Post-Open Offer Report under Regulation 27 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

POST OPEN OFFER REPORT

IN RESPECT OF OPEN OFFER MADE BY MR. ANIL GUPTA AND MRS. SAROJ GUPTA (HEREINAFTER COLLECTIVELY REFERRED TO AS "THE ACQUIRERS") ALONG WITH MR. RAJIV KUMAR GUPTA AND MRS. SARITA GUPTA (HEREINAFTER COLLECTIVELY REFERRED TO AS "PERSON ACTING IN CONCERTS"/"PACs") TO ACQUIRE UPTO 52,000 EQUITY SHARES OF WEEKLINE INVESTMENAT AND TRADING COMPANY LIMITED

A. Names of the parties involved

1.	**Target Company (TC)**	Weekline Investment and Trading Company Limited
2.	**Acquirers**	Mr. Anil Gupta and Mrs. Saroj Gupta
3.	**Persons acting in concert with Acquirers (PAC(s))**	Mr. Rajiv kumar Gupta and Mrs. Sarita Gupta
4.	**Manager to the Open Offer**	Sobhagya Capital Options Limited
5.	**Registrar to the Open Offer**	Skyline Financial Services Private Limited

B. Details of the offer

The offer is a mandatory offer and was made by the Acquirers along with PACs pursuant to Regulation 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereof ("SEBI (SAST) Regulations"), for taking complete Management Control of the Target Company along with acquisition of the entire present shareholding of the existing promoters in terms of the Share Purchase Agreement ("SPA") dated April 21, 2015.

- **Whether conditional offer** : No
- **Whether voluntary offer** : No
- **Whether competing offer** : No

C. Activity Schedule

Nature of Activity	Original Time Schedule Day and Date	Revised Time Schedule Day and Date
Date of the Public Announcement	Tuesday, April 21, 2015	Tuesday, April 21, 2015
Date of publication of the Detailed Public Statement	Tuesday, April 28, 2015	Tuesday, April 28, 2015

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Last date for a Competing Offer	Thursday, May 21, 2015	Thursday, May 21, 2015
Identified Date	Tuesday, June 02, 2015	Wednesday, December 30, 2015
Last Date by which Letter of Offer will be dispatched to the Shareholders	Tuesday, June 09, 2015	Wednesday, January 06, 2016
Last date for upward Revision	Wednesday, June 10, 2015	Thursday, January 07, 2016
Last date by which an independent committee of the Board of Target Company shall give its recommendation	Friday, June 12, 2015	Monday, January 11, 2016
Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspaper	Monday, June 15, 2015	Tuesday, January 12, 2016
Date of commencement of tendering period (Offer Opening Date)	Tuesday, June 16, 2015	Wednesday, January 13, 2016
Date of expiry of tendering period (Offer Closing Date)	Monday, June 29, 2015	Wednesday, January 27, 2016
Date by which all requirements including payment of consideration would be completed	Monday, July 13, 2015	#Wednesday, February 10, 2016
Date of Publication of Post Issue Advertisement	Monday, July 06, 2015	Tuesday, February 16, 2016
Report on the offer to be submitted by the Merchant Banker	Monday, July 20, 2015	Tuesday, February 16, 2016

Note: There were no delays on part of the Acquirers beyond the due dates specified in the SAST Regulations, 2011.

 # No Shares were tendered in the Open Offer

D. Details of the payment consideration in the open offer

(Value in Rs. Lakhs, except where mentioned)

Sl. No.	Item	Details
1.	**Offer Price** for fully paid shares of TC (In Rupees)	Rs. 12.00 per equity share
2.	**Offer Price** for partly paid shares of TC, if any	Not Applicable
3.	**Offer Size** (no. of shares x offer price per share)	6.24
4.	**Mode of payment of consideration** (cash or shares or secured listed debt instruments or convertible debt securities or combination)	Cash
5.	**If mode of payment is other than cash, i.e. through shares / debt or convertibles:**	
a.	**Details of offered security** • Nature of the security (shares or debt or	Not Applicable

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	convertibles) • Name of the company whose securities have been offered • Salient features of the security	
b.	**Swap Ratio** (ratio indicating the number of securities of the offeree company vis-à-vis shares of TC)	Not Applicable

E. Details of market price of the shares of TC

1. Name of the Stock Exchange where the shares of TC have been most frequently traded during 12 calendar months period prior to PA, and the volume of trading relative to the total outstanding shares of the TC

As on the date of the PA, the equity shares of the Company are currently listed on **Delhi Stock Exchange Limited ("DSE") and The Calcutta Stock Exchange Limited (CSE).** However, SEBI vide its Order No. WTM/PS/45/MRD/DSA/NOV/2014 dated November 19, 2014, has withdrawn the recognition granted to the Delhi Stock Exchange Limited.

The Equity Shares of Target are not traded on the afore referred to Stock Exchanges within the meaning of explanation provided in regulation 2(1)(j) of the SEBI (SAST) Regulations.
The total trading turnover in the Equity Shares of the Target Company on the stock exchanges based on trading volume during the twelve calendar months prior to the month of Public Announcement (April 01, 2014 to March 31, 2015) is as under:

Name of the Stock Exchanges	Total No. of Equity Shares traded during the Twelve months prior to the month of PA	Total No. of Equity Shares listed	Total Trading Turnover (as % of total Equity Shares listed)
DSE	NIL	2,00,000	Not Available
CSE	NIL	2,00,000	Not Available

2. Details of Market Price of the shares of Target Company on the Stock Exchanges:

Sl. No.	Particulars	Date	DSE		CSE	
			Opening Price (Rs. per share)	Closing Price (Rs. per share)	Opening Price (Rs. per share)	Closing Price (Rs. per share)
1.	1 trading day prior to the PA date	Monday, April 20, 2015	Not Available	Not Available	Not Available	Not Available
2.	On the date of PA	Tuesday, April 21, 2015	Not Available	Not Available	Not Available	Not Available
3.	On the date of commencement of the tendering period.	Wednesday, January 13, 2016	Not Available#	Not Available#	Not Available	Not Available
4.	On the date of expiry of the tendering period	Wednesday, January 27, 2016	Not Available#	Not Available#	Not Available	Not Available
5.	10 working days after the last date	Wednesday, February 10,	Not Available#	Not Available#	Not Available	Not Available

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	of the tendering period.	2016				
6.	Average market price during the tendering period (*viz. Average of the volume weighted market prices for all the days)*	Wednesday, January 13, 2016 to Wednesday, January 27, 2016	Not Available#	Not Available#	Not Available	Not Available

 # SEBI vide its Order No. WTM/PS/45/MRD/DSA/NOV/2014 dated November 19, 2014, has withdrawn the recognition granted to DSE.

3. The details of market prices of the TC, if traded, on the following dates specified by SEBI in para 9. of its Observation Letter no. CFD/DCR/AT/SKS/24396/2015 dated August 26, 2015 are as under:

Sl. No.	**Particulars**	**Date**	**DSE**		**ASE**	
			Opening Price (Rs. per share)	**Closing Price (Rs. per share)**	**Opening Price (Rs. per share)**	**Closing Price (Rs. per share)**
1.	As on the date of Public Announcement	Monday, April 20, 2015	Not Available	Not Available	Not Available	Not Available
2.	As on the date of Detailed Public Statement	Tuesday, April 21, 2015	Not Available	Not Available	Not Available	Not Available
3.	On Offer Opening Date	Wednesday, January 13, 2016	Not Available#	Not Available #	Not Available	Not Available
4.	On Offer Closing Date	Wednesday, January 27, 2016	Not Available#	Not Available #	Not Available	Not Available
5.	Average of the weekly high and low of the closing prices of the shares during the period from the date of PA till the closure of the offer	Monday, April 20, 2015 To Wednesday, January 27, 2016	Not Available#	Not Available #	Not Available	Not Available

 # SEBI vide its Order No. WTM/PS/45/MRD/DSA/NOV/2014 dated November 19, 2014, has withdrawn the recognition granted to DSE.

F. Details of escrow arrangements

1. Details of creation of Escrow account, as under

	Date(s) of creation	**Amount (Rs Lakhs)**	**Form of escrow account (Cash or Bank guarantee (BG) or Securities).** (In case escrow consists of BG or securities, at least 1 % consideration is to be deposited in cash; the same may be

			indicated separately.)
Escrow account (initial cash deposit being more than 25% of maximum consideration payable under the Offer)	Tuesday, April 21, 2015	1.60	Cash

2. For such part of escrow account, which is in the form of cash, give following details :

i. Name of the Scheduled Commercial Bank where cash is deposited: **ICICI Bank Limited, Churchgate Branch, Mumbai.**

ii. Indicate when, how and for what purpose the amount deposited in escrow account was released, as under:

Release of escrow account		
Purpose	**Date**	**Amount (Rs Lakhs)**
Transfer to Special Escrow Account, if any	NA	Nil
Amount released to Acquirers • Upon withdrawal of Offer • Any other purpose (to be clearly specified)* • Other entities on forfeiture	Not Applicable	Not Applicable

**Apart from closure*

3. For such part of Escrow which consists of Bank Guarantee (BG) / Deposit of Securities, the details are as under:

For Bank Guarantee

Name of Bank	Amount of Bank Guarantee	Date of creation/ revalidation of guarantee	Validity period of Bank Guarantee	Date of Release if applicable	Purpose of release
Not Applicable					

For Securities

Name of company whose security is deposited	Type of security	Value of securities as on date of creation of escrow account	Margin considered while depositing the securities	Date of Release if Applicable	Purpose of release
Not Applicable					

G. Details of response to the open offer

Shares proposed to be Acquired		Shares tendered.		Response level (no of times) (C) / (A)	Shares accepted.		Shares rejected	
No	% to total diluted share	No	% to total diluted share		No.	% w.r.t (C)	No = (C)-(F)	Reasons

	capital of TC		capital of TC					
A.	B.	C.	D.	E.	F.	G.	H.	I.
52,000	26.00%	Nil	0.00%	0.00	NA#	NA#	NA#	NA#

 # Not Applicable

H. Payment of Consideration

Due date for paying consideration to shareholders whose shares have been accepted	Actual date of payment of consideration	Reasons for delay beyond the due date
Wednesday, February 10, 2016	Not Applicable	Not Applicable

No Shares were tendered in the Open Offer.

- Details of special escrow account where it has been created for the purpose of payment to shareholders: **Not Applicable**
- Name of the Concerned Bank: **Not Applicable**
- Details of the manner in which consideration (where consideration has been paid in cash), has been paid to shareholders whose shares have been accepted are as under:

Mode of paying the Consideration	No. of Shareholders	Amount of Consideration (Rs lakhs)
Physical mode	Not Applicable	Not Applicable
Electronic mode (NEFT/ECS/ direct transfer, etc.)	Not Applicable	Not Applicable

I. Pre and post offer shareholding of the Acquirers and PACs in TC

Sl. No.	Shareholding of Acquirers and PACs	No of shares	% of total share capital of TC as on closure of tendering period
1.	Shareholding before PA	35,680	17.84%
2.	Shares acquired by way of an agreement, if applicable	98,600	49.30%
3.	Shares acquired after the PA but before 3 business days prior to commencement of tendering period. - Through market purchases -Through negotiated deals/ off market deals	Not Applicable	Not Applicable
4.	Shares acquired in the open offer	Nil	Not Applicable
5.	Shares acquired during exempted 21-day period after offer (if applicable)	Not Applicable	Not Applicable
6.	Post - offer shareholding	1,34,280	67.14%

J. Further details regarding the acquisitions mentioned at points 3, 4 & 5 of the above table are as under:

1	Name(s) of the entity who acquired the shares	Not Applicable

2	Whether disclosure about the above entity(s) was given in the LOF as either Acquirer or PAC.	Not Applicable
3	No of shares acquired per entity	Not Applicable
4	Purchase price per share	Not Applicable
5	Mode of acquisition	Not Applicable
6	Date of acquisition	Not Applicable
7	Name of the Seller in case identifiable	Not Applicable

K. Pre and post offer Shareholding Pattern of the Target Company:

	Class of entities	Shareholding in a TC			
		Pre-Offer		Post Offer (actual)	
		No.	%*	No.	%*
1.	Acquirers along with PACs	35,680	17.84%	1,34,280	67.14%
2.	Erstwhile Promoters (persons who cease to be promoters pursuant to the Offer)	98,600	49.30%	Nil	Nil
3.	Continuing Promoters	Nil	Nil	Nil	Nil
4.	Sellers if not in 1 and 2	Nil	Nil	Nil	Nil
5.	Other Public Shareholders	65,720	32.86%	65,720	32.86%

L. Details of Public Shareholding in the Target Company:

Sl. No.	Particular	No of shares*	% of total share capital of TC *
1.	Indicate the minimum public shareholding the TC is required to maintain for continuous listing	50,000	25%
2.	Indicate the actual public shareholding ~~and if it has fallen below the minimum public shareholding limit, delineate the further steps which will taken in accordance with the disclosures given in the LOF.~~	65,720	32.86%

M. Other relevant information, if any: Nil

Signature of Manager to the Offer

For **Sobhagya Capital Options Limited**

SOBHAGYA CAPITAL OPTIONS LTD. NEW DELHI

(RAVINDRA KUMAR SINGHVI)
Director

Date: February 15, 2016
Place: New Delhi