PUBLIC ANNOUNCEMENT UNDER REGULATION 3 (1) 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 SEASONS TEXTILE LIMITED

Open Offer for acquisition of up to 1947478 Equity Shares, representing 26% of the total paid-up equity share capital of Seasons Textile Limited, ("Target Company") from the Public Shareholders (as defined below) of the Target Company by Mr Inderjeet Singh Wadhwa and Mrs Neelam Wadhwa ("Hereinafter collectively referred to as "Acquirers") along with Person Acting in Concert namely Mr Mandeep Singh Wadhwa, Mrs Manjit Kaur Wadhwa , Mr Sumer Singh Wadhwa, M/s N.S Properties Pvt Ltd and Inderjeet Singh Wadhwa (HUF) ("Hereinafter collectively referred to as PACs") with the Acquirers ("Offer"/ "Open Offer") for the purpose of this Open Offer.

On April 11, 2013, the Acquirers signed a share purchase agreement (**"SPA"**) with the Sellers (as mentioned in paragraph 4 below) of the target company to acquire 1526550 equity shares constituting 20.38% of the fully paid up equity share capital of the Target Company. Presently acquirers alongwith PACs holds 1833272 equity shares representing 24.48% of the total fully paid up share capital of Target Company. The acquirers and PACs are the Promoters of the target company and the purpose of acquisition is to consolidate their shareholdings in the target company and pursuant to this acquisition there would not be any change in control of the target company.

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 Acquirers and the PACs 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) of the SEBI (SAST) Regulations.

1. Offer Details

(a) **Size:** The Acquirers and the PACs hereby make this Open Offer to the Public Shareholders of the Target Company to acquire up to 1947478 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 11/- (Rupees Eleven 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 214.22 Lacs assuming full acceptance.

(c) **Mode of Payment:** The Offer Price is payable in cash 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) 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/ Securities)	Regulation which has triggered
		Number	% vis a vis total equity / Voting Capital			
Direct	Acquisition through SPA	1526550	20.38%	53.89	Cash	Regulations 3(1) of the SEBI (SAST) Regulations

3. Details of Acquirers/PACs

(A) Details of Acquirer

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirer(s)/ ~~PAC(s)~~	Mr Inderjeet Singh Wadhwa	Mrs Neelam Wadhwa	**2**
Address	26, Feroze Gandhi Road, Lajpat Nagar-III, New Delhi-110024	26, Feroze Gandhi Road, Lajpat Nagar-III, New Delhi-110024	-
Name(s) of persons in control/promoters of Acquirers/ PAC where Acquirers/PAC are Companies	Not Applicable	-	-
Name of the Group, if any, to which the Acquirer/~~PAC~~ belongs to	Seasons Group	-	-
Pre Transaction shareholding			

□□Number □□% of total share capital	679800 9.08%	900042 12.01	**1579842** **21.09%**
Proposed shareholding after the acquisition of shares which triggered the Open Offer	1881350 equity shares constituting 25.12 % of the paid up share capital of the Target Company under SPA.	1225042 equity shares constituting 16.35 % of the paid up share capital of the Target Company under SPA.	**3106392 equity shares constituting 41.47 % of the paid up share capital of the Target Company under SPA.**
Any Other Interest in the Target Company	Managing Director of Target Company	Working as a Business Development Officer (Export) of Target Company	-

(B) Details of PACs

Details	**PACs 1**	**PACs 2**	**PACs 3**	**PACs 4**	**PACs 5**	**Total**
Name of ~~Acquirer(s~~)/ PAC(s)	Mandeep Singh Wadhwa	Manjit Kaur Wadhwa	Sumer Singh Wadhwa	Inderjeet Singh Wadhwa (HUF)	N S Properties (P) Ltd	**5**
Address	26, Feroze Gandhi Road, Lajpat Nagar-III, New Delhi-110024	26, Feroze Gandhi Road, Lajpat Nagar-III, New Delhi-110024	26, Feroze Gandhi Road, Lajpat Nagar-III, New Delhi-110024	26, Feroze Gandhi Road, Lajpat Nagar-III, New Delhi-110024	C-128, Greater Kailash-1, New Delhi-110048	**-**
Name(s) of persons in control/promoters of Acquirers/ PAC where Acquirers/PAC are Companies	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Inderjeet Singh Wadhwa, Tej Kaur etc.	**-**
Name of the Group, if any, to which the ~~Acquirer~~/PAC belongs to	Seasons Group	Seasons Group	Seasons Group	Seasons Group	Seasons Group	**-**
Pre Transaction						

shareholding □□Number □□% of total share capital	238500 3.18	3100 0.04	1800 0.02	9980 0.13	50 0.0006	**253430** **3.38**
Proposed shareholding after the acquisition of shares which triggered the Open Offer	238500 3.18	3100 0.04	1800 0.02	9980 0.13	50 0.0006	**253430** **3.38**
Any Other Interest in the Target Company	Director of Target Company	**-**	**-**	**-**	**-**	**-**

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	%
Shilpa Saraf	No	325000	4.34	Nil	Not Applicable
Rapid Credit and Holdings (P) Ltd	No	276550	3.69	Nil	Not Applicable
Sridhar Financial Services Ltd	No	300000	4.01	Nil	Not Applicable
Omex Holdings (P) Ltd	No	300000	4.01	Nil	Not Applicable
Abhinav Leasing and Finance Ltd	No	325000	4.34	Nil	Not Applicable

5. Target Company

(a) **Name:** Seasons Textile Limited

(b) **Registered Office Address:** D-29, Defence Colony, Ground Floor, New Delhi – 110024.

Corporate Office Address: B-18, Sector-5, Noida-201301, Uttar Pradesh

(c) **Exchanges where listed:** The Equity Shares are listed on the Bombay Stock Exchange Limited & Calcutta Stock Exchange.

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 April 18, 2013. 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 and PACs undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations and that they have adequate financial resources to meet their 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 PA 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 Acquirers and PACs

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: Delhi
Date: April 11, 2013