to ensure that the process of getting their shares dematerialised is completed well in time so that the credit in the special depository account is received on or before the Offer closing date (i.e. not later than Sunday, March 17, 2019); else their application would be rejected.
- All owners registered or unregistered of shares are eligible to participate in the Offer anytime before the closure of the Offer. Unregistered owners can send their application in writing to the Registrar to the Offer on a plain paper stating the name, address, number of shares held, number of shares offered, distinctive number, folio number, together with the original share certificate(s), valid transfer deed(s) and the original contract notes issued by the Broker through whom they acquired shares so as to reach the Registrar of the Offer on or before the Offer Closing Date i.e. not later than Sunday, March 17, 2019. No indemnity is required from the unregistered owners.
- In case of non-receipt of the Letter of Offer, the shareholders may send their consent to the Registrar of the Offer, on a plain paper stating the name, address, number of shares held, number of shares offered, distinctive number, folio number, along with documents as mentioned above so as to reach the Registrar of the Offer on or before the Offer Closing Date i.e. not later than Sunday, March 17, 2019 or in case of beneficial owners, they may send the application in writing to the Registrar of the Offer on a plain paper stating the name, address, number of shares held, number of share offered, DP name, DP ID, beneficiary account number and a photocopy of the delivery instruction slips in "Off-market" mode or counterfoil of the delivery instruction slip in "Off-market" mode, duly acknowledged by the DP, in favour of "Skyline-OTL-Open Offer-Escrow AC", so as to reach the Registrar of the Offer, on or before the Closing Date, i.e. not later than Sunday, March 17, 2019.
- In case the shares tendered in the Offer by the shareholders of the Target Company are more than the shares to be acquired under the Offer, the acquisition of the shares from each shareholder will be as per the provisions of Regulation 21 of the SEBI (SAST) Regulations 1997 on a proportionate basis.
- The Registrar to the Offer will hold in trust the shares / share certificates shares lying in credit of the special depository account and the transfer form(s), until the acquirers complete their obligations under the Offer in accordance with the Regulations.
- While tendering Shares under the offer, Non-resident Indian (NRI), Overseas Corporate Bodies (OCBS), and other non-resident shareholders will be required to submit the RBI's approval (specific or general) that they would have obtained for acquiring the Shares of the Target Company. In the event that the previous RBI approval(s) (if any) are not submitted, the Acquirer reserve the right to reject such tendered Shares.
- While tendering their Shares under the offer, NRIs, OCBS and other non-resident shareholders will be required to submit a No objection Certificate ("NOC") or Tax Clearance Certificate or Certificate for Deduction of Tax at Lower Rate from the Income Tax Authorities under the Income Tax Act, 1961 indicating the amount of tax to be deducted by Acquirer before remitting the consideration, failing which the Acquire will arrange to deduct tax at the maximum marginal rate as may be applicable to the relevant category to which the shareholder belongs under the Income Tax Act, 1961, on the entire consideration amount payable to such shareholder.
- As per the provisions of Sections 196D (2) of the Income Tax Act 1961, No Deduction of tax at source will be made from any income by way of capital gains arising from the transfer of securities referred to in section 115AD of the Income Tax Act 1961 to Foreign Institutional investor as defined in Section 115AD of the Income Tax Act, 1961.
- All resident shareholders would be required to submit their Permanent Account Number ("PAN") for Income Tax purposes, as applicable.
- Payment of consideration will be made by crossed account payee cheques /demand drafts /pay orders/ through ECS mode of payment and will be sent by registered post, to those shareholders/unregistered owners & at their sole risk, whose shares/ share certificates & other documents are found in order & accepted by Acquirer in part or in full except in case of joint holders, cheques / demand drafts pay orders/ECS Credit, in the name of first holder. It is advised that shareholders provide bank details in the Form of Acceptance cum Acknowledgment, so that same can be incorporated in the cheques / demand drafts / pay orders. In order to get payment through ECS mode shareholders are requested to provide their Bank Details like Account Number, Name of the Bank and its address, IFSC code of Bank etc.
- In accordance with Regulation 22(5A) of SEBI (SAST) Regulations, Shareholders who have accepted the Offer by tendering the requisite documents, in terms of the Public Announcement / Letter of Offer, can withdraw the same upto Wednesday, March 13, 2019 i.e. three working days prior to the date of Closure of the Offer by submitting the documents as specified below, so as to reach the Registrar to the Offer on or before Sunday, March 17, 2019 the withdrawal can be exercised by submitting Form of Withdrawal enclosed with Letter of Offer. In case of non-receipt of form of withdrawal, the withdrawal can be exercised by making plain paper application along with the following details:
 - In case of physical shares: name, address, distinctive numbers, folio nos., number of Shares tendered / withdrawn.
 - In case of dematerialised shares: Name, address, number of shares tendered / withdrawn, DP Name, DP ID, Beneficiary account no and a photocopy of delivery instruction in "off Market" mode, duly acknowledged by the DP in favour of Depository Escrow Account.
- The shares withdrawn by the shareholders, if any, would be returned by registered post, in case of physical shares.
- The Acquire undertake to pay interest pursuant to Regulation 22(12) of SEBI (SAST) Regulations 1997 to the shareholders of the delay, if any, in payment of consideration.
- A schedule of some of the major activities in respect of the Offer is made below:

Nature of Activity	Day and date
Date of the Public Announcement	Friday, January 04, 2019
Specified date (for the purpose of determining the names of shareholders to whom the Letter of offer will be sent)	Friday, January 18, 2019
Last date of Competitive Bid, if any	NA
Date by which the Letter of Offer will be dispatched to the shareholders	Friday, February 08, 2019
Date of Opening of the Offer	Monday, February 18, 2019
Last date for revising the Offer Price / No. of Shares	Saturday, March 09, 2019
Last date for withdrawal of acceptance by shareholders who have accepted the Offer	Wednesday, March 13, 2019
Date of Closing of the Offer	Sunday, March 17, 2019
Date of communicating rejection / acceptance and payment of consideration for applications accepted	Saturday, March 30, 2019

Issued by Manager to the Offer



FAST TRACK FINSEC PRIVATE LIMITED
B-502, Statesman House, 148 Barakhamba Road, New Delhi - 110001
Telephone: +91-11-43029809
Email: mb@ftfinsec.com
Investor Grievance Email: investor@ftfinsec.com
Website: www.ftfinsec.com
Contact Person: Mr. Pawan Mahur
SEBI Reg. No: INM00012500

For & On behalf of the Acquirer
Mr. Aushim Khetarpal

Place: New Delhi
Date: January 04, 2019