

POST OFFER ADVERTISEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF

ORCHID SECURITIES LIMITED

(CIN: L18209WB1994PLC062173)

Registered Office: 36A, Bentick Street, Kolkata-700 069, West Bengal

Corporate Office: C-222, GIDC, Makarpura Industrial Estate Vadodara-390 010

Tel No.: +91 33 4004 8757; E-Mail ID: orchidsecurities_ltd@yahoo.co.in; Website: www.orchidsecuritiesltd.com

Open Offer for acquisition of 10,50,000 Equity Shares of Orchid Securities Limited (“**OSL**”/“**Target Company**”) by Mr. Yatin Sanjay Gupte (“**Acquirer 1**”), Mr. Sojan V Avirachan (“**Acquirer 2**”) and Mr. R Venkataramana (“**Acquirer 3**”) (hereinafter collectively referred to as “**Acquirers**”).

This Post Offer Advertisement is issued by Mark Corporate Advisors Private Limited (“**Manager to the Offer**”) on behalf of the Acquirers in connection with the Open Offer made by the Acquirers to acquire 10,50,000 Equity Shares of Face Value of ₹10 each (“**Equity Shares**”) of the Target Company at ₹7.50 (Rupee Seven and Paise Fifty only) per Equity Share, representing 35% of the Equity Share Capital of the Target Company (“**Offer**”), in compliance with Regulation 18 (12) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments thereof [“**SEBI (SAST) Regulations, 2011**”/“**Regulations**”]. The Detailed Public Statement with respect to the aforementioned offer was made on September 16, 2019 (Monday) in the following newspapers:

Newspaper	Language	Edition(s)
Business Standard	English	All Editions
Business Standard	Hindi	All Editions
Mumbai Lakshadeep	Marathi	Mumbai Edition
Arthik Lipi	Bengali	Kolkata Edition

1)	Name of the Target Company	: Orchid Securities Limited
2)	Name of the Acquirers	: 1) Mr. Yatin Sanjay Gupte : Acquirer 1 : 2) Mr. Sojan V Avirachan : Acquirer 2 : 3) Mr. R Venkataramana : Acquirer 3
3)	Name of the Manager to the Offer	: Mark Corporate Advisors Private Limited
4)	Name of the Registrar to the Offer	: Maheshwari Datamatics Private Limited
5)	Offer Details: a) Date of Opening of the Offer : March 23, 2020 (Monday) b) Date of Closure of the Offer : April 24, 2020 (Friday)	
6)	Date of Completion of Payment of Consideration and communication of Rejection/Acceptance	: May 06, 2020 (Wednesday)

7) Details of Acquisition:

Sr. No.	Particulars	Proposed in the Letter of Offer		Actuals	
7.1	Offer Price (in ₹)	₹7.50 (Rupee Seven and Paise Fifty only)		₹7.50 (Rupee Seven and Paise Fifty only)	
7.2	Aggregate number of Shares tendered	10,50,000 Equity Shares*		7,10,550 Equity Shares	
7.3	Aggregate number of Shares accepted	10,50,000 Equity Shares*		7,10,550 Equity Shares	
7.4	Size of the Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	₹78,75,000 (Rupees Seventy Eight Lakhs Seventy Five Thousand only)		₹53,29,125 (Rupees Fifty Three Lakhs Twenty Nine Thousand One Hundred and Twenty Five only)	
7.5	Shareholding of the Acquirers before Public Announcement • Number • % of Equity Share Capital	Nil Not Applicable		Nil Not Applicable	
7.6	Shares acquired by way of Share Purchase Agreement ('SPA') • Number • % of Equity Share Capital	10,70,600 35.69%		10,70,600 35.69%	
7.7	Shares acquired by way of Open Offer • Number • % of Equity Share Capital	10,50,000 35.00%		7,10,550 23.68%	
7.8	Shares acquired after Detailed Public Statement ('DPS') • Number • % of Equity Share Capital • Price of the Shares acquired	Nil Nil Not Applicable		Nil Nil Not Applicable	
7.9	Post Offer Shareholding of the Acquirer	No of Shares	% of Equity Share Capital	No of Shares	% of Equity Share Capital
		21,20,600	70.69	17,81,150	59.37%
7.10	Pre & Post offer Shareholding of the Public	Pre Offer	Post Offer	Pre Offer	Post Offer
	• Number	18,42,700	8,79,500 [#]	18,42,700	12,18,950 [#]
	• % of Equity Share Capital	61.42%	29.32%	61.42%	40.63%

* Assuming full acceptance in the Open Offer.

[#] Includes 86,800 Equity Shares held by Mrs. Priyanka Gairola alias Mrs. Priyanka Birmecha erstwhile promoter. She shall be re-classified as Public Shareholder subject to compliance of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015].

- 8) The Acquirers accepts full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under Regulations.
- 9) A copy of this Post Offer Advertisement is expected to be available on the websites of SEBI i.e. www.sebi.gov.in, Metropolitan Stock Exchange of India Limited, Mumbai (“**MSEIL**”) i.e. www.msei.in and BSE Limited, Mumbai (“**BSE**”) i.e. www.bseindia.com.

Capitalized terms used in this advertisement, but not defined herein, shall have the same meanings assigned to such terms in the Letter of Offer dated March 11, 2020.

Issued by Manager to the Offer:



MARK CORPORATE ADVISORS PRIVATE LIMITED
CIN: U67190MH2008PTC181996
404/1, The Summit Business Bay,
Sant Janabai Road (Service Lane),
Off W. E. Highway, Vile Parle (East),
Mumbai-400 057
Telefax No.: +91 22 2612 3207/08
Contact Person: Mr. Manish Gaur
E-Mail ID: openoffer@markcorporateadvisors.com
SEBI Regn No.: INM000012128
Website: www.markcorporateadvisors.com

For and on behalf of the Acquirers:

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

Sd/-
Sojan V Avirachan
("Acquirer 2")

Sd/-
R Venkataramana
("Acquirer 3")

Place : Mumbai

Date : May 08, 2020