DRAFT LETTER OF OFFER

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

*This Letter of Offer is sent to you as shareholder(s) of **R R Corporate Securities Limited,** If you require any clarification about the action to be taken, you may please consult your stockbroker or investment consultant or the Manager to the Offer or the Registrar to the Offer. In case you have recently sold your equity shares in R R Corporate Securities Limited, please hand over this Letter of Offer and the accompanying Form of Acceptance cum Acknowledgement, and Transfer Deed(s) to the Member of Stock Exchange through whom the said sale was effected.*

OPEN OFFER BY

M/s RV BUILDTECH & AMUSEMENT PRIVATE LIMITED

Registered Office: Metro Walk, Administrative Block Sector – 10, Rohini, Near Rithala Metro Station, New Delhi – 110085

Ph No. 0120-4515253, Fax. 0120 - 4650644

to the existing shareholders of

R. R CORPORATE SECURITIES LIMITED

Registered Office: 13, Community Centre, First Floor, East of Kailash, New Delhi - 110065

Ph No. 011 - 26477221

TO ACQUIRE

upto **8,3,2000** equity shares of Rs. 10/- each representing 26% of the total equity/voting share capital of Target Company at a price of Rs 10/- (Rupees Ten Only) per fully paid equity share payable in Cash.

Notes:

1. The Offer is being made by the Acquirer pursuant to the Regulations 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("SEBI SAST Regulations").

2. This Offer is not conditional to any minimum level of acceptance.

3. This is not a Competing Offer.

4. As on the date of this LOF, there is a requirement of prior approval from Reserve Bank of India in terms of RBI Notification No. DNBS. (PD) 275/GM(AM)-2014 dated May 26, 2014 for transfer of management and control of Non- Banking Finance Company.

5. The Acquirer may revise the Offer Price at any time upto 3 working days prior to the opening of the tendering period of the Offer i.e. Friday, October 17, 2014. Any upward revision or withdrawal, if any, of the Offer would be informed by way of the Issue Opening Public Announcement in the same newspapers and editions in which the original Detailed Public Statement had appeared. Consideration at the same rate will be paid by the Acquirer for all equity shares tendered anytime during the Offer.

6. There is no Competing Offer (will be updated).

7. A Copy of the Public Announcement, Detailed Public Statement and the LOF (including Form of Acceptance-cum-Acknowledgement) are also available on Securities and Exchange Board of India (SEBI) website: www.sebi.gov.in

Manager to the Offer	Registrar 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** **SEBI Regd. No. INM000011484**	**Beetal Financial & Computer Services Pvt. Limited** Beetal House, 3rd Floor, 99, Madangir, Near Dada Harsukh Das Mandir, New Delhi-110062 E. Mail: beetalrta@gmail.com Tel. Nos.: 29961281-82, Fax No.: 29961284 Contact Person: Mr. Punit Mittal **SEBI Regd. No. INR000000262**
OFFER OPENS ON: FRIDAY, OCTOBER 17, 2014	**OFFER CLOSES ON: WEDNESDAY, NOVEMBER 05, 2014**

SCHEDULE OF THE MAJOR ACTIVITIES OF THE OFFER

S. No	Activity	Days & Dates
1.	**Date of Public Announcement**	**Friday, August 22, 2014**
2.	Date of Publication of Detailed Public Statement	Friday, August 29, 2014
3.	Filing of the Draft letter of Offer to SEBI	Friday, September 05, 2014
4.	Last Date for a competitive offer(s)	Friday, September 19, 2014
5.	**Identified Date***	**Tuesday, September 30, 2014**
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	Friday, October 10, 2014
7.	**Last Date for revising the Offer Price/ number of shares.**	**Tuesday, October 14, 2014**
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	Wednesday, October 15, 2014
9.	**Date of Publication of Offer Opening Public Announcement**	**Thursday, October 16, 2014**
10.	**Date of Commencement of Tendering Period (Offer Opening date)**	**Friday, October 17, 2014**
11.	**Date of Expiry of Tendering Period (Offer Closing date)**	**Wednesday, November 05, 2014**
12.	Last Date of communicating rejection/acceptance and payment of consideration for applications accepted/ return of unaccepted share certificates/ credit of unaccepted Equity Shares to Demat Account.	Thursday, November 20, 2014

**The identified date is only for the purpose of determining the public shareholders as on such date to whom the Letter of Offer would be mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.*

RISK FACTORS

Risk Factors relating to the transaction

- The Offer is subject to prior approval from Reserve Bank of India in terms of RBI Notification No. DNBS. (PD) 275/GM(AM)-2014 dated May 26, 2014 for transfer of management and control of Non- Banking Finance Company. No Other statutory approvals are required however, it will be subject to all statutory approvals that may become applicable at a later date. The Acquirer reserve the right to withdraw the Offer in accordance with Regulation 23 (1) (a) of the SEBI (SAST)

Regulations in the event the requisite statutory approvals for the purpose of this Offer or those that may be necessary at a later date are refused.

- In the event that (a) the regulatory approvals are not received in a timely manner; or (b) there is any litigation to stay the offer; or (c) SEBI instructs the Acquirer not to proceed with the offer, then the offer proceeds may be delayed beyond the schedule of activities indicated in this Draft Letter of offer. Consequently, the payment of consideration to the public shareholders of RRCSL, whose shares have been accepted in the offer as well as the return of shares not accepted by the Acquirer, may be delayed. The tendered equity shares and documents will be held by the Registrar to the Offer, until such time as the process of acceptance of such equity shares and the payment of consideration thereto is completed.

- In case of delay in receipt of any statutory approval, SEBI has the power to grant extension of time to Acquirer for payment of consideration to the public shareholders of the Target Company who have accepted the Offer within such period, subject to Acquirer agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations.

- The equity shares tendered in the Offer will be held in trust by the Registrar to the Offer until the completion of the Offer (in accordance with the Regulations and other applicable laws, rules and regulations), and the shareholders will not be able to trade, sell, transfer, exchange or otherwise dispose of such equity shares until the completion of the Offer or withdrawal of the Offer in accordance with Regulation 23 (1) of the SEBI (SAST) Regulations. During such period there may be fluctuations in the market price of the equity shares. Accordingly, the Acquirer do not make any assurance with respect to the market price of the equity shares at any time, whether during or upon or after the completion of the Offer, and disclaim any responsibility or obligation of any kind (except as required by applicable law) with respect to any decision by any shareholder on whether to participate or not to participate in the Offer.

- Shareholders should note that the Shareholders who tender the Equity Shares in acceptance of the Offer shall not be entitled to withdraw such acceptances during the Tendering Period.

- In the event of over-subscription to the offer, the acceptance will be on a proportionate basis and hence there is no certainty that all the shares tendered by the shareholders in the Offer will be accepted.

- The Acquirer and the Manager to the Offer accept no responsibility for statements made otherwise than in the Public Announcement, DPS or this Draft Letter of offer or in the advertisements or other materials issued by, or at the instance of the Acquirer and the Manager to the Offer, and anyone placing reliance on any other source of information, would be doing so at his/her/their own risk.

- This Offer is subject to Completion risks as would be applicable to similar transactions.

Risk Factors relating to the proposed Offer

1. In the event that either (a) there is any litigation to stay the offer, or (b) SEBI instructs the Acquirer to comply with certain conditions before proceeding with the offer, then the offer procedure may be delayed beyond the schedule of activities indicated in this Letter of Offer. Consequently, the payment of consideration to the public shareholders of the Target Company, whose shares have been accepted in the offer as well as the return of shares not accepted by the Acquirer, may be delayed. In case of delay in receipt of any statutory approval, SEBI has the power to grant extension of time to the Acquirer for payment of consideration to the public shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirer agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI SAST Regulations.

2. **As per Regulation 18(9) of SEBI SAST Regulations, Shareholders who have tendered shares in acceptance of the open offer shall not be entitled to withdraw such acceptance during the tendering period, even if the acceptance of shares under the Offer and dispatch of consideration gets delayed.**

3. In the event of over-subscription to the Offer, the acceptance will be on a proportionate basis.

4. The tendered shares and the documents would be held in trust by the Registrar to the Offer until the completion of Offer formalities and during this period, shareholders who have tendered their shares in the Offer will not be able to trade in the shares on the Stock Exchanges or take advantage of upward movement in the share price, if any. Accordingly, the Acquirer makes no assurance with respect to any decision by the shareholders on whether or not to participate in the offer.

5. The Acquirer and the Manager to the Offer accept no responsibility for statements made otherwise than in the Letter of Offer (LOF)/ Detailed Public Statement (DPS)/Public Announcement (PA) and anyone placing reliance on any other sources of information (not released by the Acquirer) would be doing so at his / her / its own risk.

Probable risks involved in associating with the Acquirer

1. The Acquirer make no assurance with respect to the financial performance of the Target Company after change of control of management and disclaim any responsibility with respect to any decision by the Shareholders on whether or not to participate in the Offer.

2 The Acquirer make no assurance with respect to its investment/divestment decisions relating to its proposed shareholding in the Target Company.

3. The Acquirer do not provide any assurance with respect to the market price of the equity shares of the Target Company before, during or after the Offer.

The risk factors set forth above, pertain to the Offer and associating with the Acquirer, and are not in relation to the present or future business or operations of the Target Company or any other related matters, and are neither exhaustive nor intended to constitute a complete analysis of the risks involved in participation or otherwise by a shareholder in the Offer. Shareholders of the Target Company are advised to consult their stockbrokers or investment consultants, if any, for analyzing all the risks with respect to their participation in the Offer.

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1. DEFINITIONS/ ABBREVIATIONS

1.	Acquirer	M/s RV Buildtech & Amusement Private Limited
2	Book Value per share	Net worth / Number of equity shares issued
3	DSE	Delhi Stock Exchange Limited
4	EPS	Profit after tax / Number of equity shares issued
5	Form of Acceptance	Form of Acceptance cum Acknowledgement
6	LOF or Letter of Offer	Offer Document
7	Manager to the Offer or, Merchant Banker	D & A Financial Services (P) Limited
8	N.A.	Not Available
9	Negotiated Price	Rs 2.00/- (Rupee Two Only) per fully paid up equity share/ voting share capital of face value of Rs 10/- each.
10	Offer or The Offer	Open Offer for acquisition of upto 832000 equity shares (“Offer

		Shares") of Rs 10/- each representing 26% of the total paid up equity share capital of Target Company at a price of Rs 5 (Rupees Five Only) per fully paid equity share, payable in Cash.
11	Offer Price	Rs 5 (Rupees Five Only) per share for fully paid equity shares of Rs 10/- each, payable in Cash.
12	Persons eligible to participate in the Offer	Registered shareholders of R R Corporate Securities Limited and unregistered shareholders who own the equity shares of R R Corporate Securities Limited any time prior to the Offer Closure other than the Acquirer and Parties to the Agreement.
13	Public Announcement or **"PA"**	Public Announcement submitted to stock exchange where the Target Company was listed as well as to SEBI on August 22, 2014
14	Registrar or Registrar to the Offer	M/s Beetal Financial and Computer Services Private Limited
15	Return on Net Worth	(Profit After Tax/Net Worth) *100
16	RBI	Reserve Bank Of India
17	SEBI	Securities and Exchange Board of India
18	SEBI (SAST) Regulations, 2011 or Regulations or SEBI SAST Regulations.	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto
19	SEBI Act	Securities and Exchange Board of India Act, 1992
20	Seller	Mr. Rajesh Mehta and Mrs. Leena Mehta
21	SPA	Share Purchase Agreement
22	Share(s)	Fully paid-up Equity Shares of face value of Rs 10/- each of the Target Company
23	Shareholders	Shareholders of the Target Company
24	Target Company or RRCSL	R. R. Corporate Securities Limited
25	Total paid-up Capital / Equity Capital of the Target Company	Consisting of 3200000 fully paid up Equity Shares of Rs 10/- each of the Target Company as on the date of this Letter of Offer
26	Target Company/ the Company/RRCSL	Company whose equity shares are proposed to be acquired viz. R R Corporate Securities Limited
27	Tendering Period	Period within which shareholders may tender their shares in acceptance of this open offer i.e. from October 17, 2014 to November 05, 2014
28	Working Day	Working Day of SEBI, Mumbai

2. DISCLAIMER CLAUSE

IT IS TO BE DISTINCTLY UNDERSTOOD THAT FILING OF DRAFT LETTER OF OFFER WITH SEBI SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED, VETTED OR APPROVED BY SEBI. THE DRAFT LETTER OF OFFER HAS BEEN SUBMITTED TO SEBI FOR A LIMITED PURPOSE OF OVERSEEING WHETHER THE DISCLOSURES CONTAINED THEREIN ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE THE SHAREHOLDERS OF R. R. CORPORATE SECURITIES LIMITED TO TAKE AN INFORMED DECISION WITH REGARD TO THE OFFER. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR FINANCIAL SOUNDNESS OF THE ACQUIRER, OR THE COMPANY WHOSE SHARES/CONTROL IS PROPOSED TO BE ACQUIRED OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE LETTER OF OFFER. IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE ACQUIRER IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THIS LETTER OF OFFER, THE MERCHANT BANKER IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT ACQUIRER DULY DISCHARGE ITS RESPONSIBILITY ADEQUATELY. IN THIS BEHALF AND TOWARDS THIS

PURPOSE, THE MERCHANT BANKER, D & A FINANCIAL SERVICES (P) LIMITED HAS SUBMITTED A DUE DILIGENCE CERTIFICATE DATED SEPTEMBER 03, 2014 TO SEBI IN ACCORDANCE WITH THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDEMENTS THEREOF. THE FILING OF THE LETTER OF OFFER DOES NOT, HOWEVER, ABSOLVE THE ACQUIRER FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE OFFER.

3. DETAILS OF THE OFFER

3.1 Background of the Offer

3.1.1 The Offer is being made under Regulation 3(1) and 4 of SEBI (SAST) Regulations and as a result of this Offer, the Acquirer will have substantial acquisition of shares or voting rights of target company along with management and Control of target company.

3.1.2 The Acquirer namely M/s AV Buildtech Amusement Private Limited does not hold any shares in target company.

3.1.3 The Acquirer and Sellers have entered into the Share Purchase Agreement on August 22, 2014, pursuant to which and subjected to the satisfaction or waiver, if applicable, of the conditions contained in the SPA, the Seller have agreed to sell, and the Acquirer has agreed to purchase in cash 1743870 equity shares representing 54.50% of the total issued and paid up equity share capital of the company at a price of Rs 2.00 (Rupees Two Only) per equity shares (the **"Sale Shares"**) along with complete management control of the target company from the Seller. The Seller is promoter shareholder and are the legal and beneficial owner of the shares held by it of the Target Company as detailed in below mentioned table and they form part of Promoters/ Promoter Group of the Target Company and are in management control of the Target Company. The Completion of acquisition of shares under the SPA shall be done in Compliance with Regulation 22(1) of the Regulations.

(a)The Details of the Sellers is as under:

Sl. No	Name of Shareholders/ Sellers	Residential Address	No. of Shares agreed to sale	% to the Paid up Capital	Sale price per equity shares (In Rs.)	Sale Consideration (In Rs)
1	Mr Rajesh Mehta	I – 43, Lajpat Nagar – III, New Delhi - 110024	1336200	41.76	2	2672400
2	Mrs Leena Mehta	I – 43, Lajpat Nagar – III, New Delhi - 110024	407670	12.74	2	815340
	Total		**1743870**	**54.50**		**3487740**

3.1.4 The important features of the SPA are laid down as under:

a. In consideration of the purchase of the shares, the Acquirer shall pay total cash consideration of Rs 3487740/- (Rupees Thirty Four Lacs Eighty Seven Thousand Seven Hundred Forty Only).

b. Against payment of the sale consideration, the Seller as the legal and beneficial owner of the shares, shall sell, transfer, convey and deliver to the Acquirer and the Acquirer shall purchase and acquire from the Seller, shares free from all encumbrances, all rights, title and interests of the Seller in the shares together with all accrued benefits, rights and obligations attaching thereto.

c. The Acquirer undertakes and covenant to take all steps and actions as may be necessary for compliance with the provisions of the Takeover Code. The Sellers agree to provide the Acquirer with all necessary support, for complying with the provisions of the Takeover Code relating to Public Offer as are applicable to the transaction envisaged herein.

d. In the event the Acquirer fail to comply with the applicable provisions of the Takeover Code relating to the Public Offer, the SPA shall stand terminated and shall be null and void.

3.1.5 Neither the Acquirer, Sellers nor the Target Company have been prohibited by SEBI from dealing in securities, in terms of direction under Section 11B of the SEBI Act or under any of the Regulations made under the SEBI Act.

3.1.6 The Acquirer may, after completion of transaction of Sale Shares and in Compliance with Regulation 22(1) of the SEBI (SAST) Regulations, reconstitute the Board of Directors of the Target Company by appointing their representatives, as they may deem fit. As on date, the Acquirer has not decided on the names of persons who may be appointed on the Board of Directors of the Target Company.

3.1.7 The Board of the Target Company shall, in accordance with Regulation 26(6) of the SEBI SAST Regulations, constitute a committee of independent directors who would provide its written reasoned recommendation on the Offer to the Shareholders of the Target Company. In accordance with Regulation 26(7), the committee of independent directors of the Target Company shall provide their reasoned recommendations on this open offer to its shareholders and the Target Company shall in accordance with Regulation 26(6), cause to publish such recommendation at least two working days before the commencement of the tendering period i.e. on or before Wednesday, October 15, 2014, in the same newspapers where the DPS of the Offer was published.

3.2 Details of the Proposed Offer

3.2.1 A Detailed Public Statement, as per Regulation 14 (3) of the SEBI SAST Regulations, was made in the following Newspapers, on August 29, 2014:

Publication	Editions
Business Standard (English)	All Editions
Business Standard (Hindi)	All Editions

Copy of Detailed Public Statement is also available on the SEBI website at www.sebi.gov.in

3.2.2 The Acquirer are making an offer in terms of Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 to acquire 832000 equity shares of Rs 10/- each fully paid up representing 26% of the share/voting capital of “RRCSL” at a price of Rs 5/- (Rupees Five Only) per fully paid up equity share ("**Offer Price**") payable in cash subject to the terms and conditions set out in the Public Announcement, Detailed Public Statement and this Letter of Offer.

3.2.3 The Offer price is Rs 5/- per equity share. As on date of this Letter of Offer, all the equity shares of the Target Company are fully paid up and there are no partly paid up equity shares in the Target Company. There are no outstanding convertible instruments (debentures/warrants/FCDs/PCDs) etc. into equity shares on any later date.

3.2.4 There is no differential pricing for the shares proposed to be acquired under the open offer.

3.2.5 This is not a Competing Offer.

3.2.6 All the shares tendered shall be free from lien, charges and encumbrances of any kind, whatsoever.

3.2.7 The Offer is not subject to any minimum level of acceptance from the shareholders i.e. **it is not a Conditional Offer** and the Acquirer will be obliged to acquire all the equity shares tendered in response to the Offer, subject to a maximum of 832000 equity shares that are tendered in the valid form in terms of the Offer subject to the terms and conditions mentioned in the DPS and the Letter of Offer ("LOF") to be mailed to the shareholders of the Target Company.

3.2.8 The Acquirer has not acquired any shares of the target company from the date of public Announcement upto the date of this Draft Letter of Offer.

3.2.9 The Acquirer at present have no intention to sale, lease, dispose of or otherwise encumber any significant material assets of target company or any of its subsidiaries in the succeeding two years, except in the ordinary course of business of target company. However target company's future policy for disposal of its material assets, if any, or any of its subsidiaries will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders of target company, by way of postal ballot and the notice of such postal ballot shall contain as to why such disposal is necessary, in terms of provisions of Regulation 25(2) of the SEBI (SAST) Regulations, 2011.

3.2.10 The acquisition of 26% of the paid up equity share capital of target company under this offer together with the equity shares being acquired in terms of share purchase agreement and equity shares presently held by the acquirer if any, will result in public shareholding in RRCSL being reduced below the minimum level required for the purpose of continuous listing under clause 40A of the Listing Agreement and Rule 19A of the Securities Contract Regulations/Rules ("SCRR"). Assuming full acceptance under this offer, the post offer holdings of the acquirer shall go beyond the maximum permissible non- public shareholding under SCRR and in case the holding of the acquirer goes beyond the limit due to further acquisitions, the acquirer hereby undertakes to reduce their shareholding to the level stipulated in the SCRR and within the time specified therein and through permitted routes available under the listing agreement including any other such routes as may be approved by SEBI from time to time

3.3 Object of the Acquisition/ Offer

3.3.1 The Acquirer is interested in taking over the management and control of target company. Thus substantial acquisition of shares and voting rights accompanied with change in control and management is the reason and rationale for the offer.

3.3.2 The Acquirer will continue the existing line of business of Target Company.

4. BACKGROUND OF THE ACQUIRER

4.1 M/S RV BUILDTECH & AMUSEMENT PRIVATE LIMITED ("ACQUIRER"/RVBAPL)

4.4.1 R V Buildtech & Amusement Private Limited (Hereinafter referred to as "RVBPL") is a Private Limited Company incorporated with the Registrar of Companies, National Territory of Delhi and Haryana vide its certificate of incorporation dated August 19, 2011 under the provisions of Company Act, 1956. At present the Registered Office of the Company is situated at Metro Walk, Administrative Block Sector – 10, Rohini, Near Rithala Metro Station, New Delhi – 110085 India.

4.4.2 Presently, the acquirer company is engaged in the business of providing amusement & entertainment of all sorts anywhere in India or abroad to the public or private and to promote, acquire, purchase, develop and sell properties for the purpose of Amusement & Entertainment Parks & Commercial Complex and providing consultancy for setting up any business of Amusement & Entertainment.

4.4.3 The Shareholding Pattern of RVBAPL as on date, is as under:

S. No.	Name	No. of Shares	% of shareholding
	Promoters		
1.	Gian Vijeshwar	995000	99.50
2.	Robin Vijeshwar	5000	0.50

	Public	Nil	N.A
	TOTAL	**1000000**	**100**

4.4.4 The details of Board of Directors of RVBAPL, as on date of Public Announcement are as follows:

S No	Name of the Director	Resident Address	Date of Appointment	Director Identification Number (DIN)	Designation
1	Gian Vijeshwar	180A, Sainik Farms, New Delhi -110062	19.08.2011	00009686	Director
2	Robin Vijeshwar	180A, Sainik Farms, New Delhi -110062	19.08.2011	00016318	Director
3	Monny Vijeshwar	180A, Sainik Farms, New Delhi -110062	19.08.2011	01460666	Director
4	Neerja Bhatia	13/134, Block - 13, Geeta Colony, Delhi – 110031	31.07.2014	02727234	Additional Director
5	Daya Ram Yadav	C – 1125, Block –C, Netaji Nagar, New Delhi – 110023	31.07.2014	06797534	Additional Director

4.4.5 Neither RVBAPL nor any of its directors hold, either directly or indirectly, any stake in the voting share capital of or any other interest in the Target Company. Further, there are no common directors on the board of RVBAPL and there are no directors on the board of the Target Company representing RVBAPL.

4.4.6 The key financial information of RVBAPL as derived from its audited standalone financial statements for the financial years ended March 31, 2012, March 31, 2013 and March 31, 2014 are as follows:

(Rupees in Lacs)

Profit & Loss Statement	**Year Ended 31.03.2012**	**Year Ended 31.03.2013**	**Year Ended 31.03.2014**
	(Audited)	**(Audited)**	**(Audited)**
Income from Operations	-	-	4.04
Other Income	-	-	-
Total Income	**-**	**-**	**4.04**
Total Expenditure	**0.09**	**0.08**	**7.81**
Profit before Depreciation, Interest and Tax	**(0.09)**	**(0.08)**	**(3.77)**
Depreciation	-	-	-
Interest	-	-	-
Profit before Tax	**(0.09)**	**(0.08)**	**(3.77)**
Provision for Tax	-	-	-
Profit after Tax	**(0.09)**	**(0.08)**	**(3.77)**
Balance Sheet Statement	**Year Ended 31.03.2012**	**Year Ended 31.03.2013**	**Year Ended 31.03.2014**
	(Audited)	**(Audited)**	**(Audited)**
EQUITY AND LIABILITIES			
Shareholder's Fund			
Paid up Equity Share Capital	1.00	1.00	1.00
Reserves & Surplus (Excluding Revaluation Reserve)	-	-	(3.77)

Share application money pending allotment	2.21	-	-
Non-Current Liabilities			
Long Term Borrowings	-	-	-
Deferred Tax Liabilities (Net)	-	-	-
Other Long Term Liabilities	-	-	-
Long Term Provisions	-	-	-
Current Liabilities			
Short Term Borrowings	-	-	-
Trade Payables	-	-	3.80
Other Current Liabilities	0.05	324.10	199.17
Short Term Provisions	-	-	-
Net worth	**1.00**	**1.00**	**(2.77)**
Total	**3.26**	**325.10**	**200.20**
ASSETS			
Non-Current Assets			
Fixed Assets	-	-	-
Tangible Assets	-	-	-
Intangible Assets	-	-	-
Capital work in progress	-	-	-
Non Current Investments	-	-	-
Long Term Loans and Advances	-	-	-
Other Non-Current Assets	3.26	3.34	-
Current Assets			
Current Investments	-	-	-
Inventories	-	-	-
Trade receivables	-	-	-
Cash and Cash equivalents	0.00	0.42	3.51
Short Term Loans and Advances	-	321.34	196.34
Other Current Assets	-	-	0.35
Total	**3.26**	**325.10**	**200.20**

Other Financial Data	**Year Ended 31.03.2012 (Audited)**	**Year Ended 31.03.2013 (Audited)**	**Year Ended 31.03.2014 (Audited)**
Dividend (%)	Nil	Nil	Nil
Earnings Per Share (In Rs.)	-	-	(37.71)
Book Value Per Share	10	10	(27.70)
Return on Net worth	-	-	-

4.4.7 The Equity Shares of Company are not listed on any Stock Exchanges.

4.4.8 The Company does not belong to any Group.

4.4.9 There is no any litigations pending against the Acquirer.

4.4.10 As of the date of Public Announcement, the Acquirer has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, (**"SEBI Act"**).

5. BACKGROUND OF THE TARGET COMPANY

R. R. CORPORATE SECURITIES LIMITED (RRCSL)

5.1 R R Corporate Securities Limited (hereinafter referred to as "RRCSL"), was originally incorporated as Public Limited Company in the name of Narayan Walt (India) Limited on November 26, 1986 with the Registrar of Companies, Delhi & Haryana. Further the name of the company was change from Narayan Walt (India) Limited to its present name i.e. R R Corporate Securities Limited vide its fresh certification of incorporation dated September 17, 1992 with Registrar of Companies Delhi and Haryana. Presently the Registered Office of the Company is situated at 13, Community Centre, First Floor, East of Kailash, New Delhi -110065. The Company does not belong to any group as such.

Share Capital Structure of the Target Company are as under:

Paid up Equity Shares	No. of shares/ voting rights	% of Shares / voting rights
Fully paid-up equity shares	3200000	100.00
Partly paid-up equity shares	Nil	Nil
Total paid-up equity shares	3200000	100.00
Total voting rights in the Target Company	3200000	100.00

5.2 The Authorized Share Capital of RRCSL as on March 31, 2014 is Rs 6,00,00,000, comprising of 6000000 equity shares of Rs 10/- (Rupee Ten Only) each. The issued, subscribed and paid-up equity share capital of RRCSL as on date of Public Announcement stood at Rs 3,20,00,000 comprising of 3200000 fully paid up equity share of Rs 10/- (Rupees Ten only) each.

5.3 There are no outstanding convertible instruments / partly-paid up equity shares in the target company and all the shares of the Target Company are listed and permitted for training on Delhi Stock Exchange Limited (DSE).

5.4 The Composition of the Board of Directors of Target Company are as under.

Sr No	Name	DIN No	Date of Original Appointment	Residential Address	Designation
1.	Mr Rajesh Mehta	00203210	01.05.1995	I – 43, Lajpat Nagar – III, New Delhi - 110024	Executive Director
2.	Mr Madan Mohan Miglani	00524427	14.04.1993	A-5, Bathla Apartments, 43, IP Extensions, Delhi – 110092	Non- Executive Independent Director
3.	Mr Ganeshi Prasad Pundora	06797536	14.03.2014	B-16, Jal Vihar Colony, Lajpat Nagar –III, Delhi – 110024	Non- Executive Independent Director

5.5 There have been no merger/de-merger / spin off during the last 3 years involving the Target Company.

5.6 As per declaration received from target company, there are no material litigations pending against the target company.

5.7 **Financial Highlights of the Target Company**

The brief audited financial details of the Target Company for the preceding three financial years are as under. (Rupees in Lacs)

Profit & Loss Statement	**Year Ended 31.03.2012**	**Year Ended 31.03.2013**	**Year Ended 31.03.2014**
	(Audited)	**(Audited)**	**(Audited)**
Income from Operations	0.31	0.38	18.64
Other Income	0.12	-	-
Total Income	**0.43**	**0.38**	**18.64**
Total Expenditure	**0.45**	**0.40**	**0.46**
Profit before Depreciation, Interest and Tax	**(0.02)**	**(0.02)**	**18.18**
Depreciation	-	-	-
Interest	-	0.01	0.002
Profit before Tax	**(0.02)**	**(0.02)**	**18.18**
Provision for Tax	0.007	0.13	2.56

Profit after Tax	**(0.013)**	**(0.15)**	**15.62**
Balance Sheet Statement	**Year Ended 31.03.2012**	**Year Ended 31.03.2013**	**Year Ended 31.03.2014**
	(Audited)	**(Audited)**	**(Audited)**
EQUITY AND LIABILITIES			
Shareholder's Fund			
Paid up Equity Share Capital	320.00	320.00	320.00
Reserves & Surplus (Excluding Revaluation Reserve)	(205.36)	(205.51)	(189.90)
Non-Current Liabilities			
Long Term Borrowings	-	-	-
Deferred Tax Liabilities (Net)	0.03	-	-
Other Long Term Liabilities	-	-	-
Long Term Provisions	-	-	-
Current Liabilities			
Short Term Borrowings	-	-	-
Trade Payables	-	-	-
Other Current Liabilities	0.01	0.01	0.06
Short Term Provisions	-	-	1.71
Net worth	**114.64**	**114.49**	**130.10**
Total	**114.68**	**114.50**	**131.88**
ASSETS			
Non-Current Assets			
Fixed Assets	-	-	-
Tangible Assets	-	-	-
Intangible Assets	-	-	-
Capital work in progress	-	-	-
Non Current Investments	-	-	-
Long Term Loans and Advances	18.06	17.41	-
Other Non-Current Assets	-	-	-
Current Assets			
Current Investments	95.47	95.47	54.31
Inventories	-	-	-
Trade receivables	-	-	7.65
Cash and Cash equivalents	0.99	1.62	7.22
Short Term Loans and Advances	-	-	62.70
Other Current Assets	0.16	-	-
Total	**114.68**	**114.50**	**131.88**

Other Financial Data	**Year Ended 31.03.2012 (Audited)**	**Year Ended 31.03.2013 (Audited)**	**Year Ended 31.03.2014 (Audited)**
Dividend (%)	**0.00**	**0.00**	**0.00**
Earnings Per Share (In Rs.)	-	-	0.49
Book Value Per Share	3.58	3.58	4.07
Return on Net worth	-	-	12.01

Source: Balance Sheet

5.8 **Pre and Post - Offer Share holding pattern of the Target Company shall be as follows:**

Sr. No	Shareholder Category	Shareholding & Voting rights prior to the Acquisition and offer (A)		Shares/voting rights agreed to be acquired Which triggered off the Regulations (B)		Shares/Voting rights to be acquired in the open offer (assuming full acceptance) (C)		Shareholding/voting rights after the acquisition and Offer i.e. (A+B+C)	
		No.	%	No.	%	No.	%	No.	%
1	**a. Parties to SPA**								
	Mr Rajesh Mehta	1336200	41.76	(1336200)	(41.76)	Nil	N.A	Nil	N.A
	Mrs Leena Mehta	407670	12.74	(407670)	(12.74)	Nil	N.A	Nil	N.A
	Total 1(a)	**1743870**	**54.50**	**(1743870)**	**(54.50)**	**Nil**	**N.A**	**Nil**	**N.A**
2.	**(a) Acquirer**								
	M/s RV Buildtech Amusement Private Limited	Nil	N.A	1743870	54.50	832000	26.00	2575870	80.50
	Total 2(a)	**Nil**	**NA**	**1743870**	**54.50**	**832000**	**26.00**	**2575870**	**80.50**
3	**Parties to the Agreement other than 1 & 2**	**Nil**	**N.A**	**Nil**	**Nil**	**Nil**	**N.A**	**Nil**	**N.A**
4.	**Public (other than 1 to 3)** a. FIs/MFs/FIIs Banks/SFIs etc b. Bodies Corporate c. Indian Public d. NRI/OCB e. Any other	Nil Nil 1456130 Nil Nil	NA NA 45.50 NA NA	Nil Nil Nil Nil Nil	N.A N.A N.A N.A N.A	(832000)	(26.00)	624130	19.50
	Total 4	**1456130**	**45.50**	**Nil**	**N.A**				
	Grand Total (1 to 4)	**3200000**	**100.00**	**Nil**	**Nil**	**Nil**	**Nil**	**3200000**	**100.00**

Notes:

- The data within bracket indicates sale of equity shares.

6. OFFER PRICE AND FINANCIAL ARRANGEMENTS

6.1 Justification of Offer Price

6.1.1 This Open Offer is pursuant to Direct Acquisition.

(a) The Equity Shares are listed on The Delhi Stock Exchange Limited. The Equity Shares on DSE are not traded, in terms of the SEBI (SAST) Regulations. The trading turnover in the Equity Shares based on the trading volumes on the DSE for the period from August 2013 to July, 2014 i.e. 12 calendar month preceding August 2014, the month in which the PA was issued as given below:

Name of the Stock Exchange	Total number of equity shares traded during the 12 calendar months prior to the month of PA i.e August 2013 to July 2014	Total Number of Listed Shares	Annualized Trading turnover (as % of total equity shares listed)
DSE	Nil	3200000	N.A

Source: www.bseindia.com

(b) Justification of Offer Price

The Offer Price of Rs 5/- (Rupees Five Only) per Offer Share is justified in terms of Regulations 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

	Details	Rupees
a.	The Negotiated Price	Rs. 2.00
b.	The Volume Weighted average price paid or payable for acquisition, by the Acquirer or PAC during the fifty two weeks immediately preceding the date of PA	Nil
C	The Highest Price paid or payable for any acquisition by the Acquirer or PAC during the twenty six weeks immediately preceding the date of the PA	Nil
D	The volume weighted average market price of Equity Shares of the Target Company for a period of sixty trading days immediately preceding the date of the PA as traded on Bombay Stock Exchange Limited.	NA
E	The price determined by taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Rs 2.43

Note: The offer price would be revised in the event of any corporate action like bonus, splits etc: where the record date for effecting such corporate action falls within 3 Working Days prior to the commencement of the tendering period in the offer

*Mr M K Bhatt, Chartered Accountant (Membership No. 088652) Partner of M K Bhatt & Co., having office at 302, Triveni Complex, E-10-12, Jawahar Park, Laxmi Nagar, Delhi-110092 has valued the equity shares of target company on the basis Net Asset Value, Profit earning Capacity Value and Market Value and calculated the fair value per share is Rs 2.43 per share vide report dated August 22, 2014.

The Extracts of the report are as under.

- ✓ Net Asset Value (NAV): The Net Asset Value is Rs.4.07/- per share as per the latest available audited annual accounts for the period ended 31.03.2014.
- ✓ Profit Earning Capacity Value (PECV): The average profit after tax for last 3 financial years ending as on 31.03.2014 as per audited annual accounts are Rs. 5.15 Lacs. Based on that, EPS of the Company comes to Rs 0.16/- per share. Hence, the PECV of the company comes to Rs 0.80/- per share after taking capitalization rate of 20%, since the company is a trading company.
- ✓ Market based value: The company is listed on Delhi Stock Exchange (DSE) and the shares is not openly traded on the exchange therefore market based value cannot be determined.

Considering the Supreme Court's Decision in the case of Hindustan Lever Employees Union Vs. Hindustan Lever Limited (1995) reported at (83 Company Cases 30) wherein the Apex Court has opined that the fair value of a Listed Company could be assessed based on the following weights:

Method	Price per share (In Rs)	Weight	Product
Net Asset Value	4.07	1	4.07
P.E Capacity Value	0.80	1	0.80
Market Value	The company is listed on Delhi Stock Exchange (DSE) and the shares is not openly traded on the exchange therefore market based value cannot be determined		
Total	**4.87**		
Per Share Value (In Rs)	**2.43**		

Therefore in view of above, the Offer Price of Rs 5/- per share is justified.

(c) As per Regulation 8(2)(c) of the SEBI (SAST) Regulations, highest price paid for an acquisition by the Acquirer, during the twenty six (26) weeks immediately preceding the date of the PA is Nil.

(d) The offer price would be revised in the event of any corporate action like bonus, splits etc: where the record date for effecting such corporate action falls within 3 Working Days prior to the commencement of the tendering period in the offer.

(e) In case the Acquirer acquires or agrees to acquire any shares or voting rights in the Target Company during the offer period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition and would be notified to the shareholders by way of an announcement in all the newspapers in which the DPS was made. Provided that no such acquisition shall be made after the third working day prior to the commencement of the tendering period and until the expiry of the tendering period.

(f) An upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, may be done at any time prior to the commencement of the last 3 working days before the commencement of the tendering period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall (i) make further deposits into the Escrow Account and (ii) make a public announcement in the same newspapers in which the DPS has been published; and (iii) simultaneously with the issue of such announcement, inform DSE, SEBI and the Target Company at its registered office of such revision.

6.1.2 The Manager to the Offer, D & A Financial Services (P) Ltd does not hold any Equity Shares in the Target Company on their own account as at the date of LOF and also confirm that the Manager to the offer shall not deal on his own account in the shares of the target company during the offer period in Compliance with Regulation 27(6) of SEBI (SAST) Regulations, 2011.

6.2 Financial arrangements:

6.2.1 Assuming full acceptance, the total fund requirements to meet this Offer is Rs 41,60,000/- (Rupees Forty One Lacs and Sixty Thousand Only).

6.2.2 In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, 2011, the Acquirer has entered into an escrow agreement (the **"Escrow Agreement"**) with Axis Bank , having its Registered Office at Trishul, 3rd Floor, Opp Samartheshwar Temple, Near Law Garden, Ellisbridge ,Ahmedabad ,Gujarat-380006 (the**" Escrow Agent"**) and the Manager to the Offer, pursuant to which the Acquirer have deposited an amount aggregating to Rs 11,00,000/- (Rupees Eleven Lacs Only) in cash, being more than 25% of the Offer Size (**"Cash Escrow"**), in the escrow account opened with the Escrow Agent (**"Escrow Account"**).The Cash Escrow constitutes the escrow account in terms and subjected to the conditions set out in the Escrow Agreement.

6.2.3 The Acquirer has adequate resources to meet the financial requirements of the Offer. The Acquirer has made firm arrangement for the resources required to complete the Offer in accordance with the SEBI (SAST) Regulations, 2011. The acquisition will be financed through Internal / personal resources and no borrowings from banks / FIs etc., is being made.

6.2.4 The Acquirer has duly empowered M/s D & A Financial Services (P) Limited, Manager to the Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.

6.2.5 In terms of Regulation 17(10)(e), in case of non-fulfilment of obligations by the Acquirer, the Manager to the Offer shall ensure realization of escrow amount by way of foreclosure of deposit.

6.2.6 M/s Ajay Chawla & Associates, Chartered Accountant, have wide their certificate dated 22.08.2014 , based on the information/records/unaudited financial statements, certified that the Acquirer has net worth of Rs 96,21,166/- (Rupees Ninety Six Lacs Twenty One Thousand One Hundred Sixty Six Only) which is adequate resources and capability to meet its financial obligation under the Offer.

6.2.7 The Manager to the Offer, M/s D & A Financial Services (P) Limited, hereby confirms that firm arrangements for funds and money for payment through verifiable means are in place to fulfil the offer obligations.

7. TERMS AND CONDITIONS OF THE OFFER

7.1 Operational terms and conditions

7.1.1 The Offer is not subject to any minimum level of acceptances from shareholders.

7.1.2 The Letter of Offer specifying the detailed terms and conditions of this offer along with the Form of Acceptance –Cum-Acknowledgement ("**Form of Acceptance")** will be mailed to all the public shareholders whose name appeared on the register of members of the Target Company as at the close of business hours on **Tuesday, September 30, 2014 ("Identified Date").**

7.1.3 The Offer is subject to the terms and conditions set out in this Letter of Offer, the Form of Acceptance, the PA, the DPS and any other Public Announcements that may be issued with respect to the Offer.

7.1.4 The LOF along with the Form of Acceptance cum acknowledgement would also be available at SEBI's website, www.sebi.gov.in and shareholders can also apply by downloading such forms from the website

7.1.5 This Offer is subject to the receipt of the statutory and other approvals as mentioned in paragraph 7.4 of this LOF. In terms of Regulation 23(1) of the SEBI SAST Regulations, if the statutory approvals are refused, the Offer would stand withdrawn.

7.1.6 Accidental omission to dispatch this Letter of Offer to any member entitled to this Open Offer or non-receipt of this Letter of Offer by any member entitled to this Open Offer shall not invalidate the Open Offer in any manner whatsoever.

7.1.7 The acceptance of the Offer must be unconditional and should be on the enclosed Form of Acceptance cum Acknowledgement sent along with the other documents duly filled in and signed by the applicant shareholder(s)

7.1.8 Any equity shares that are subject matter of litigation or are held in abeyance due to pending court cases/attachment orders/ restriction from other statutory authorities wherein the shareholder may be precluded from transferring the equity shares during pendency of the said litigation are liable to be rejected if directions/orders regarding these equity shares are not received together with the equity shares tendered under the Offer.

7.2 Locked in shares: Presently no shares of Target Company are under Locked in period.

7.3 Persons eligible to participate in the Offer

Person who have acquired Equity Shares but whose name do not appeared in the register of members of the target company as on Identified Date other than Acquirer, Seller, or unregistered owners or those who have acquired Equity Shares after the Identified date, or those who have not receive the Letter of Offer, may also participate in this offer by submitting an application on plain paper giving details regarding their Offer as set out in the PA, DPS and this Letter of Offer, which may be obtained from the SEBI's Website (www.sebi.gov.in) or from Beetal Financial & Computer Services Pvt Ltd.

7.4 Statutory and Other Approvals

7.4.1 The Offer is subject to prior approval from Reserve Bank of India in terms of RBI Notification No. DNBS. (PD) 275/GM(AM)-2014 dated May 26, 2014 for transfer of management and control of Non- Banking Finance Company

7.4.2 As on the date of Public Announcement, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this Offer.

7.4.3 The Offer would be subject to all other statutory approvals that may become applicable at a later date before the completion of Offer.

7.4.4 In case of a delay in receipt of any statutory approvals that become applicable to the offer, SEBI may if satisfied that such delay in the receipt of the requisite statutory approval was not attributable to any wilful default , failure or neglect on the part of the Acquirer to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, 2011, permit the Acquirer to delay commencement of the tendering period for the Offer pending receipt of such statutory approvals or grant extension of the time to the Acquirer to make payment of the consideration to the public shareholders whose shares have been accepted in this offer

7.4.5 In terms of Regulation 23(1) of the SEBI (SAST) Regulations, 2011, in the event that the approvals that become applicable after the date of DPS, are refused, the Acquirer shall have the right to withdraw the offer. In the event of such a withdrawal of the offer, the Acquirer (through the manager) within 2 workings days of a such withdrawal make a public announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations, 2011.

8 PROCEDURE FOR ACCEPTANCE AND SETTLEMENT

8.1 Shareholders who are holding fully paid equity shares in physical form and wish to tender their equity shares will be required to send their Form of Acceptance-cum-Acknowledgement, original Share Certificate(s) and blank transfer deed(s) duly signed to **Beetal Financial & Computer Services Pvt Ltd** the Registrar to the Offer by Registered Post at the applicants sole risk so that the same are received on or before the Offer closing date, at the address given below, in accordance with the procedures as specified in this Letter of Offer and the Form of Acceptance cum Acknowledgement. **The relevant documents should NOT be sent to the Seller, Acquirer, the Target Company or the Manager to the Offer.**

All eligible owners of fully paid equity shares of the Target Company registered or unregistered including those holding shares in their names who wish to avail and accept the Offer can deliver the Form of Acceptance-cum-Acknowledgement along with all the relevant documents to the Registrar as per the following details.

Sr. No.	Address of Registrar to the Offer	Business Hours	Mode of Delivery
1.	**Beetal Financial & Computer Services Pvt. Ltd.** Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir New Delhi 110062 Phone: 011 2996 1280 / 81 / 82 / 83, Fax: 011 2996 1284 E. mail: beetalrta@gmail.com Contact Person: **Mr. Punit Mittal**	**Monday to Friday** 1000 hours to 1700 hours **Saturday** 1000 hours to 1330 hours	Hand Delivery / Courier/ Registered Post

Holidays: Sundays and Bank Holidays

8.2 In case of the Equity Shares held in dematerialized form, the Depository Participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledge by the DP for transferring the Equity Shares, as per the instruction given below:

Depository Participant Name	**SMC Global Securities limited**
DP ID	**IN303655**
Client ID	**10004208**
Account Name	**R R CORPORATE SECURITIES LTD OPEN OFFER ESCROW ACCOUNT**
Depository	**NSDL**

It is the sole responsibility of the public shareholders to ensure credit of their respective Equity Shares in the depository account above, prior to the closure of the offer.

Shareholders having their beneficiary account in Central Depository Services (India) Limited ("CDSL") have to use inter-depository delivery instructions slip for the purpose of crediting their equity shares in favour of the special depository account with NSDL.

8.3 The shares and other relevant documents should not be sent to the Acquirer/ Target Company/ Manager to the Offer. The Acquirer and Manager to the Offer are not responsible for such shares sent to them and the same are liable to be returned to the sender at their own risk.

Procedure for acceptance of the Offer by unregistered Shareholders, owners of Shares who have sent them for transfer or those who did not receive the Letter of Offer.

8.4 In case of (a) shareholders who have not received the LOF, (b) unregistered shareholders, (c) owner of the shares who have sent the shares to the Target Company for transfer or holding shares in street name, may send their consent to the Registrar to the Offer on plain paper, stating the name, address, number of shares held, distinctive numbers, folio numbers, number of shares offered along with the documents to prove their title to such shares such as broker note, succession certificate, original share certificate / original letter of allotment and valid share transfer deeds (one per folio), duly signed by such shareholders (in case of joint holdings in the same order as per the specimen signatures lodged with the Target Company), and witnessed (if possible) by the notary public or a bank manager or the member of the stock exchange with membership number, as the case may be, shall need to be provided so as to reach the Registrar to the Offer on or before the date of closing of the business hours on the date of **Closure of the Offer i.e. Wednesday, November 05, 2014**. Such shareholders can also obtain the LOF from the Registrar to the Open Offer by giving an application in writing to that effect.

8.5 In case of shareholders who have not received the LOF and holding equity shares in the dematerialized form may send their consent to the Registrar to the Offer on plain paper, stating the name, address, number of shares held, Depository name, Depository I.D., Client name, Client I.D., number of equity shares offered along with a photocopy of the original delivery instructions in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the Depository Participant as specified in Para 8.3. above, so as to reach the Registrar to the Offer on or before the date of closing of the business hours on the date of **Closure of the Offer i.e. Wednesday, November 05, 2014.** Such equity shareholders can also obtain the LOF from the Registrar to the Offer by giving an application in writing.

8.6 Alternatively, such shareholders, if they so desire, may apply on the Form of Acceptance cum Acknowledgement obtained from SEBI's website (www.sebi.gov.in).

8.7 Shareholders who have sent their equity shares for dematerialization need to ensure that the process of getting shares dematerialized is completed well in time so that the credit in the Depository Escrow Account should be received on or before the date of closing of the business hours on the date of **Closure of the Offer i.e. Wednesday, November 05, 2014**, else the application would be rejected.

8.8 No indemnity is needed from unregistered shareholders. Shareholders who have tendered shares in acceptance of the open offer shall not be entitled to withdraw such acceptance during the tendering period.

8.9 Where the number of equity shares offered for sale by the shareholders are more than the equity shares agreed to be acquired by the Acquirer, the Acquirer will accept the offers received from the share holders on a proportionate basis, in consultation with the Manager to the Offer, taking care to ensure that the basis of acceptance is decided in a fair and equitable manner and does not result in non-marketable lots, provided that acquisition of equity shares from a shareholder shall not be less than the minimum marketable lot or the entire holding if it is less than the marketable lot.

8.10 In case of delay in receipt of any statutory approval(s), SEBI has the power to grant extension of time to Acquirer for payment of consideration to the public shareholders of the Target Company who have accepted the Offer within such period, subject to Acquirer agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI SAST Regulations.

8.11 The consideration to the shareholders whose shares have been accepted will be paid by crossed account payee cheques / Demand Drafts / National Electronic Clearance Service (NECS) / Direct Credit (DC) / Real Time Gross Settlement (RTGS) / National Electronic Funds Transfer (NEFT) where applicable within ten working days from the Offer Closing Date i.e. by **Thursday, November 20, 2014**. Such payments through account payee cheques / Demand Drafts or unaccepted share certificate(s), transfer deed(s) and other documents, if any, will be returned by Registered Post at the registered shareholders' / unregistered owners' sole risk to the sole / first shareholder / unregistered owner. Equity Shares held in dematerialized form, to the extent not accepted, will be credited back to the beneficial owners' depository account with the respective depository participant as per the details furnished by the beneficial owner in the Form of Acceptance or otherwise. It will be the responsibility of the shareholders to ensure that the unaccepted shares are accepted by their respective DPs when transferred by the Registrar to the Offer.

8.12 Unaccepted share certificate(s) , transfer deed(s) and other documents, if any, will be returned by registered post, at the shareholders' registered / unregistered owners' sole risk to the sole/ first shareholder/ unregistered owner. Equity shares held in dematerialized form, to the extent not accepted, will be credited back to the beneficial owners' depository account with the respective depository participant as per the details furnished by the beneficial owner in the Form of Acceptance or otherwise. It will be the responsibility of the shareholders to ensure that the unaccepted shares are accepted by their respective DPs when transferred by the Registrar to the Offer.

8.13 The Registrar to the Offer will hold in trust the equity shares and share certificate(s), equity shares lying in credit of the Special Depository Account, Form of Acceptance, on behalf of the shareholders of Target Company who have accepted the Offer, until the cheques/ drafts for the consideration and/ or the unaccepted equity shares/ share certificates are dispatched/ returned.

8.14 Non-resident shareholders, who wish to tender their Equity Shares must submit the following Information along with the Form of Acceptance-cum-Acknowledgement:

a. Self-attested Copy of PAN Card.
b. Appropriate No Objection Certificate (NOC) or Tax Clearance Certificate (TCC) from the Income Tax Authorities under sections 195(3) or 197 of the Income Tax Act, for deduction of tax at a lower or nil rates. **In case the aforesaid No Objection Certificate / Tax Clearance Certificate is not submitted, the Acquirer will arrange to deduct tax at the maximum marginal rate as may be applicable to the category of the shareholder, on the entire consideration amount payable to such shareholder.**
   The Acquirer will send the proof of having deducted and paid the tax along with the payment consideration.
c. Tax Residency Certificate from Government of the Country or Specified Territory of which you are tax resident (containing the particulars as prescribed under the Income Tax Act)
d. Self attested declaration in respect of residential status, status of Shareholders (e.g. Individual, Firm, Company, FII, Trust, or any other-please specify)
e. In case of FII, FII Certificate(i.e. self attested declaration certifying that the investment in the Equity Shares has been made under the FII regime as per the SEBI (Foreign Institutional Investors) Regulations, 1995 and that the nature of income arising from the sale of Equity Shares as per the Income Tax Act is capital gains.
f. SEBI Registration Certificate for FII.
g. RBI and other approval (s) obtained for acquiring the Equity Shares of the Target Company, if applicable.
h. In case of Non-resident equity shareholders, Foreigners, Foreign Companies and Foreign Institutional Investors, photocopies of the approval(s) by the Reserve Bank of India for acquiring and holding equity shares in RRCSL.

9. MATERIAL DOCUMENTS FOR INSPECTION

Copies of the following documents are regarded as material documents and are available for inspection at 13, community Centre, East of Kailash, New Delhi - 110065, the Corporate Office of D & A Financial Services (P) Ltd, the Manager to the Offer. The documents can be inspected during normal business hours (11.00 A.M. to 3.00 P.M.) on all working days (except Saturdays and Sundays and Public/Bank Holidays) from the date of opening of the Offer up till the date of closure of the Offer.

9.1 Copy of Certificate of Incorporation of the Target Company and the Acquirer issued pursuant to Companies Act, 1956 and Memorandum & Article of Association of the Target Company and Acquirer.

9.2 Copy of Certificate issued by M/s Ajay Chawla & Associates, Chartered Accountant, have wide their certificate dated 22.08.2014 , based on the information/records/unaudited financial statements, certified that the Acquirer has net worth of Rs 96,21,166/- (Rupees Ninety Six Lacs Twenty One Thousand One Hundred Sixty Six Only) which is adequate resources and capability to meet its financial obligation under the Offer.

9.3 Balance Sheet of the Target Company for the financial years , 2011-12, 2012-13 and 2013-14.

9.4 Copy of letter from Axis Bank Limited Confirming the amount kept in Escrow Account.

9.5 A Copy of Public Announcement, published copy of Detailed Public Statement, Issue Opening Advertisement and Post Offer Advertisement. .

9.6 A Copy of the recommendation made by the Committee of Independent Directors of the Target Company.

9.7 Document evidencing the opening of demat escrow account (Special Depository Account) by the Registrar to the Offer.

9.8 SEBI Observation Letter dated [●] bearing reference number [●]

10. DECLARATION BY THE ACQUIRER

(1) In terms of Regulation 25(3) of the SEBI SAST Regulations, We have made all reasonable inquiries, accept responsibility for, and confirm that this Letter of Offer contains all information with regard to the Offer, which is material in the context of the issue. Further we confirm that the information contained in the Public Announcement, Detailed Public Statement and this Letter of Offer is true and correct in all material respects and is not misleading in any material respect and that there are no other facts, the omission of which makes this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

The Acquirer is responsible for the information contained in this Letter of Offer and also for the obligations of the Acquirer as laid down in the SEBI (SAST) Regulations, 2011 and subsequent amendments made thereof. The Acquirer would be responsible for ensuring compliance with the concerned Regulations. All information contained in this Letter of Offer is as on date of the Public Announcement, unless stated otherwise.

We hereby declare and confirm that all the relevant provisions of Companies Act, 1956 and all the provisions of SEBI (SAST) Regulations, 2011 have been complied with and no statements in the Offer document is contrary to the provisions of Companies Act, 1956 and SEBI (Substantial Acquisition of Shares and Takeover) Regulations 2011.

Signed by the Acquirer

For **M/s RV Buildtech & Amusement Private Limited**
Sd/-
(Authorized Signatory)

Place: New Delhi
Date: September 02, 2014

FORM OF ACCEPTANCE CUM ACKNOWLEDGEMENT
(All terms and expressions used herein shall have the same meaning as described thereto in the Letter of Offer)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION (Please send this Form of Acceptance with enclosures to the Registrar to the Offer)

OFFER OPENS ON	**:**	**October 17, 2014 (Friday)**
OFFER CLOSES ON	**:**	**November 05, 2014 (Wednesday)**
Please read the Instructions overleaf before filling-in this Form of Acceptance		

From:

FOR OFFICE USE ONLY	
Acceptance Number	
Number of equity shares Offered	
Number of equity shares accepted	
Purchase consideration (Rs.)	
Cheque/Demand Draft/Pay Order No.	

Tel. No.: Fax No.: E-mail:

To,
The Acquirer
C/o Beetal Financial and Computer Services Pvt. Limited
99, Madangir, Local Shopping Centre
Pushp Vihar
New delhi-110062

Dear Sir/s,

REG.: OPEN OFFER TO THE SHAREHOLDERS OF R R CORPORATE SECURITIES LIMITED (HEREINAFTER REFERRED TO AS "TARGET COMPANY" OR "RRCSL") BY M/S RV BUILDTECH & AMUSEMENT PRIVATE LIMITED (HEREINAFTER REFERRED TO AS "ACQUIRER" OR "RVBAPL") PURSUANT TO SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

I / we, refer to the Letter of Offer dated ________ for acquiring the equity shares held by me / us in **R R CORPORATE SECURITIES LIMITED.**

I / we, the undersigned have read the Letter of Offer and understood its contents including the terms and conditions as mentioned therein.

I / We, unconditionally Offer to sell to M/S RV Buildtech & Amusement Private Limited (hereinafter collectively referred to as the "Acquirer"/ "RVBAPL") the following equity shares in **R R CORPORATE SECURITIES LIMITED** (hereinafter referred to as "RRCSL") held by me / us, at a price of Rs 5/- per fully paid-up equity share.

1. I/We enclose the original share certificate(s) and duly signed valid Transfer Deed(s) in respect of my / our equity shares as detailed below (please enclose additional sheet(s), if required).

Ledger Folio No……………………………. Number of share certificates attached……………….. Representing ………………………. equity shares			
Number of equity shares held in RRCSL		**Number of equity shares Offered**	
In figures	**In words**	**In figures**	**In words**

Sr. No.	Share Certificate No.	Distinctive Nos.		No. of equity shares
		From	To	
1				
2				
3				
Total no. of Equity Shares				

For Equity Shares held in Demat form:

2 I / We, holding equity shares in the dematerialized form, accept the Offer and enclose the photocopy of the Delivery Instruction in "Off-market" mode, duly acknowledged by my / our Depository Participant in respect of my/ our shares as detailed below:

DP Name	DP ID	Client ID	Beneficiary Name	No. of Equity Shares

I/We have done an off-market transaction for crediting the Equity Shares to the depository account with Integrated Master Securities Limited as the DP in NSDL styled '**R R CORPORATE SECURITIES LTD OPEN OFFER ESCROW ACCOUNT ,** whose particulars are as under:

Depository Participant Name	**SMC Global Securities limited**
DP ID	**IN303655**
Client ID	**10004208**
Account Name	**R R CORPORATE SECURITIES LTD OPEN OFFER ESCROW ACCOUNT**
Depository	**NSDL**

Public Shareholders having their beneficiary account with CDSL will have to use inter-depository slip for the Purpose of crediting their Equity Shares in favor of the Special Depository Account with NSDL.

3 I / We confirm that the equity shares of RRCSL which are being tendered herewith by me / us under the Offer are free from liens, charges and encumbrances of any kind whatsoever.

4 I / We authorize the Acquirer to accept the equity shares so offered or such lesser number of equity shares that the Acquirer may decide to accept in consultation with the Manager to the Offer and in terms of the said Letter of Offer and I / we further authorise the Acquirer to apply and obtain on our behalf split of share certificate(s) as may be deemed necessary by them for the said purpose. I further authorize the Acquirer to return to me / us, equity share certificate(s) in respect of which the Offer is not found / not accepted, specifying the reason thereof.

5 My / Our execution of this Form of Acceptance shall constitute my / our warranty that the equity shares comprised in this application are owned by me / us and are transferred by me / us free from all liens, charges, claims of third parties and encumbrances. If any claim is made by any third party in respect of the said equity shares, I / we will hold the Acquirer, harmless and indemnified against any loss they or either of them may suffer in the event of the Acquirer acquiring these equity shares. I / We agree that the Acquirer may pay the Offer Price only after due verification of the document(s) and signature(s) and on obtaining the necessary approvals as mentioned in the said Letter of Offer.

6 I / We also note and understand that the shares/ Original Share Certificate(s) and Transfer Deed(s) will be held by the Registrar to the Offer in trust for me / us till the date the Acquirer makes payment of consideration or the date by which Shares/ Original Share Certificate(s), Transfer Deed(s) and other documents are dispatched to the shareholders, as the case may be.

7 I/We note and understand that the Shares would held in trust by the Registrar until the time the Acquirer makes payment of purchase consideration as mentioned in the Letter of Offer.

8 I/We undertake to execute such further document(s) and give such further assurance(s) as may be required or expedient to give effect to my / our agreeing to sell the said equity shares.

9 I / We irrevocably authorise the Acquirer to send by Registered Post at my / our risk, the Cheque(s) / Demand Draft(s) / Pay Order(s) in settlement of consideration payable and excess share certificate(s), if any, to the Sole / First holder at the address given hereunder and if full address is not given below the same will be forwarded at the address registered with RRCSL:

Name and complete address of the Sole/ First holder (in case of member(s), address as registered with R R CORPORATE SECURITIES LIMITED):

Place: ---------------- Date: ----------------- Tel. No(s). : ---------------- Fax No.: ------------------

So as to avoid fraudulent encashment in transit, the shareholder(s) holding Shares in physical mode may provide details of bank account of the first/sole shareholder and the consideration will be payable by way of ECS Mode/cheque or demand draft will be drawn accordingly.

Bank Account No.: --------------------------------

Type of Account: --------------------------- *(Saving /Current /Other (please specify)*

Name of the Bank: --

Name of the Branch and Address: ---

MICR Code of Bank ____

IFCS Code of Bank____

The Permanent Account No. (PAN / GIR No.) allotted under the Income Tax Act, 1961 is as under:

	1st Shareholder	2nd Shareholder	3rd Shareholder
PAN / GIR No.			

Yours faithfully,

Signed and Delivered:

	FULL NAME (S) OF THE HOLDERS	SIGNATURE (S)
First/Sole Shareholder		
Joint Holder 1		
Joint Holder 2		

Note: *In case of joint holdings all the holders must sign. In case of body corporate, stamp of the Company should be affixed and necessary Board Resolution should be attached.*

INSTRUCTIONS

1 Please read the enclosed Letter of Offer carefully before filling-up this Form of Acceptance.
2 The Form of Acceptance should be filled-up in English only.
3 Signature(s) other than in English, Hindi, and thumb impressions must be attested by a Notary Public under his Official Seal.
4 **Mode of tendering the Equity Shares Pursuant to the Offer:**
   I. The acceptance of the Offer made by the Acquirer is entirely at the discretion of the equity shareholders of RRCSL.
   II. Shareholders of RRCSL to whom this Offer is being made, are free to Offer his / her / their shareholding in RRCSL for sale to the Acquirer, in whole or part, while tendering his / her / their equity shares in the Offer.
5. Business Hours:

Mondays to Friday	:	10.30 AM to 5.00 PM
Saturday	:	10.30 AM to 1.30 PM
Holidays	:	Sundays and Bank Holidays

ACKNOWLEDGEMENT SLIP

SHARES IN PHYSICAL FORM

REG.: OPEN OFFER TO THE SHAREHOLDERS OF R R CORPORATE SECURITIES LIMITED (HEREINAFTER REFERRED TO AS "TARGET COMPANY" OR "RRCSL") BY M/S RV BUILDTECH & AMUSEMENT PRIVATE LIMITED (HEREINAFTER REFERRED TO AS "ACQUIRER" OR "RVBAPL") PURSUANT TO SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Received from Mr. / Ms. ………………………...……………………………………………….. Ledger Folio No/ -- ---------------Number of certificates enclosed..…………… under the Letter of Offer dated ______________________, Form of Acceptance, Transfer Deeds(s) and Original Share Certificate(s) as detailed hereunder:

Sr. No.	Share Certificate No.	Distinctive Nos.		No. of equity shares
		From	To	
1.				
2.				
3.				
Total no. of Equity Shares				

Stamp

Authorised Signatory
Date
Note: All future correspondence, if any, should be addressed to **Registrar to the Offer**

Beetal Financial & Computer Services Pvt. Ltd
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir
New Delhi 110062.
Phone: 011 2996 1280 / 81 / 82 / 83
Fax: 011 2996 1284
E. mail: beetalrta@gmail.com
Contact Person: Mr. Puneet Mittal

ACKNOWLEDGEMENT SLIP

SHARES IN DEMATERIALISE FORM

REG.: OPEN OFFER TO THE SHAREHOLDERS OF R R CORPORATE SECURITIES LIMITED (HEREINAFTER REFERRED TO AS "TARGET COMPANY" OR "RRCSL") BY M/S RV BUILDTECH & AMUSEMENT PRIVATE LIMITED (HEREINAFTER REFERRED TO AS "ACQUIRER" OR "RVBAPL") PURSUANT TO SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Received from Mr. / Ms. ………………………..…………………………………………….. Ledger Folio No/ ----------------Number of certificates enclosed..…………… under the Letter of Offer dated ______________________, Form of Acceptance, Transfer Deeds(s) and Original Share Certificate(s) as detailed hereunder:

DP Name	DP ID	Client ID	Beneficiary Name	No. of Equity Shares

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DP ID	**IN303655**
Client ID	**10004208**
Account Name	**R R CORPORATE SECURITIES LTD OPEN OFFER ESCROW ACCOUNT**
Depository	**NSDL**

Public Shareholders having their beneficiary account with CDSL will have to use inter-depository slip for the
purpose of crediting their Equity Shares in favour of the Special Depository Account with NSDL.

Stamp

Authorised Signatory
Date
Note: All future correspondence, if any, should be addressed to **Registrar to the Offer**

Beetal Financial & Computer Services Pvt. Ltd
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir
New Delhi 110062.
Phone: 011 2996 1280 / 81 / 82 / 83
Fax: 011 2996 1284
E. mail: beetalrta@gmail.com
Contact Person: Mr. Puneet Mittal

INSTRUCTIONS

1. All queries pertaining to this Offer may be directed to the Registrar to the Offer.

2. **Shareholders holding registered Equity Shares in physical form** should submit the Form of Acceptance cum- Acknowledgement duly completed and signed in accordance with the instructions contained therein, by the holders of the Equity Shares, along with the original Equity Share certificate(s) and valid Equity Share transfer deed(s) duly signed as per the specimen signatures lodged with the Target Company and duly witnessed at the appropriate place. Please do not fill in any other details in the Equity Shares transfer deed(s).
3. **Shareholders holding Equity Shares in dematerialized form** should submit the Form of Acceptance-cum- Acknowledgement duly completed and signed in accordance with the instructions contained therein by all the beneficial holders of the Equity Shares, as per the records of the DP. The Form of Acceptance-cum- Acknowledgement has to be executed by the beneficial holder of the Equity Shares only.

4. **In case of Equity Shares held in joint names**, names should be filled up in the same order in the Form of Acceptance-cum-Acknowledgement and in the Equity Shares transfer deed(s) as the order in which they hold Equity Shares in the Target Company and should be duly witnessed. This order cannot be changed or altered nor can any new name be added for the purpose of accepting this Offer

5. **In case where the signature is subscribed by thumb impression**, the same shall be verified and attested by a Magistrate, Notary Public or Special Executive Magistrate or a similar authority holding a Public Office and authorized to use the seal of his office

6. **Persons who own physical Equity Shares but are not the registered holders** of such Equity Shares and who desire to accept this Offer, will have to communicate their acceptance in writing to the Registrar to the Offer on a plain paper stating the name, address, number of Equity Shares held, number of Equity Shares tendered, distinctive numbers, folio number or Form of Acceptance-cum-Acknowledgement duly completed and signed in accordance with the instructions contained therein together with the original contract note issued by the broker through whom they acquired the Equity Shares, the Equity Share certificate(s), valid Equity Share transfer deed(s) as received from the market, duly executed in favour of the unregistered owner as the proposed transferee(s), along with self-attested copy of PAN card of all the proposed transferee(s), an additional valid Equity Share transfer deed(s) duly signed by the unregistered owner as transferor(s) by the sole/joint Shareholder(s) in the same order and duly witnessed at the appropriate place. The details of buyer should be left blank failing which the same will be invalid under this Offer. The details of the buyer will be filled by the Acquirer, upon verification of the Form of Acceptance-cum- Acknowledgement and the same being found valid. All other requirements for valid transfer will be preconditions for valid acceptance. In case the Equity Share certificate(s) and Equity Shares transfer deed(s) are lodged with the Target Company/its transfer agents for transfer, then the Form of Acceptance-cum-Acknowledgement shall be accompanied by the acknowledgment of lodgment with, or receipt by, the Target Company/its transfer agents, of the Equity Share certificate(s) and Equity Shares transfer deed(s). Persons under this clause should submit their acceptance and necessary documents by registered post or in person to the Registrar to the Offer at their offices as mentioned below. The sole/first Shareholder may also mention particulars relating to savings account /current account / Non-Resident External (NRE) account / Non- Resident Ordinary account (NRO) / others (please specify) number and the name of the bank and branch with whom such account is held in the respective spaces allotted in the Form of Acceptance-cum- Acknowledgement, to enable the Registrar to the Offer to print the said details in the payment instrument after the name of the payee.

7. **Non-resident Shareholders** should enclose copy (ies) of permission received from the RBI to acquire Equity Shares held by them in the Target Company

8. NRIs, OCBs and other foreign Shareholders are required to furnish Bankers' Certificate certifying inward remittances of funds for acquisition of Equity Shares of the Target Company
9. **In case of bodies corporate**, certified copies of appropriate authorization (including board/shareholder resolutions, as applicable) authorizing the sale of Equity Shares along with specimen signatures duly attested by a bank must be annexed. The common seal of the body corporate should also be affixed

10. **All the Shareholders** should provide all relevant documents which are necessary to ensure

Transferability of the Equity Shares in respect of which the acceptance is being sent. Such documents may include (but not be limited to):

a) Duly attested death certificate and succession certificate (in case of single Shareholder) in case the original Shareholder has expired

b) Duly attested power of attorney if any person apart from the Shareholder has signed the Form of Acceptance-cum-Acknowledgement or Equity Shares transfer deed(s).

---TEAR ALONG THIS LINE---

<u>Note</u>: All future correspondence, if any, should be addressed to **Registrar to the Offer**

Beetal Financial & Computer Services Pvt. Ltd
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir
New Delhi 110062.
Phone: 011 2996 1280 / 81 / 82 / 83
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Contact Person: Mr. Puneet Mittal