

SYSTEMATIX CORPORATE SERVICES LIMITED

Corporate Identification Number (CIN): L91990MP1985PLC002969

Registered Office: 206-207, Bansi Trade Centre, 581/5, M.G. Road, Indore - 452001

Tel.: +91-731-3018111 | Fax: +91-731-4068253 | Email: secretarial@systematixgroup.in

Website: www.systematixgroup.in

Corporate Office: No. 603-606, 6th Floor, A-Wing, The Capital, Plot No. C-70, 'G' Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 | Tel.: +91-22-30298000 | Fax: +91-22-30298029

OPEN OFFER ('OFFER') FOR ACQUISITION OF UP TO 33,75,000 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ('EQUITY SHARES'), REPRESENTING 26% OF THE VOTING EQUITY SHARE CAPITAL, FROM THE PUBLIC SHAREHOLDERS OF SYSTEMATIX CORPORATE SERVICES LIMITED ('TARGET COMPANY') BY SUPERSTAR EXPORTS PRIVATE LIMITED ('ACQUIRER') ALONG WITH MR. RADHE SHYAM KHANDLWAL ('PAC 1'), MR. CHANDRA PRAKASH KHANDLWAL ('PAC 2'), MRS. ANJU KHANDLWAL ('PAC 3'), MR. NIKHIL KHANDLWAL ('PAC 4') AND CHANDRA PRAKASH KHANDLWAL HUF ('PAC 5') [PAC 1, PAC 2, PAC 3, PAC 4 AND PAC 5 ARE COLLECTIVELY REFERRED TO AS 'PACS'] IN THEIR CAPACITY AS PERSONS ACTING IN CONCERT WITH THE ACQUIRER.

This Post Offer Advertisement is being issued by **Ashika Capital Limited** ('Manager to the Offer'), on behalf of the **Acquirer** and **PACs**, in connection with the Offer made by the Acquirer along with PACs, in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto [**'SEBI (SAST) Regulations, 2011'**].

The Detailed Public Statement ('DPS') with respect to the Offer was published on February 08, 2018 in **Financial Express** (English National Daily)-all editions, **Jansatta** (Hindi National Daily)-all editions, **Choutha Sansar** (Hindi Regional Daily)-Indore edition and **Navshakti** (Marathi Regional Daily)-Mumbai edition.

Capitalized terms used but not defined in this Post Offer Advertisement shall have the meanings assigned to such terms in the Public Announcement, DPS, Letter of Offer and Offer Opening Public Announcement.

1. Name of the Target Company	Systematix Corporate Services Limited
2. Name of the Acquirer and PACs	Acquirer: Superstar Exports Private Limited Persons Acting In Concert ('PACs'): a. Mr. Radhe Shyam Khandelwal ('PAC 1'); b. Mr. Chandra Prakash Khandelwal ('PAC 2'); c. Mrs. Anju Khandelwal ('PAC 3'); d. Mr. Nikhil Khandelwal ('PAC 4'); and e. Chandra Prakash Khandelwal HUF ('PAC 5')
3. Name of Manager to the Offer	Ashika Capital Limited
4. Name of Registrar to the Offer	Cameo Corporate Services Limited
5. Offer Details	
a. Date of Opening of the Offer	April 16, 2018 (Monday)
b. Date of Closing of the Offer	April 27, 2018 (Friday)
6. Date of Payment of Consideration	May 08, 2018 (Tuesday)
7. Details of the acquisition (based on Voting Equity Share Capital):	

Sr. No.	Particulars	Proposed in the Letter of Offer		Actuals	
i.	Offer Price	₹ 21/- per Equity Share		₹ 21/- per Equity Share	
ii.	Aggregate Number of Shares Tendered	33,75,000		34,68,302	
iii.	Aggregate Number of shares Accepted	33,75,000		33,75,000	
iv.	Size of the Offer (Number of Shares multiplied by Offer Price per Equity Share)	₹ 7,08,75,000/-		₹ 7,08,75,000/-	
		Number	(%)	Number	(%)
v.	Shareholding of the Acquirer and PACs before Public Announcement	61,70,268	47.54	61,70,268	47.54
vi.	Shares acquired by way of Agreement	Nil	Not Applicable	Nil	Not Applicable
vii.	Shares acquired by way of Open Offer	33,75,000	26.00	33,75,000	26.00
viii.	Shares acquired after Detailed Public Statement	Nil	Not Applicable	Nil	Not Applicable
ix.	Post Offer Shareholding of Acquirer and PACs (v+vi+vii+viii)	95,45,268	73.54	95,45,268	73.54
x.	Pre & Post Offer Shareholding of Public	Pre Offer 68,09,990 (52.46%)	Post Offer 34,34,990 26.46%)	Pre Offer 68,09,990 (52.46%)	Post Offer 34,34,990 (26.46%)

The Acquirer along with its Directors and the PACs, severally and jointly, accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (SAST) Regulations, 2011. The Acquirer and PACs would be severally and jointly responsible for ensuring the compliance with in terms of the SEBI (SAST) Regulations, 2011. A copy of this Post Offer Advertisement will be available on the websites of SEBI, BSE Limited and at the Registered Office of the Target Company.

Issued by Manager to the Offer:



ASHIKA CAPITAL LIMITED

(CIN: U30009WB2000PLC091674)

SEBI Registration No.: INM000010536

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

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

For and on behalf of

Acquirer	PAC 1	PAC 2	PAC 3	PAC 4	PAC 5
For Superstar Exports Private Limited Sd/- Name: Chandra Prakash Khandelwal	Sd/- Radhe Shyam Khandelwal	Sd/- Chandra Prakash Khandelwal	Sd/- Anju Khandelwal	Sd/- Nikhil Khandelwal	For Chandra Prakash Khandelwal HUF Sd/- Name: Chandra Prakash Khandelwal

Place: Mumbai

Date: May 10, 2018