

POST OFFER ADVERTISEMENT

Potential Investments and Finance Limited ("PIFL" or "Target Company")

Registered Office: A-3, NDSE, 3rd Floor, Part - I, New Delhi - 110049;

Tel No.: 011-41070148; and Fax: 011-41070148;

Open Offer for acquisition of 4,810,000 Equity Shares from shareholders of the Target Company by
Mr. Saket Agarwal ("Acquirer")

This Post Offer Advertisement is being issued by **Corporate Professionals Capital Private Limited**, for and on behalf of **Mr. Saket Agarwal ("Acquirer")** in compliance with Regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The Detailed Public Statement with respect to the aforementioned offer was made on January 29, 2016, Friday in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions) and Mahanayak (Marathi) (Mumbai Edition).

1.	Name of the Target Company	M/s. Potential Investments and Finance Limited			
2.	Name of the Acquirer	Mr. Saket Agarwal			
3.	Name of the Manager to the Offer	M/s. Corporate Professionals Capital Private Limited			
4.	Name of the Registrar to the Offer	M/s. Skyline Financial Services Private Limited			
5.	Offer Details				
a.	Date of Opening of the Offer	April 18, 2016, Monday			
b.	Date of Closure of the Offer	May 02, 2016, Monday			
6.	Date of Payment of Consideration	May 10, 2016, Tuesday			
7.	Details of Acquisition				
Sl. No.	Particulars	Proposed in the Offer Document		Actuals	
7.1	Offer Price	Rs. 14.00/- per equity share		Rs. 14.00/- per equity share	
7.2	Aggregate number of shares tendered	4,810,000 Equity Shares		325,010 Equity Shares	
7.3	Aggregate number of shares accepted	4,810,000 Equity Shares		325,010 Equity Shares	
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	Rs. 67,340,000/-		Rs. 4,550,140/-	
7.5	Shareholding of the Acquirer before Agreements/ Public Announcement (No. & %)	3,800,000 Equity Shares (20.54%)		3,800,000 Equity Shares (20.54%)	
7.6	Shares Acquired by way of Agreements • Number • % of Fully Diluted Equity Share Capital	3,097,900 Equity Shares* (16.75%)		3,097,900 Equity Shares* (16.75%)	
7.7	Shares Acquired by way of Open Offer • Number • % of Fully Diluted Equity Share Capital	4,810,000 Equity Shares (26.00%)		325,010 Equity Shares (1.75%)	
7.8	Shares acquired after Detailed Public Statement • Number of shares acquired • Price of the shares acquired • % of the shares acquired	Nil		Nil	
7.9	Post offer share holding of Acquirer • Number • % of Fully Diluted Equity Share Capital	11,707,900 Equity Shares (63.29%)		7,222,910 Equity Shares (39.04%)	
7.10	Pre & Post offer shareholding of the Public • Number • % of Fully Diluted Equity Share Capital	Pre offer	Post offer	Pre offer	Post offer
		11,602,100	6,792,100	11,602,100	11,277,090
		62.71	36.71	62.71	60.96

(*)These shares have not been acquired by the Acquirer yet.

Note:

The Acquirer 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.

A copy of this Post Offer Advertisement will also be available on the SEBI website at www.sebi.gov.in; BSE website at www.bseindia.com, website of Manager to the Offer www.corporateprofessionals.com and at the Registered Office of the Target Company i.e. A-3, NDSE, 3rd Floor, Part-I, Delhi - 110049;

Issued by Manager to the Offer



Corporate Professionals

WHERE EXCELLENCE IS LAW

CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

D-28, South Extn., Part 1, New Delhi - 110 049

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SEBI Regn. No: INM000011435

On behalf of Acquirer

(Saket Agarwal)

Place: New Delhi
Date: May 12, 2016