DETAILED PUBLIC STATEMENT TO THE PUBLIC SHAREHODERS OF DHANUKA COMMERCIAL LIMITED IN TERMS OF REGULATION 15(2) READ WITH REGULATION 13(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED FROM TIME TO TIME.

Open offer for acquisition of up to 43,53,300 equity shares, representing 26% of the total paid-up/voting share capital of Dhanuka Commercial Limited, ("DCL" or "Target Company") from the Public Shareholders (as defined below) by M/s Moneyboxx Capital Private Limited having its office at 522, 5th Floor, Somdutt Chambers-II, 9, Bhikaji Cama Place New Delhi-110066 ("Acquirer").

This detailed public statement ("**DPS**") is being issued by the Manager to the Offer i.e., D & A Financial Services (P) Limited ("**Manager**"), on behalf of the Acquirer, namely M/s Moneyboxx Capital Private Limited having its office at 522, 5th Floor, Somdutt Chambers-II, 9, Bhikaji Cama Place New Delhi-110066, pursuant to Regulation 13(4) as required under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI (SAST) Regulations**") pursuant to Public Announcement dated June 14, 2018 ("**PA**"), in terms of Regulations 3(1) and 4 of the SEBI (SAST) Regulation filed on June 14, 2018, with the BSE Limited ("**BSE**") and with the Securities and Exchange Board of India ("**SEBI**") and the Target Company at its registered office, in terms of Regulation 14(2) of the SEBI (SAST) Regulations and subsequent amendments thereto.

ACQUIRERS, TARGET COMPANY AND OFFER

(A) Information about the Acquirer

Acquirer: M/s Moneyboxx Capital Private Limited

1. M/s Moneyboxx Capital Private Limited, is originally incorporated as a private limited company under the name as M/s Moneyboxx Capital (P) Limited under the provisions of the Companies Act, 2013, vide original certificate of incorporation dated 19th January, 2018 having its registered office at 522, Fifth Floor, Somdutt Chambers-II, 9 Bhikaji Cama Place, New Delhi-110066 and having corporate identification number: U65999DL2018PTC328819.
2. The main object of the acquirer is to carrying on the business of financial activities inter alia to undertake all types of leasing and hire purchase business, to undertake bills discounting business, to invest in shares and debentures, mutual fund etc.
3. The Company does not belong to any Group as such.
4. As of the date of this DPS, the Acquirer has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended from time to time ("**SEBI Act**").
5. The shareholding pattern of the Acquirer as on date of DPS is given as under:

S. No.	Name of Shareholder	No. of Shares	% of shareholding
1	Prashant Agarwal	33,10,000	39.88
2	Govind Gupta	20,00,000	24.10
3	Avancer Capital Partners Private Limited	9,50,000	11.45
4	Shyam Goel	9,00,000	10.84
5	Others	11,40,000	13.73
	TOTAL	**83,00,000**	**100.00**

6. The brief financials of the acquirer are as under:

Particulars	Year Ended March 31, 2018 (Rs. in Lakhs) (Audited)*	Period ended 12th June, 2018 (Rs. in Lakhs) (Unaudited)*
Total Income/Net Income	0.39	1.78
Profit After Tax	(2.07)	(2.02)
Earning Per Share (EPS) (In Rs.)	(0.09)	(0.02)
Net worth	218.24	821.22

*Source: As certified by statutory auditor of the Acquirer, M/s Gaur & Associates, Chartered Accountants (Firm Registration Number: 005354C), as certified by CA S.K Gupta, Partner (Membership Number: 016746), having its office at 107, Laxmi Deep Building, Laxmi Nagar District Centre Delhi-110092 vide his certificate dated 12th June, 2018, Phone Number: 011-45033133.

7. The acquirer being private limited company is not listed at any of the stock exchanges.
8 As on date of DPS, the Acquirer does not hold any equity shares of the Target Company and have not acquired any equity shares of the Target Company during preceding 12 (Twelve) months from the date of PA.
9. There is no other person / entity acting as a person acting in concert ("PAC") with the Acquirer for the purpose of this offer.

(B) Details of Sellers

Seller 1: Mr Mahesh Kumar Dhanuka

1. Mr. Mahesh Kumar Dhanuka S/o Mr. Laduram Dhanuka residing at C-27/137-4 Rampuri Colony, Jagatganj Varanasi U.P-221002. It belongs to promoter group of the Target Company.
2. As on the date of DPS, he holds 5,08,875 equity shares / voting rights in the Target Company representing 3.04% of the issued and paid up equity share capital / voting capital of the Target Company.
3. Mr. Mahesh Kumar Dhanuka has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
4. After closure of the Offer, Mr. Mahesh Kumar Dhanuka will not hold any equity shares in the Target Company.

Seller 2: Mrs Vidya Devi Dhanuka

1. Mrs. Vidya Devi Dhanuka W/o Rajkumar Dhanuka residing at 97/99/4, Sri Arvinda Road, Sadar, Salkia, Howrah-711106 West Bengal . It belongs to promoter group of the Target Company.
2. As on the date of DPS, she holds 6,19,965 equity shares / voting rights in the Target Company representing 3.70% of the issued and paid up equity share capital / voting capital of the Target Company.
3. Mrs. Vidya Devi Dhanuka has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
4. After closure of the Offer, Mrs. Vidya Devi Dhanuka will not hold any equity shares in the Target Company.

Seller 3: Mrs Madhu Dhanuka

1. Mrs. Madhu Dhanuka w/o Mr. Amit Agarwal residing at J 367, Hari babu pally, Garden Reach, Kolkata, Garden Reach West Bengal 700024. It belongs to promoter group of the Target Company.
2. As on the date of DPS, she holds 9,17,355 equity shares / voting rights in the Target Company representing 5.48% of the issued and paid up equity share capital / voting capital of the Target Company.
3. Mrs. Madhu Dhanuka has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
4. After closure of the Offer, Mrs. Madhu Dhanuka will not hold any equity shares in the Target Company.

Seller 4: Ms Swati Dhanuka

1. Ms. Swati Dhanuka D/o Mahesh Kumar Dhanuka residing at 101, Sri Arvinda Road, Haora Corporation, Salkia, Howrah-711106 West Bengal . It belongs to promoter group of the Target Company.
2. As on the date of DPS, she holds 12,30,960 equity shares / voting rights in the Target Company representing 7.35% of the issued and paid up equity share capital / voting capital of the Target Company.
3. Ms. Swati Dhanuka has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
4. After closure of the Offer, Ms. Madhu Dhanuka will not hold any equity shares in the Target Company.

Seller 5: M/s CMA Infin Consultants Private Limited

1. M/s CMA Infin Consultants Private Limited, was originally incorporated as private limited company in the name of CMA Infin Consultants Private Limited on April 17, 1995, with the Registrar of Companies, Delhi, under the provision of Companies Act,1956 and having its registered office at 409, MG House, Wajirpur community centre, New Delhi-110052. It belongs to promoter group of the Target Company.
2. As on the date of DPS, it holds 31,15,695 equity shares / voting rights in the Target Company representing 18.61% of the issued and paid up equity share capital / voting capital of the Target Company.
3. M/s CMA Infin Consultants Private Limited has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
4. After closure of the Offer, M/s CMA Infin Consultants Private Limited will not hold any equity shares in the Target Company.
5. The shares of M/s CMA Infin Consultants Private Limited is not listed at any of the stock exchanges.

Seller 6: M/s Talwaria Polymers Private Limited

1. M/s Talwaria Polymers Private Limited, a company incorporated under Companies Act 1956 and being a company within the meaning of Companies Act 2013 and having its registered office at 255, 2nd Floor, Aggarwal City Plaza Mangalam Place Sector-3 Rohini New Delhi-110085. It belongs to promoter group of the Target Company.
2. As on the date of DPS, it holds 44,05,029 equity shares / voting rights in the Target Company representing 26.31% of the issued and paid up equity share capital / voting capital of the Target Company.
3. M/s Talwaria Polymers Private Limited has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
4. After closure of the Offer, M/s Talwaria Polymers Private Limited will not hold any equity shares in the Target Company.
5. The shares of M/s Talwaria Polymers Private Limited is not listed at any of the stock exchanges.

(C) Details of Target Company

DHANUKA COMMERCIAL LIMITED

1. Dhanuka Commercial Limited was originally incorporated as private limited company in the name of Dhanuka Commercial Private Limited on November 16, 1994, with the Registrar of Companies, West Bengal, under the provision of Companies Act, 1956. Later, the company was converted into a public limited company vide fresh certificate of incorporation dated February 13, 2014. The registered office of the company is situated at 255, 2nd Floor, Agarwal City Plaza, Mangalam Place, Secor-3, Rohini, Near M2K, Delhi - 110085, having corporate identification number: L30007DL1994PLC260191. The Company does not belong to any group.
2 The authorized share capital of DCL as on 31st March, 2018 is Rupees 17,00,00,000 comprising of 170,00,000 equity shares of Rs 10/- (Rupee Ten only) each. The issued, subscribed and paid-up equity share capital of DCL as on 31st March, 2018, stood at Rs. 16,74,34,590 comprising of 16743459 fully paid-up equity share of Rs 10/- each.
3 There are no partly paid up shares in the Target Company.
4 Presently the Target Company is engaged in the business of investment and finance.
5. The Target Company is registered with the Reserve Bank of India ("**RBI**") as a Non-Banking Finance Company ("**NBFC**") under Section 451A of the RBI Act, 1934 having RBI Registration no. B-14.03301 issued by the RBI at New Delhi vide its certificated dated 22nd May, 2014.
6. The shares of DCL are listed on the BSE-SME Platform.
7. The Brief financials of the DCL are as under:

(Rs. In Lakh)

Particulars	Year ended March 31, 2016 (Audited)	Year ended March 31, 2017 (Audited)	Year ended March 31, 2018 Audited)
Total Income/Net Income	109.90	94.90	128.32
Profit After Tax	20.61	(10.15)	(24.35)
Earnings Per Share (EPS)	0.12	(0.06)	(0.15)
Net worth	1913.50	1903.54	1879.50

*Source: As Certified by statutory auditor of the Target Company, M/s DSP & Associates, Chartered Accountants (Firm Registration Number: 006791N), as certified by CA Sanjay Kumar, Partner (Membership Number: 093720), having its office at 201,IInd Floor, Himland House, Commercial Complex, Karampura New Delhi-110015, vide his certificate dated 31st May, 2018, Phone Number: 011-25920935, 41427706.

(D) Details of the Offer

1. This offer is made to all the public shareholders of the Target Company who own the equity shares at any time prior to the closure of tendering period, including the beneficial owners of the equity shares held in dematerialized form and physical form except the Acquirer, PACs and Seller, including persons deemed to be acting in concert with them in terms of Regulation 7(6) of SEBI (SAST) Regulations ("Public Shareholders") to acquire up to 43,53,300 equity shares of face value of Rs. 10/- each at an offer price of Rs. 6.00/- per equity shares ("Offer Price"), payable in cash, aggregating to Rs. 2,61,19,800/-. ("Offer Size").
2. The offer shares represent 26% of the paid-up equity share capital of the Target Company as on the 10th Working Day, as defined under the SEBI (SAST) Regulations ("Working Day") after the closure of the tendering period under the open offer ("Emerging Voting Capital").
3. The Emerging Voting Capital has been computed as follows:

Particulars	Issued and Paid up Capital and Voting Rights	% of Emerging Voting Capital
Fully paid-up equity share as on the date of PA	16743459	100
Partly paid-up equity share as on the date of PA	Nil	Nil
Convertible instrument outstanding	Nil	Nil
Employee stock options outstanding	Nil	Nil
Emerging Voting Capital	16743459	100

4. The offer is subjected to the following statutory approvals namely:
   (a) The offer is subject to prior approval from the RBI in terms of RBI circular no. DNBR.PD.007/03.10.119/2016-17 dated 1st September, 2016, for transfer of management and control of NBFC.
   (b) As on the date of PA, to the best of the knowledge of the Acquirer, no approval will be required from any bank / financial institutions for the purpose of this offer.
   (c) As on the date of PA, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this offer.
   (d) The offer would be subject to all other statutory approvals if any that may become applicable at a later date before the completion of this offer.
   (e) In case of a delay in the receipt of any statutory approvals that become applicable to the offer, SEBI may, if satisfied that such delay in the receipt of the requisite statutory approval was not attributable to any willful default, failure or neglect on the part of the Acquirer to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, permit the Acquirer to delay commencement of the tendering period for the offer pending receipt of such statutory approvals or grant extension of time to the Acquirer to make payment of the consideration to the Public Shareholders whose equity shares have been accepted in the offer.
5. The offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations and is not a competitive bid in terms of Regulation 20 of the SEBI (SAST) Regulations.
6. The Acquirer at present have no intention to sell, dispose of or otherwise encumber any significant assets of DCL in the succeeding 2 (Two) years, except in the ordinary course of business of DCL. However, DCL's future policy for disposal of its assets, if any, will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders by way of special resolution through postal ballot in terms of Regulation 25(2) of the SEBI (SAST) Regulations.
7. The acquisition of 26% of the paid-up equity share capital of Target Company under this offer together with the equity shares being acquired in terms of the SPA (defined hereinbelow) will result in public shareholding in DCL being reduced below the minimum level i.e 25% required for the purpose of continuous listing under Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Rule 19A of the Securities Contract (Regulation) Rules, 1957 ("SCRR"). Assuming full acceptance under this offer, the post offer holdings of the Acquirer shall go beyond the maximum permissible non-public shareholding under SCRR and in case the holding of the Acquirer goes beyond the limit due to further acquisitions, the Acquirer hereby undertakes to reduce its shareholding to the level stipulated in the SCRR and within the time specified therein and through permitted routes available under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any other such routes as may be approved by SEBI from time to time.

II. BACKGROUND TO THE OFFER

1. This offer is made in accordance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations pursuant to the entering in to share purchase agreement, dated 14th June, 2018 ("SPA"), with the Sellers.
2. Pursuant to the execution of the SPA, however, subject to the satisfaction or waiver, if applicable, of the conditions contained therein, the Sellers have agreed to sell, and the Acquirer has agreed to purchase for cash 10797879 equity shares of the Target Company at a price of Rs. 4.30 per equity shares representing approximately 64.49% of the total paid-up equity share capital of the Target Company ("Sale Shares") from the Seller.
3. Mode of Payment: The Offer Price is payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.
4. The Acquirer is interested in taking over the management and control of DCL. Thus, substantial acquisition of shares and voting rights accompanied with change in control and management is the reason and rationale for this offer. At present, the Acquirer has no intention to change the existing line of business of the Target Company.

III SHAREHOLDING AND ACQUISITION DETAILS

The Current and Proposed Shareholding of the acquirers in Target Company and the details of their acquisitions are as under:

Details	Acquirer	
	Number of Equity Shares	%*
Shareholding as of the date of PA	Nil	Nil
Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer Shareholding*	1,51,51,179	90.49

*(1) *Computed on the diluted basis of the Emerging Voting Capital.*
(2) *Assuming full acceptance in the Offer.*

IV OFFER PRICE

1. The equity shares of the Target Company are listed on the BSE SME Platform. The equity shares on BSE SME Platform are frequently traded, in terms of the SEBI (SAST) Regulations. The trading turnover in the equity shares based on the trading volumes on the BSE for the period from June, 2017 to May, 2018 i.e., 12 (Twelve) calendar month preceding June 2018, the month in which the PA was issued as given below:

Name of the Stock Exchange	Total number of equity shares traded during the 12 (Twelve) calendar months prior to the month of PA i.e., June, 2017 to May, 2018	Total Number of Listed Shares	Annualized Trading Turnover (as % of total weighted number of equity shares listed)
BSE-SME	22,10,000	16743459	13.20

Source: www.bseindia.com

2. The Offer Price of Rupees 6/- per Offer Share is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

	Details	Rupees
a.	The Negotiated Price	Rupees.4.30
b.	The volume weighted average price paid or payable for acquisition, by the Acquirer or PACs during the 52 (Fifty Two) weeks immediately preceding the date of PA	Not Applicable
c.	The highest price paid or payable for any acquisition by the Acquirer or PACs during the 26 (Twenty Six) weeks immediately preceding the date of the PA	Not Applicable
d.	The volume weighted average market price of equity shares of the Target Company for a period of 60 (Sixty) trading days immediately preceding the date of the PA as traded on BSE	Rupees 4.53
e.	The price determined by taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable

Note: The Offer Price would be revised in the event of any corporate action like bonus, splits etc: where the record date for effecting such corporate action falls within 3 (Three) Working Days prior to the commencement of the tendering period in the offer

Therefore in view of above, the Offer Price of Rupees 6.00 per share is justified.

3. The Acquirers may revise the Offer Price at its discretion or pursuant to any acquisition by the Acquirer at a price which is higher than the Offer Price at any time prior to 3 (Three) Working Days prior to the commencement of the tendering period under the offer. In the event of such a revision, the Acquirer shall, (i) make a corresponding increase to the escrow amounts, as more particular set out in **Part V** (Financial Arrangements) of this DPS, (ii) make a public announcement in the same newspapers in which the DPS is to be published, and (iii) simultaneously with such announcement, inform SEBI, the stock exchanges and the Target Company at its registered office of such a revision.

V. FINANCIAL ARRANGEMENTS

1. The Acquirer has adequate resources to meet the financial requirements of the offer. The Acquirer has made firm arrangement for the resources required to complete the offer in accordance with the SEBI (SAST) Regulations. The acquisition will be financed through internal / personal resources and no borrowings from banks / financial institutions etc., is being made.
2. Assuming full acceptance, the total requirement of funds for this offer would be Rs. 2,61,19,800. In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, the Acquirer has open an Escrow Account with Axis Bank Limited, having its branch at 1, Ravisance House, Ring Road Lajpat Nagar IV, New Delhi - 110024 and have deposited Rs. 65,50,000 being more than 25% of the total consideration payable to the shareholders under this open offer.
3. In terms of Regulation 17(10)(e) of the SEBI (SAST) Regulations, in case of non-fulfillment of obligations by the Acquirer, the Manager shall ensure realization of escrow amount by way of foreclosure of deposit.
4. The Acquirer has entered into an escrow agreement ("Escrow Agreement") with Axis Bank Limited, having its Registered Office at "Trishul", Third Floor opp. Samartheshwar Temple, Near Law Garden, Ellisbridge, Ahemdabad-380006 ("Escrow Agent") and the Manager, pursuant to which the Acquirer has deposited an amount aggregating to Rs. 65,50,000 being more than 25% of the total consideration payable to the shareholders under the open offer ("Cash Escrow"), in the escrow account opened with the Escrow Agent ("Escrow Account"). The Cash Escrow constitutes the escrow account in terms and subjected to the conditions set out in the Escrow Agreement.
5. Mr. S.K Gupta, (Membership Number: 016746) Partner of M/s Gaur & Associates, Chartered Accountants Firm registration No. 005354C having office at 107, Laxmi Deep Building, Laxmi Nagar District Centre, Delhi-110092, Phone No- 011-45033133, have vide his certificate dated 12th June, 2018, based on the information available, certified that the Acquirer has adequate resources and capability to meet its financial obligations under the offer.
6. The Acquirer has duly empowered the Manager, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.
7. The Manager, hereby confirms that firm arrangements for funds and money for payment through verifiable means are in place to fulfill the offer obligations.

VI STATUTORY APPROVALS / OTHER APPROVALS REQUIRED FOR THE OFFER

1. The offer is subject to prior approval from the RBI in terms of RBI circular no. DNBR.PD.007/03.10.119/2016-17 dated 1st September, 2016 for transfer of management and control of the NBFC.
2. As on the date of PA, no approval will be required from any bank / financial institutions for the purpose of this offer, to the best of the knowledge of the Acquirer.
3. As on the date of PA, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this offer.
4. The offer would be subject to all other statutory approvals, if any that may become applicable at a later date before the completion of the offer.
5. In case of a delay in receipt of any statutory approvals that become applicable to the offer, SEBI may if satisfied that such delay in the receipt of the requisite statutory approval was not attributable to any willful default, failure or neglect on the part of the Acquirer to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, permit the Acquirer to delay commencement of the tendering period for the offer pending receipt of such statutory approvals or grant extension of the time to the Acquirer and the PAC to make payment of the consideration to the Public Shareholders whose shares have been accepted in this offer.
6. In terms of Regulation 23(1) of the SEBI (SAST) Regulations, in the event that the approvals that become applicable after the date of DPS are refused, the Acquirer shall have the right to withdraw the offer. In the event of such a withdrawal of the offer, the Acquirer (through the manager) within 2 (Two) Workings Days of a such withdrawal make a PA of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

VII TENTATIVE SCHEDULE OF OFFER

S. No	Activity	Days & Dates
1.	**Date of Public Announcement**	**Thursday, June 14, 2018**
2.	Date of Publication of Detailed Public Statement	Thursday, June 21, 2018
3.	Filing of the Draft letter of Offer to SEBI	Thursday, June 28, 2018
4.	Last Date for a Competitive Offer(s)	Thursday, July 12, 2018
5.	**Identified Date***	Monday, July 16, 2018
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	Monday, July 30, 2018
7.	**Last Date for revising the Offer Price / number of shares.**	**Wednesday, August 01, 2018**
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	Thursday, August 02, 2018
9.	**Date of Publication of Offer Opening Public Announcement**	Friday, August 03, 2018
10.	**Date of Commencement of Tendering Period (Offer Opening date)**	Monday, August 06, 2018
11.	**Date of Expiry of Tendering Period (Offer Closing date)**	Tuesday, August 21, 2018
12.	Last Date of communicating rejection / acceptance and payment of consideration for applications accepted / return of unaccepted share certificates / credit of unaccepted equity shares to demat account.	Wednesday, September 05, 2018

*The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the letter of offer would be mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.

VIII PROCEDURE FOR TENDERING OF SHARES IN THE CASE OF NON RECEIPT OF LETTER OF OFFER

1. All the shareholders, whether holding the equity shares in physical form or dematerialized form or holding lock in equity shares are eligible to participate in this offer at any time during the tendering period for this offer.
2. Persons who have acquired equity shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired equity shares after the Identified Date, or those who have not received the letter of offer, may also participate in this offer.
3. The open offer will be implemented by the Acquirer through a stock exchange mechanism made available by stock exchanges in the form of separate window ("Acquisition Window"), as provided under the SEBI (SAST) Regulations and SEBI Circular number CIR/CFD/POLICYCELL/1/2015 dated 13th April, 2015 read with SEBI Circular number CFD/DCR2/CIR/P/2016/131 dated 9th December, 2016 as may be amended from time to time, issued by SEBI.
4. BSE shall be the designated stock exchange for the purpose of tendering equity shares in the open offer.
5. The Acquirer has appointed **M/s Mansukh Stock Brokers Limited** as the registered broker ("Acquirer's Broker") through whom the purchases and settlements on account of buy-back offer would be made by the Acquirer.

   The Contact details of the Acquirer's Broker are as follows:

   Mansukh Stock Brokers Limited,

   Address: Mansukh House, 6, Pandav Nagar, Delhi-110092

   Contact Person: Mr Virender Mansukhani

   Tel No.: +91-011-30211800/47617800

   Email Id: admin@mansukh.net
6. All shareholders who desire to tender their equity shares under the open offer would have to intimate their respective stock brokers ("Selling Broker") within the normal trading hours of the secondary market, during the tendering period.
7. Such equity shares would be transferred to the respective Selling Broker's pool accounts prior to placing the bid.
8. A separate acquisition window will be provided by the stock exchange to facilitate placing of sell orders. The Selling Broker can enter orders for dematerialized as well as physical equity shares.
9. **The detailed procedure for tendering the equity shares in this offer will be available in the letter of offer.**

IX Other Information

1. The Acquirer accept full responsibility for the information contained in the PA and this DPS (other than such information that has been sourced from public sources or provided and confirmed by the Target Company and shall be jointly or severally responsible for the fulfillment of the obligations under the offer and as laid down in SEBI (SAST) Regulations.
2. The Acquirer has appointed **M/s Beetal Financial & Computer Services Pvt. Ltd,** as a Registrar to the Offer having its office at Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, New Delhi - 110062, ("Registrar to the Offer") Tel No.: 011-29961281; Fax No.: 011-29961284, Email: beetal@beetalfinancial.com, Contact Person: Mr. Punit Mittal.
3. This DPS and the PA would also be available on SEBI's Website (www.sebi.gov.in).
4. The Acquirer reserves the right to withdraw the offer pursuant to Regulation 23(1) of the SEBI (SAST) Regulations. Any such withdrawal will be notified in the form of a public announcement in the same newspapers in which this DPS appears.
5. The withdrawal of shares will be available only for the share certificates / shares that have been received by the Registrar to the Offer or credited to the special depository escrow account.
6. The intimation of returned shares to the shareholders will be sent at the address as per the records of the depository.
7. The Acquirer may make upward revisions to the Offer Price, subject to the provisions of the SEBI (SAST) Regulations or any other regulations as may be applicable, to the number of shares sought to be acquired in the open offer, at any time prior to the commencement of the last 3 (Three) Working Days before the commencement of the tendering period.

Manager to the Offer	Registrar to the Offer
D & A FINANCIAL SERVICES (P) LIMITED 13, Community Centre, East of Kailash, New Delhi - 110065. Tel nos.: 011-26419079/ 26218274; Fax no.: 011 - 26219491; Email: investors@dnafinserv.com **Contact Person: Ms. Radhika Pushkarna** **SEBI Regn No.: INM000011484**	**BEETAL FINANCIAL & COMPUTER SERVICES PVT. LIMITED** Beetal House, 3rd Floor, 99, Madangir, Near Dada Harsukh Das Mandir, New Delhi-110062 E. Mail: beetalrta@gmail.com Tel. Nos.: 29961281-82, Fax No.: 29961284 **Contact Person: Mr. Punit Mittal** **SEBI Regd. No. INR000000262**

Issued on behalf of the Acquirer by Manager to the Offer

Place: New Delhi
Date: 20.06.2018