

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF  
M/S. SANJAY LEASING LIMITED ("SLL" / "TARGET COMPANY")**

**Registered Office:** 114, 11<sup>th</sup> Floor, Mittal Chambers, Opp. Inox Cinema, Nariman Point,  
Mumbai - 400021. Tel No.: 022 - 4347 0278 Fax No.: 022 - 4347 0278.

Open offer for Acquisition of 3,58,800 fully Paid-up Equity Shares from the shareholders of **Sanjay Leasing Limited** ("SLL" / "Target Company") by Mr. Ketan B. Kothari, Mrs. Mohinidevi B. Kothari and Mrs. Kalawati P. Kothari (hereinafter collectively referred as "Acquirers").

**1) OFFER DETAILS**

- **Offer Size:** This Open Offer is being made by the Acquirers for acquisition of 3,58,800 fully Paid-up Equity Shares of Rs. 10/- each constituting 26% of the Post-Preferential Capital of the Target Company.
- **Price / consideration:** At a price of Rs. 110.25/- (Rupees One Hundred Ten & Twenty Five Paise Only) per Equity Share of Rs. 10/- each of the Target Company aggregating to Rs. 3,95,57,700/- (Rupees Three Crores Ninety Five Lacs Fifty Seven Thousand & Seven Hundred Only).
- **Mode of payment:** Cash
- **Type of offer:** Triggered Offer

The Acquirers belongs to the Promoter Group of the Target Company and the Promoter Group currently hold 1,09,010 Equity Shares of the Target Company constituting 22.71% of the Pre-Preferential Capital of the Target Company.

The Target Company has passed Special Resolution pursuant to the provisions of Section 81(1A) of the Companies Act, 1956 and all the other provisions of applicable laws, if any, in the Extra ordinary General Meeting of the Company held on February 21, 2012 for Issue & Allotment of 9,00,000 Equity Shares of Rs. 10/- each constituting 65.22% of the Post-Preferential Capital of the Target Company.

Consequent upon acquiring the shares pursuant to the proposed allotment of Equity Shares on Preferential basis, the Post Shareholding & Voting Rights of the Acquirers along with other members of the Promoter Group will be 10,09,010 Equity Shares constituting 73.12% of the Post-Preferential Capital of the Target Company. Pursuant to proposed allotment of Equity Shares on Preferential basis, this mandatory Open Offer is being made by the Acquirers in compliance with Regulation 3(1) and other applicable provisions of SEBI (SAST) Regulations, 2011 as amended.



**2) TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATION (UNDERLYING TRANSACTION):**

| Details of Underlying Transaction          |                                                                                                                                                             |                                                           |       |                                                                              |                                     |                                       |
|--------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------|------------------------------------------------------------------------------|-------------------------------------|---------------------------------------|
| Type of Transaction<br>(Direct / Indirect) | Mode of Transaction<br>Agreement / Allotment / Market Purchase)                                                                                             | Shares / Voting Rights Acquired / Proposed to be Acquired |       | Total Consideration for Shares / Voting Rights (VR) Acquired (Rs. in Crores) | Mode of Payment (Cash / Securities) | Regulation which has Triggered        |
|                                            |                                                                                                                                                             | Number                                                    | %     |                                                                              |                                     |                                       |
| Direct                                     | Proposed allotment of 9,00,000 Equity Shares of Rs. 10/- each on Preferential basis, as approved by its shareholders through EGM held on February 21, 2012. | 9,00,000                                                  | 65.22 | Rs. 9.45 Crores                                                              | Cash                                | 3(1) of SEBI (SAST) Regulations, 2011 |

**3) ACQUIRERS:**

| Details                                                   | Acquirers                                                                               |                                                                                         |                                                        | Total          |
|-----------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------|----------------|
| Name of Acquirers                                         | Mr. Ketan B. Kothari                                                                    | Mrs. Mohinidevi B. Kothari                                                              | Mrs. Kalawati P. Kothari                               | -              |
| Address                                                   | 502, A 5 <sup>th</sup> Floor, Sanidhaya Building, 22 A Walkeshwar Road, Mumbai - 400006 | 502, A 5 <sup>th</sup> Floor, Sanidhaya Building, 22 A Walkeshwar Road, Mumbai - 400006 | 1502, Tardeo Tower, 75B, Tardeo, Road, Mumbai - 400034 | -              |
| Name(s) of persons in control                             | Other Promoter Group Members i.e. Devkumari Kothari and Rakesh Kothari                  |                                                                                         |                                                        | -              |
| Name of the Group, if any, to which the Acquirers belongs | Not Applicable                                                                          | Not Applicable                                                                          | Not Applicable                                         | Not Applicable |



|                                                                                       |          |                        |                        |          |
|---------------------------------------------------------------------------------------|----------|------------------------|------------------------|----------|
| Pre Transaction shareholding:                                                         |          |                        |                        |          |
| • Number of Shares                                                                    | 63,589   | 9,080                  | 18,180                 | 90,849   |
| • % of Total Pre-Preferential Share Capital                                           | 13.25%   | 1.89%                  | 3.79%                  | 18.93%   |
| • % of Total Post-Preferential Share Capital                                          | 4.61%    | 0.66%                  | 1.32%                  | 6.58%    |
| Proposed Shareholding after the acquisition of shares which triggered the Open Offer: |          |                        |                        |          |
| • Number                                                                              | 7,63,589 | 1,09,080               | 1,18,180               | 9,90,849 |
| • % of Total Post-Preferential Share Capital                                          | 55.33%   | 7.90%                  | 8.56%                  | 71.80%   |
| Any other interest in the TC                                                          | Promoter | Promoter Group Members | Promoter Group Members | -        |

Mr. Ketan B. Kothari, Mrs. Mohinidevi B. Kothari and Mrs. Kalawati P. Kothari (hereinafter collectively referred as "Acquirers"), presently holding equity shares in the Target Company and there are no PAC's in this Open Offer.

#### 4) DETAILS OF SELLING SHAREHOLDERS: Not Applicable

#### 5) TARGET COMPANY

- The shares of the Target Company i.e. Sanjay Leasing Limited is listed on BSE Ltd (formerly known as Bombay Stock Exchange Limited). The shares of the Target Company are presently active and traded on the BSE Ltd. The Scrip ID is SANJLEA and Scrip Code is 508954 at BSE Ltd.
- Sanjay Leasing Limited (SLL) has informed to BSE on January 13, 2012 that the shareholders of the company by way of Postal Ballot had passed the Special Resolution U/s 21 of the Companies Act, 1956 for the change of the name of the company from "SANJAY LEASING LIMITED" TO "FINKURVE FINANCIAL SERVICES LIMITED". The proposal is subject to requisite approval from RBI, RoC etc. Once these approvals have been obtained, the Company would change its name to "Finkurve Financial Services Limited".



#### 6) OTHER DETAILS

- This to inform to all the Shareholders of Target Company that the details of the Open Offer would be published shortly in the newspaper in terms of the provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 vide a Detailed Public Statement on or before February 28, 2012.
- The Acquirers have given an undertaking that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011 and have adequate financial resources to meet the Offer obligations.
- This is not a Competitive Bid.

#### ISSUED BY MANAGER TO THE OFFER



#### ARYAMAN FINANCIAL SERVICES LIMITED

60, Khatau Building, Ground Floor,

Alkesh Dinesh Modi Marg,

Fort, Mumbai – 400 001.

Tel No.: 91-22-2261 8264; Fax No.: 91-22-2263 0434.

Email: info@afsl.co.in

**Contact Person: Gaurav Khandelwal / Bhavin Dalal**

SEBI Registration No. INM000011344

#### On behalf of Acquirers:

Mr. Ketan B. Kothari,

Mrs. Mohinidevi B. Kothari and

Mrs. Kalawati P. Kothari

Place : Mumbai

Date : February 21, 2012