

PUBLIC ANNOUNCEMENT UNDER REGULATION 3 (1) AND 4 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 R. R. CORPORATE SECURITIES LIMITED

Open Offer for acquisition of up to 8,32,000 equity shares, representing 26.00% of the total paid-up equity share capital of R. R. Corporate Securities Limited, (“Target Company”) from the Public Shareholders (as defined below) of the Target Company by M/s RV Buildtech & Amusement Private Limited (“Hereinafter referred to as “Acquirer”) for the purpose of this Open Offer.

On August 22, 2014, the Acquirer signed a share purchase agreement (“SPA”) with the Sellers (as mentioned in paragraph 4 below) of the target company to acquire 17,43,870 (Seventeen Lacs Forty Three Thousand Eight Hundred and Seventy Only) equity shares constituting 54.50% of the total paid up equity share capital of the Target Company along with complete control and management of the target company. Presently Mr. Rajesh Mehta holds 13,36,200 equity shares representing 41.76% of the total paid up equity share capital and Mrs. Leena Mehta holds 4,07,670 equity shares representing 12.74% of the total paid up equity share capital of Target Company. Consequently, the acquirer shall acquire substantial shares/ voting rights along with complete control over the management and affairs of the Target Company after the successful completion of open offer.

This Public Announcement (“**Public Announcement**” or “**PA**”) is being issued by D & A Financial Services (P) Limited (“**Manager to the Offer**”) for and on behalf of the Acquirer to the equity shareholders of the Target Company excluding the parties to the SPA, persons acting in concert or deemed to be acting in concert with these parties (“**Public Shareholders**”) pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of the SEBI (SAST) Regulations.

1. Offer Details

(a) **Size:** The Acquirer hereby make this Open Offer to the Public Shareholders of the Target Company to acquire up to 8,32,000 fully paid up equity shares of face value of Rs 10/- (Rupee Ten only) each of the Target Company (“**Equity Shares**”) constituting 26% of the fully paid up equity share capital of the Target Company (“**Offer Size**”).

(b) **Price / Consideration:** The Offer Price of Rs 5/- (Rupees Five Only) per equity share is Calculated in accordance with Regulation 8(2) of the Regulations (“**Offer Price**”), aggregating to a consideration of up to Rs 41.60 Lacs assuming full acceptance.

(c) **Mode of Payment:** The Offer Price is payable in cheque/demand draft in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.

(d) **Type of Offer:** The Offer is in Compliance with Regulation 3(1) and 4 of the SEBI (SAST) Regulations.

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 Lakhs)	Mode of Payment (Cash/ Cheque/ Securities)	Regulation which has been triggered
		Number	% vis a vis total equity / Voting Capital			
Direct	Acquisition through SPA	1743870	54.50%	34.87	Cheque	Regulations 3(1) and 4 of the SEBI (SAST) Regulations

3. Details of Acquirer/PACs

(A) Details of Acquirer

Details	Acquirer	Total
Name of Acquirer(s)/ PAC(s)	M/s RV Buildtech & Amusement Private Limited	1
Registered Office Address	Metro Walk, Administrative Block, Sector-10, Rohini, New Delhi-110085.	-
Name(s) of persons in control/promoters of Acquirers/ PAC where Acquirers/PAC are Companies	Mr Gian Vijeshwar and Mr Robin Vijeshwar	-
Name of the Group, if any, to which the Acquirer/PAC belongs to	N.A	-
Pre Transaction Shareholding □□Number	Nil	Nil
□□% of total share capital	NA	NA
Proposed shareholding after the acquisition of shares	1743870 equity shares constituting 54.50% of the paid up share capital	1743870 equity shares constituting 54.50% of

which triggered the Open Offer	of the Target Company under SPA	the paid up share capital of the Target Company under SPA
Any Other Interest in the Target Company	Nil	No

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	%
Mr. Rajesh Mehta	Yes	1336200	41.76	Nil	Not Applicable
Mrs. Leena Mehta	Yes	407670	12.74	Nil	Not Applicable

5. Details of Target Company

- (a) **Name:** R. R. Corporate Securities Limited
- (b) **Registered/ Corporate Office Address:** 13, Community Centre, First Floor, East of Kailash, New Delhi - 110065
- (c) **Exchanges where listed:** The Equity Shares of Target Company are presently listed on the Delhi Stock Exchange Limited.

6. Other Details

- (a) The Detailed Public Statement (“**DPS**”) to be issued in accordance with regulation 13(4) of the SEBI (SAST) Regulations shall be published by August 29, 2014. The DPS shall contain details of the Offer including the detailed information of the Offer Price, detailed information on the Acquirer / ~~PAC~~ and Target Company, detailed reasons for the Offer, statutory approvals required for the Offer, details of financial arrangements, other terms of the Offer, conditions to the Offer and conditions precedent to the SPA.
- (b) The Acquirer undertakes that it is aware of and will comply with its obligations under the SEBI (SAST) Regulations and 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.
- (d) This Public Announcement is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations

(e) Completion of the Offer and the underlying transaction, as envisaged under the SPA, is subject to the satisfaction or waiver, if applicable, of the conditions precedent set out in the SPA, including receipt of required statutory approvals, if any.

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



Manager to the Offer

D & A FINANCIAL SERVICES (P) LIMITED

13, Community Centre, East of Kailash,
New Delhi – 110065.

Tel nos.: 011-26419079/ 26218274;

Fax no.: 011 - 26219491;

Email: dafspl@gmail.com

Contact Person: Mr. Priyaranjan

Place: New Delhi

Date: August 22, 2014