

PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(1), 14 AND 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMMENDED ['SEBI (SAST) REGULATIONS, 2011']

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF
RESPONSE INFORMATICS LIMITED**

Open Offer ('Offer') for acquisition of up to 15,53,900 fully paid up equity shares of face value of Rs. 10/- each ('Equity Shares'), representing 26% of the voting equity share capital of Response Informatics Limited, a company incorporated under the Companies Act, 1956 and having its registered office at 3-10-20/7A, Gokhalenagar, Ramanthapur, Hyderabad-500013 ('Target Company') from the Public Shareholders (defined below) of the Target Company by Mr. Subramaniam Seetha Raman ('Acquirer') along with Mr. Seetharaman Subramanian Manchapara ('PAC 1'), Mrs. Bhuvaneswari Seetharaman ('PAC 2'), Mr. Suresh Bhumkar ('PAC 3') and Mrs. Sarita Bhumkar ('PAC 4') [PAC 1, PAC 2, PAC 3 and PAC 4 are collectively referred to as 'PACs'] in their capacity as Persons Acting in Concert with the Acquirer. Save and except for the PACs, no other person is acting in concert with the Acquirer for the purposes of this Offer.

This Public Announcement ('PA') is being issued by Ashika Capital Limited ('Manager to the Offer'), for and on behalf of the Acquirer and PACs, to the Public Shareholders (defined below) pursuant to and in compliance with Regulations 3(1) and 4 read with other applicable regulations of the SEBI (SAST) Regulations, 2011.

For the purpose of this Public Announcement, 'Public Shareholders' shall mean all equity shareholders of the Target Company other than the Sellers, who are parties to the Agreement, including persons deemed to be acting in concert with such parties, in terms of regulation 7(6) of the SEBI (SAST) Regulations, 2011, and other Promoter and Promoter Group of the Target Company

1. OFFER DETAILS:

- 1.1. **Offer Size:** Up to 15,53,900 fully paid-up Equity Shares ('Offer Shares'), representing 26% of the fully diluted voting equity share capital ('Voting Equity Share Capital') of the Target Company, as of the 10th working day from the closure of the Tendering Period for the Offer, subject to the terms and conditions mentioned in this Public Announcement, the Detailed Public Statement ('DPS') and the Letter of Offer ('LoF') proposed to be issued for the Offer in accordance with SEBI (SAST) Regulations, 2011. The Offer Shares shall be acquired entirely by the Acquirer.
- 1.2. **Offer Price / Consideration:** The Offer is made at a Price of Rs. 7.15/- (Indian Rupees Seven and Fifteen Paise only) per Offer Share ('Offer Price'), determined in accordance with Regulation 8 of the SEBI (SAST) Regulations, 2011. Assuming full acceptance of the Offer, the total consideration payable by the Acquirer and PACs will be Rs. 1,11,10,385/- (Indian Rupees One Crore Eleven Lakhs Ten Thousand Three Hundred and Eighty Five only).
- 1.3. **Mode of Payment:** The Offer Price will be paid in Cash by the Acquirer and PACs in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
- 1.4. **Type of Offer:** This Offer is a Mandatory Offer made pursuant to and in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations, 2011, pursuant to the execution of the Agreement for substantial acquisition of equity shares/ voting rights and control of and over the Target Company by the Acquirer and PACs.

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)	Equity Shares/Voting Rights acquired / proposed to be acquired		Total Consideration for Equity Shares / Voting Rights acquired (Rs. in Lakhs)	Mode of Payment (Cash/ Securities)	Regulation s which have been triggered
		Number	% vis a vis Equity Shares / Voting Rights			
Direct Acquisition	Share Purchase Agreement dated June 29, 2018 ('Agreement') entered into amongst the Acquirer, PACs and the Sellers	29,92,712 Equity Shares	50.08%	119.71	Cash	3(1) & 4 of the SEBI (SAST) Regulations, 2011

3. ACQUIRER/ PAC(s):

Details	Acquirer	PAC 1	PAC 2	PAC 3	PAC 4	Total
Name of Acquirer/PACs	Subramaniyam Seetha Raman	Seetharaman Subramanian Manchapara	Bhuvaneswari Seetharaman	Suresh Bhumkar	Sarita Bhumkar	Not Applicable
Address	353, SIP Avenue, Apt No. 1, Jersey City, New Jersey 07306, USA.	30-52/5/56, Creative Nagar, ECIL, Hyderabad-500062	30-52/5/56, Creative Nagar, ECIL, Hyderabad-500062	10-360, Satya Raghavendra Colony, Malkajgiri, Hyderabad-500047	10-360, Satya Raghavendra Colony, Malkajgiri, Hyderabad-500047	Not Applicable
Names of persons in control/ Promoters	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Name of the Group, if any, to which the Acquirer and the PACs belongs to	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Pre Transaction Shareholding • Number • % age of Voting Share Capital	11,80,969 Equity Shares 19.76%	Nil Not Applicable	44,200 Equity Shares 0.74%	Nil Not Applicable	Nil Not Applicable	12,25,169 Equity Shares 20.50%
Proposed Shareholding after the acquisition of Shares which triggered the Open Offer	29,73,681 Equity Shares representing 49.76% of the Voting Equity Share Capital	3,00,000 Equity Shares representing 5.02% of the Voting Equity Share Capital	3,44,200 Equity Shares representing 5.76% of the Voting Equity Share Capital	3,00,000 Equity Shares representing 5.02% of the Voting Equity Share Capital	3,00,000 Equity Shares representing 5.02% of the Voting Equity Share Capital	42,17,881 Equity Shares representing 70.58% of the Voting Equity Share Capital
Any other interest in the Target Company	Nil	Nil	Nil	Nil	Nil	Not Applicable

4. 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	% Voting Share Capital	Number of Shares	% Voting Share Capital
Divya Technical Services Limited	Yes	8,33,900	13.95	Nil	Not Applicable
Response Projects (India) Limited	Yes	6,09,200	10.19	Nil	Not Applicable
D2R Bio Informatics Limited	Yes	3,91,000	6.55	Nil	Not Applicable
Maheswaran Nair Paramupillai	Yes	5,84,012	9.77	Nil	Not Applicable
Indukuri Subba Lakshmi	Yes	2,64,500	4.43	Nil	Not Applicable
Indukuri Venkata Satya Suryanarayana Raju	Yes	2,50,000	4.18	Nil	Not Applicable
Devakiamma Swayam Prabha Nair	Yes	60,100	1.01	Nil	Not Applicable
TOTAL		29,92,712	50.08		

5. TARGET COMPANY:

Name:	Response Informatics Limited
Corporate Identification Number (CIN):	L72200TG1996PLC025871
Registered Office:	3-10-20/7A, Gokhalenagar, Ramanthapur, Hyderabad-500013
Corporate Office:	Suite No. 302, 3 rd Floor, Riviera Apartments, Behind Model House, Dwarakapuri Colony, Panjagutta, Hyderabad-500082
Stock Exchanges where the equity shares of the Target Company are listed:	BSE Limited, Mumbai (' BSE ') (Security ID: RESPONSINF; Security Code : 538273) The Calcutta Stock Exchange Limited, Kolkata (' CSE ') (Scripcode: 28390; Scrip : RESPOINFO)
International Securities Identification Number (ISIN):	INE401B01010

6. OTHER DETAILS:

- 6.1. The Detailed Public Statement pursuant to this Public Announcement, to be issued in terms of the provision to Regulation 13(4) and other applicable provisions of the SEBI (SAST) Regulations, 2011, will be published in newspapers, as specified under Regulation 14(3) of the SEBI (SAST) Regulations, 2011, not later than 5 (Five) working days from the date of this Public Announcement (being July 06, 2018). The DPS will, *inter alia*, contain further information about the Offer, detailed information of the Offer Price, the Acquirer, the PACs, the Target Company, the background to the Offer, statutory approvals, if any, required for the Offer, details of financial arrangements and other terms and conditions of the Offer.
- 6.2. The Acquirer and PACs undertake that they are fully aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011. The Acquirer and PACs have adequate financial resources to meet their obligations under the Offer and have made firm financial arrangements for financing the acquisition of the Equity Shares tendered in the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- 6.3. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19 of the SEBI (SAST) Regulations, 2011.
- 6.4. This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
- 6.5. This Offer is subject to the terms and conditions mentioned in this Public Announcement, the DPS and LoF that are proposed to be issued in accordance with the SEBI (SAST) Regulations, 2011.
- 6.6. The Acquirer and PACs accept full responsibility for the information contained in this Public Announcement.

ISSUED BY MANAGER TO THE OFFER:



ASHIKA CAPITAL LIMITED

(CIN: U30009WB2000PLC091674)

1008, 10th Floor, Raheja Centre,
214, Nariman Point, Mumbai-400021.

Tel: +91-22-66111700; Fax: +91-22-66111710

E-mail: mbd@ashikagroup.com

SEBI Registration Number.: INM000010536;

Validity of Registration: Permanent

Contact Person: Mr. Narendra Kumar Gamini / Ms. Devika Kakar

For and on behalf of

Acquirer	PAC 1	PAC 2	PAC 3	PAC 4
Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Subramaniam Seetha Raman	Seetharaman Subramanian Manchapara	Bhuvaneswari Seetharaman	Suresh Bhumkar	Sarita Bhumkar