

PUBLIC ANNOUNCEMENT UNDER REGULATION 3 (1) READ WITH REGULATION 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, (THE "SEBI (SAST) REGULATIONS" or "REGULATIONS")

FOR THE ATTENTION OF THE SHAREHOLDERS OF UV BOARDS LIMITED.

Open Offer for acquisition of up to 3,20,43,141 Equity Shares, representing 26% of the total Post Preferential Paid-Up Equity Share Capital of UV Boards Limited, ("Hereinafter referred to as "Target Company") from the Public Shareholders (as defined below) by M/s Uniply Industries Limited (Hereinafter referred to as "Acquirer"), for the purpose of this Open Offer.

The Board of Directors of Target Company in their meeting held on August 11, 2017 proposed to allot up to 10,80,00,000 equity shares of Rs 2/- each to Promoter and Non-Promoter and out of which it is proposed to issue and allot up to 4,44,00,000 (Four Crore Fourty Four Lakhs Only) equity shares of face value of Rs 2/- each to the Acquirer by way of preferential allotment, in terms of Section 62 read with Section 42 of the Companies Act, 2013 and subject to Compliance with applicable provisions of SEBI (ICDR) Regulations, 2009, as amended and subject to approval from shareholders of Target Company and other approvals if any. Presently Acquirer holds 13,39,198 equity shares of Target Company representing 8.79% of the existing paid up share capital of Target Company. After the said preferential allotment, the Acquirer will hold 4,57,39,198 equity shares representing 37.11% of the Post Preferential Paid up equity share capital of Target Company. The Acquirer belongs to Promoter Group of Target Company.

1. Offer Details

(a) **Size:** The Acquirer hereby makes this Open Offer to the Public Shareholders of the Target Company to acquire up to 3,20,43,141 fully paid up equity shares of face value of Rs 2/- (Rupee Two only) each of the Target Company ("**Equity Shares**") constituting 26% of the Post Preferential equity share capital ("**Enhanced Capital**") of the Target Company ("**Offer Size**").

(b) **Price / Consideration:** The Offer Price of Rs 25/- (Rupees Twenty Five Only) per Equity Share is Calculated in accordance with Regulation 8(2) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.



(c) **Mode of Payment:** The Offer Price shall be payable in cash to the shareholders, in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

(d) **Type of Offer:** The Offer is in Compliance with Regulation 3(1) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

2. Transaction which has triggered the Open Offer Obligations (Underlying Transaction)

Details of Underlying Transaction						
Types of Transaction (direct/indirect)	Mode of Transaction (Agreement/Allotment/Market Purchase)	Shares/ Voting rights acquired/ proposed to be acquired		Total Consideration of shares/ Voting Rights (VR) acquired (Rs. In Crores)	Mode of Payment (Cash/Cheque/ Securities)	Regulation which has triggered
		Number	% vis a vis total equity/ Voting Capital *			
Direct	Preferential Allotment	4,44,00,000	37.11%	111.00	Consideration other than Cash	Regulation 3(1) of the SEBI (SAST) Regulations

Note: * The percentage is calculated on the basis of Post Preferential Equity Share Capital of Target Company.

3. Details of Acquirer

Details	Acquirer	Total
Name of Acquirer(s)/ PAC(s)	M/s Uniply Industries Limited	1
Address	572, Teynampet, Anna Salai, Chennai-600018	-
Name(s) of persons in control/promoters of Acquirer/ PAC where Acquirer/PAC are Companies	Keshav Kantamneni and M/s Foundation Outsourcing India Private Limited	-
Name of the Group, if any, to which the Acquirer/PAC belongs to	No Group	-



Pre Transaction shareholding □□Number	1339198	1339198
□□% of total share capital	8.79	8.79
Proposed shareholding after the acquisition of shares which triggered the Open Offer	4,57,39,198 equity shares representing 37.11% of the Post Preferential Paid up equity share capital of Target Company	4,57,39,198 equity shares representing 37.11% of the Post Preferential Paid up equity share capital of Target Company
Any other interest in the Target Company	Promoter of Target Company	Promoter of Target Company

4. Details of Selling Shareholders (Together the "Sellers")

Name of the Selling Shareholders	Part of promoter group (Yes/ No)	Details of shares / voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number of Shares	%	Number of Shares	%
NOT APPLICABLE					

5. Target Company

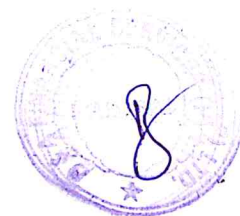
(a) **Name:** M/s UV Boards Limited

(b) **Registered Office Address:** 572, Teynampet, Anna Salai, Chennai-600018.

(c) **Exchanges where listed:** The Equity Shares are listed on the BSE Limited.

6. Other Details

(a) The Detailed Public Statement ("DPS") to be issued in accordance with Regulation 13(4) and 14(3) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto shall be published by 22nd August, 2017. The DPS shall contain details of the Offer including the detailed information of the Offer Price, detailed information on the Acquirer and Target Company, detailed reasons for the Offer, statutory approvals required for the Offer, details of financial arrangements, other terms of the Offer and conditions to the Offer.



(b) The Acquirer undertakes that it is aware of and will comply with its obligations under the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto and that it has adequate financial resources to meet its obligations under the Offer.

(c) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

(d) This Public Announcement is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto

Issued by the Manager to the Offer on behalf of the Acquirer



Manager to the Offer

D & A FINANCIAL SERVICES (P) LIMITED

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Place: Chennai

Date: August 11, 2017

