POST-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED) (" SEBI (SAST) REGULATIONS") TO THE PUBLIC SHAREHOLDERS OF

MAC CHARLES (INDIA) LIMITED

Registered office: 28, Sankey Road, Bangalore, Karnataka – 560052

Telephone Number: 080-2226 2233 / 2228 2828, Fax: 080-2226 7676 / 2226 2050

Open Offer for the acquisition of 32,36,083 (thirty two lakh thirty six thousand eighty three) equity shares of Rs. 10 (Rupees Ten only) each ("**Equity Share**") from public shareholders of Mac Charles (India) Limited ("**Target Company**") by Embassy Property Developments Private Limited ("**Acquirer**") (the "**Open Offer**").

This advertisement ("**Post-Offer Advertisement**") is being issued by o3 Capital Global Advisory Private Limited ("**Manager to the Offer**"), on behalf of the Acquirer pursuant to Regulation 18(12) of the SEBI (SAST) Regulations. The Detailed Public Statement with respect to the aforementioned Open Offer was published in Financial Express (English, All Editions), Jansatta (Hindi, All Editions), Hosadigantha (Kannada, Bangalore Edition) and Navshakti (Marathi, Mumbai Edition) (the "**Newspapers**") on October 25, 2016 (the "**DPS**"), the first corrigendum to the DPS dated November 30, 2016 was published in the Newspapers on December 1, 2016 (the "**First Corrigendum**") and the second corrigendum to the DPS dated December 29, 2016, which was published in the Newspapers on December 29, 2016 (the "**Second Corrigendum**").

1. Name of the Target Company: Mac Charles (India) Limited
2. Name of the Acquirer and PAC: Embassy Property Developments Private Limited ("**Acquirer**"), Jitendra Virwani ("**PAC**")
3. Name of the Manager to the Offer: o3 Capital Global Advisory Private Limited
4. Name of the Registrar to the Offer: Bigshare Services Private Limited
5. Offer Details:
    a. Date of opening of the Offer: January 12, 2017
    b. Date of closure of the Offer: January 25, 2017
6. Date of payment of consideration: The payment of consideration to shareholders whose shares have been accepted in the Offer was made through Stock Exchange Mechanism of BSE on February 7, 2017
7. **Details of acquisition**:

S. No.	Particulars	Proposed in the Offer Document	Actuals
1.	Offer price	Rs. 670 per equity share	Rs. 670 per equity share
2.	Aggregate number of shares tendered	32,36,083	834,468
3.	Aggregate number of shares accepted	32,36,083	833,718
4.	Size of offer (number of shares multiplied by offer price per share)	Rs. 216,81,75,610	Rs. 55,85,91,060
5.	Shareholding of the Acquirer before agreements/public announcement (No. & %)*	Nil Nil	Nil Nil

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	Shareholding of the Acquirer along with PAC before agreements/public announcement (No. & %)*	88,017 0.67%		88,017 0.67%	
6.	Shares acquired by way of Agreement • Number • % of fully diluted equity share capital*	96,16,952 73.41%		96,16,952 73.41%	
7.	Shares acquired by way of Open Offer • Number • % of fully diluted equity share capital*	32,36,083 24.70%		833,718 6.36%	
8.	Shares acquired after detailed public statement • Number • Price of the shares acquired** • % of fully diluted equity share* capital	96,16,952 Rs. 642.02 73.41%		96,16,952 Rs. 642.02 73.41%	
9.	Post offer shareholding of the Acquirer • Number • % of fully diluted equity share capital* Post offer shareholding of the Acquirer along with the PAC • Number*** • % of fully diluted equity share capital*	1,28,53,035 98.11% 1,29,41,052 98.78%		1,04,50,670 79.77% 1,05,38,687 80.44%	
10.	Pre and post offer shareholding of the Public	Pre-offer	Post-offer	Pre-offer	Post-offer
	• Number • % of fully diluted equity share capital	32,36,083**** 24.70%	Nil Nil	32,36,083 24.70%	25,62,365***** 19.56%

** Based on Voting Share Capital of 1,31,01,052 shares as defined in the Letter of Offer.*

***As per the Share Purchase Agreement, the Acquirer acquired 67,43,152 Equity Shares at Rs. 641.80 per Equity Share on November 28,2016 and 28,73,800 Equity Shares at Rs. 642.55 per Equity Share on November 29,2016. The price of the shares acquired is the weighted average price.*

***** Includes 88,017 shares held by the PAC ("Jitendra Virwani").*

****** Excludes the 88,017 shares held by the PAC before agreements / PA.*

*******Includes the 160,000 shares held by the existing promoters of the Target Company. The declassification of the existing promoters of the Target Company and classification of the Acquirer as 'promoter' under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is being taken up by the Acquirer and hence the shares held by* *the existing promoter is now classified as Public. Excluding these 160,000 shares, the post offer public shareholding is 24,02,365 shares representing 18.34% of the fully diluted equity share capital.*

8. The Acquirer along with its Directors severally and jointly accept full responsibility for the information contained in this Post-Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers), 2011.

9. A copy of this Post-Offer Advertisement will be available on the websites of SEBI, Bombay Stock Exchange and the registered office of the Target Company.

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

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER	REGISTRAR TO THE OFFER
o3capital **O3 Capital Global Advisory Private Limited** SEBI Registration Number: INM000011815 Registered Office address: 27, Magrath Road, Bangalore – 560025 Tel: +91 80 4241 0000; Fax: +91 80 4241 0022 Contact Person: Satyanarayana K Email: Satyanarayana.k@o3capital.com **Website:** http://www.o3capital.com	***Bigshare Services Private Limited*** SEBI Registration Number: INR000001385 Registered Office: E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (E), Mumbai - 400072 Tel: +91-22-4043 0200; Fax: +91-22-2847 5207 Contact Person: Ashok Shetty Email: openoffer@bigshareonline.com **Website:** http://www.bigshareonline.com/

Place: Bangalore
Date: February 16, 2017

O3 Capital Global Advisory Pvt. Ltd. Mumbai