

**PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1)
OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF
SHARES AND TAKEOVERS) REGULATIONS, 2011 ("REGULATIONS")**

Open offer for acquisition of 14,17,000 Equity Shares of Face Value of ₹10 each of Apunka Invest Commercial Limited ("AICL"/"Target Company") by Mr. Kumar Mangat Rajaram Pathak ("Acquirer 1") and Mr. Abhishek Kumar Mangat Pathak ("Acquirer 2") (hereinafter collectively referred to as "Acquirers").

This Public Announcement ("PA") is being issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") for and on behalf of the Acquirers to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ["SEBI (SAST) Regulations, 2011"/"Regulations"].

1) OFFER DETAILS:

1.1 Offer Size: The Acquirers hereby make this Open Offer ("Offer") to the Public Shareholders of the Target Company to acquire 14,17,000 Equity Shares of face value of ₹10 (Rupees Ten only) each of the Target Company ("Equity Share") representing 26% of the Emerging Voting Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement ("PA"), Detailed Public Statement ("DPS") that will be published and the Letter of Offer ("LoF") which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.

1.2 Offer Price / Consideration: The Offer price of ₹10 (Rupees Ten only) per Equity Share of Face Value of ₹10 (Rupees Ten only) each, is in compliance with Regulation 8 of the Regulations ("Offer Price"), aggregating to a consideration of ₹1,41,70,000 (Rupees One Crore Forty One Lakhs and Seventy Thousand only), assuming full acceptance in the Open Offer ("Offer Size").

1.3 Mode of Payment: The Offer Price will be paid in Cash, in accordance with Regulation 9(1) (a) of the Regulations.

1.4 Type of Offer: This is a Triggered Offer under Regulation 3(1) and 4 of the Regulations.

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

Details of Underlying Transaction						
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/Allotment/ Market Purchase)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/ Voting Rights (VR) acquired (In ₹)	Mode of Payment (Cash/ Securities)	Regulations which has Triggered
		Number	% vis a vis total Emerging Voting Capital			
Direct Acquisition	Preferential Allotment	20,00,000	36.70	2,00,00,000	Cash	3(1) and 4

3) DETAILS OF THE ACQUIRERS:

Details	Acquirer 1	Acquirer 2	Total
Name of the Acquirers	Mr. Kumar Mangat Rajaram Pathak	Mr. Abhishek Kumar Mangat Pathak	2
PAN	AACPP1107H	ANKPP6545Q	-
Address	301/302, Brookhill Towers, 3 rd Cross Lane, Lokhandwala Complex, Andheri (West), Mumbai-400 053	301/302, Brookhill Towers, 3 rd Cross Lane, Lokhandwala Complex, Andheri (West), Mumbai-400 053	-
Name(s) of persons in control/ Promoters of Acquirers where Acquirer is a Company	Not Applicable	Not Applicable	-



Details	Acquirer 1	Acquirer 2	Total
Name of the Group, if any, to which the Acquirers belongs to	Not Applicable	Not Applicable	-
Pre Transaction Shareholding • Number • % of Emerging Voting Capital	Nil Not Applicable	1,70,000 3.12%	1,70,000 3.12%
Proposed Shareholding after acquisition of Shares which triggered the Open Offer • Number • % of Emerging Voting Capital	15,00,000 27.52%	6,70,000 12.29%	21,70,000 39.82%
Any other interest in the TC	None	None	-

Note:

- 1) On September 12, 2018, the Board of Directors of the Target Company approved a Preferential Allotment of 20,00,000 Equity Shares to the Acquirer 1 and Acquirer 2 as set out above. i.e. 15,00,000 Equity Shares of ₹10 each to Acquirer 1 and 5,00,000 Equity Shares of ₹10 each to Acquirer 2. Upon completion of the aforementioned Preferential Allotment of Equity Shares to the Acquirers, their aggregate holding in the Target Company would exceed 25% of the total voting rights of the Target Company being the threshold set out in Regulation 3(1) of the Regulations. As such this Offer is being made under Regulation 3(1) and 4 of the Takeover Regulations.
- 2) *There is no Person Acting in Concert in relation to the present Open Offer within the meaning of 2(1) (q) of the Regulations.*

4) DETAILS OF SELLING SHAREHOLDERS: Not Applicable

5) DETAILS OF THE TARGET COMPANY:

- 5.1 Name : Apunka Invest Commercial Limited
- 5.2 CIN : L67120WB1980PLC032655
- 5.3 ISIN : INE258R01010
- 5.4 Registered Office Address : 8, 1st Floor, Nayapatty Road, Kolkata-700 055
- 5.5 Stock Exchange(s) where Listed : BSE Limited ("BSE") with Scrip Code as 539469

6) OTHER DETAILS:

- 6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement ("DPS") on or before September 21, 2018 (Friday).
- 6.2 The Acquirers undertake that they are aware of and will comply with their obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.
- 6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.
- 6.4 This Offer is not subject to any minimum level of acceptance.
- 6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.



Issued by the Manager to the Offer:



Mark Corporate Advisors Private Limited

CIN: U67190MH2008PTC181996

SEBI Regn No.: INM000012128

404/1, The Summit Business Bay,

Sant Janabai Road (Service Lane),

Off Western Express Highway,

Vile Parle (East), Mumbai-400 057.

Contact Person: Mr. Manish Gaur

Tel. No.: +91 22 2612 3207/08

E-Mail ID: openoffer@markcorporateadvisors.com

Website: www.markcorporateadvisors.com

For and on behalf of the Acquirers:

Sd/-

Kumar Mangat Rajaram Pathak

("Acquirer 1")

Sd/-

Abhishek Kumar Mangat Pathak

("Acquirer 2")

Place : Mumbai

Date : September 12, 2018

