PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ("REGULATIONS")

Open offer for acquisition of 16,84,800 Equity Shares of Face Value of ₹10 (Rupees Ten only) each of Manvijay Development Company Limited ("MDCL"/"Target Company") by Mr. Yatin Sanjay Gupte ("Acquirer 1") and Wardwizard Solutions India Private Limited ("Acquirer 2") (hereinafter collectively referred to as "Acquirers")

This Public Announcement **("PA")** is being issued by Mark Corporate Advisors Private Limited **("Manager to the Offer")** for and on behalf of the Acquirers to the Public shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto **["SEBI (SAST) Regulations, 2011"/"Regulations"]**.

1) OFFER DETAILS:

1.1 **Offer Size:** The Acquirers hereby make this Open Offer **("Open Offer")** to the Public Shareholders of the Target Company to acquire 16,84,800 Equity Shares of face value of ₹10 (Rupees Ten only) each of the Target Company **("Equity Share")** representing 26% of the Equity Share Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement **("PA")**, Detailed Public Statement **("DPS")** that will be published and the Letter of Offer **("LoF")** which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.

1.2 **Offer Price / Consideration:** The Offer price of ₹10 (Rupees Ten only) per Equity Share of Face Value of ₹10 (Rupees Ten only) each, is in compliance with Regulation 8 of the Regulations **("Offer Price")**, aggregating to a consideration of ₹1,68,48,000 (Rupees One Crore Sixty Eight Lakhs Forty Eight Thousand only), assuming full acceptance in the Open Offer **("Offer Size")**.

1.3 **Mode of Payment:** The Offer Price will be paid in cash, in accordance with Regulation 9(1) (a) of the Regulations.

1.4 **Type of Offer:** This is a triggered offer under Regulation 3(1) and 4 of the Regulations.

2) TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION):

Details of Underlying Transaction						
Type of Transaction (Direct)	Mode of Transaction (Agreement)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/Voting Rights (VR) acquired (₹ in Lakhs)	Mode of Payment (Cash/ Securities)	Regulations which has Triggered
		Number	% vis a vis total Equity Capital			
Direct Acquisition	Share Purchase Agreement ("SPA") dated June 20, 2019	45,28,800	69.89%	452.88	Cash	3(1) and 4

3) DETAILS OF THE ACQUIRERS:

Details	Acquirer 1	Acquirer 2	Total
Name of the Acquirers	Mr. Yatin Sanjay Gupte	Wardwizard Solutions India Private Limited	2
PAN	AIHPG 2333 B	AABCW 7891 F	-
Address	12/A, Suramya Bunglows, Raipura Road, Bhayali Gaon, Behind Lalguru Farm, Bhayli, Vadodara-391 410	Shed No. C-222, GIDC, Makarpura Industrial Estate, Vadodara-390 010	-

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Details	Acquirer 1	Acquirer 2	Total
Name(s) of Persons in control/Promoters of Acquirers where Acquirers are Companies	Not Applicable	Mr. Yatin Sanjay Gupte	-
Name of the Group, if any, to which the Acquirers belongs to	Not Applicable	Not Applicable	-
Pre Transaction Shareholding • Number • % of Equity Share Capital	Nil Not Applicable	Nil Not Applicable	Nil N.A.
Proposed Shareholding after acquisition of Shares which triggered the Open Offer • Number • % of Equity Share Capital	44,10,600 68.06%	1,18,200 1.82%	**45,28,800** **69.89%**
Any other interest in the TC	Nil	Nil	-

4) DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre Transaction		Post Transaction	
			No of Shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
1)	**Mr. Nitin Manohar Pradhan** *PAN*: AAKPP 9574 C *Address*: 148/1,Gautam Niwas, Seawind Terraces, Dr. M. B. Raut Road, Shivaji Park, Dadar West, Mumbai-400 028	Yes	16,00,000	24.69	Nil	N.A.
2)	**Pradman Property Consortium of India LLP** *(Formerly known as Pradman Property Consortium of India Pvt. Ltd.)* *PAN*: AAFCP 2963 H	Yes	28,10,600	43.37	Nil	N.A.
3)	**Preses Constructions Solutions Private Limited** *PAN*: AACCP 1744 P *having address of*: 701, 7th Floor, Plot 96/98, Platinum Arcade, JSS Road Central Plaza Cinema, Charni Road, Girgaum, Mumbai-400 004	Yes	1,18,200	1.82	Nil	N.A.
	TOTAL		**45,28,800**	**69.89**	**Nil**	**N.A.**

5) DETAILS OF THE TARGET COMPANY:

5.1 Name : Manvijay Development Company Ltd

5.2 CIN : L45208WB1982PLC035377

5.3 ISIN : INE945P01016

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5.4	**Registered Office Address**	:	Office No. 701, 7th Floor, Platinum Arcade, J.S.S. Road, Girgaum, Charni Road, Mumbai-400 004
5.5	**Stock Exchange(s) where Listed**	:	BSE Limited, Mumbai (**"BSE"**) with scrip code 538970 and The Calcutta Stock Exchange Limited, Kolkata (**"CSE"**) with scrip code as 023105

6) **OTHER DETAILS:**

6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement (**"DPS"**) on or before June 27, 2019 (Thursday).

6.2 The Acquirers undertake that they are aware of and will comply with his obligations under the Regulations and has adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.

6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.

6.4 This Offer is not subject to any minimum level of acceptance.

6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.

Issued by the Manager to the Offer on behalf of the Acquirers:

MARK

Mark Corporate Advisors Private Limited
CIN: U67190MH2008PTC181996
SEBI Regn No.: INM000012128
404/1, The Summit Business Bay,
Sant Janabai Road (Service Lane),
Off Western Express Highway,
Vile Parle (East), Mumbai-400 057.
Contact Person: Mr. Manish Gaur
Tel. No.: +91 22 2612 3207/08
E-Mail ID: openoffer@markcorporateadvisors.com
Website: www.markcorporateadvisors.com

For **Wardwizard Solutions India Private Limited**

Sd/-
Yatin Sanjay Gupte
("Acquirer 1")

Sd/-
Yatin Sanjay Gupte
("Acquirer 2")

Place : Mumbai

Date : June 20, 2019

Mark Corporate Advisors Pvt. Ltd. Mumbai