In compliance with Regulations 3(1) and 4 with read with Regulations 13(4), 14(3) and 15(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Trans Financial Resources Limited

Public Offer

For acquisition of up to 30,39,300 equity shares of Rs. 10 each representing 26% of the total Expanded Equity Share Capital / Voting Capital, from the equity shareholders of Trans Financial Resources Limited (‘TPC’), by Mr. Rajesh H. Parikh and Mr. Nitin H. Parikh.

This Detailed Public Statement ("DPS") is being issued by Chartered Capital and Investment Limited, the Manager to the Public Offer ("Manager to the Offer"), for the full and honest acquisition of shares in accordance with Regulations 13(4), 14(2) and 15(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments therein ("SEBI (SATR) Regulations") pursuant to the offer letter of SEBI dated September 3, 2014 ("Offer Letter") issued to Trans Financial Resources Limited ("TFL") by SEBI (SATR) Regulations sent to Securities and Exchange Board of India ("SEBI"), SEBI (SATR) and SEBI (BPCL) and their respective publications.

1. ACQUIRER(S)/SALER(S), TARGET COMPANY AND OFFERER

A. INFORMATION ABOUT THE ACQUIRER

1.1 Mr. Rajesh H. Parikh, 54/2, Shahi Bazar, Ahmedabad - 380001, India, born on 12th April, 1941, is a director of TFL and has more than 50 years of experience in the diamond industry. He is Director of Mahendra Brothers Export Pvt. Ltd. He does not belong to any Group.

1.2 Mr. Nitin H. Parikh, 54/2, Shahi Bazar, Ahmedabad - 380001, India, born on 12th April, 1977, is a director of TFL and has more than 30 years of experience in the diamond industry. His father is Mr. Rajesh H. Parikh, a director of TFL. He is not a director of any Group.

2. INFORMATION ABOUT THE TARGET COMPANY

2.1 Trans Financial Resources Limited was incorporated on September 5, 1994 under the Companies Act, 1956 and is registered under the Securities and Exchange Board of India (SEBI), New Delhi, vide its Registration No. INE385B02029.

2.2 The registered address of the Company is 3rd Floor, Vaghat Avenue, N, Horoson Restaurant, Navrangpura, Ahmedabad - 380009.

2.3 The current beneficial ownership of the Company as per the report under Regulation 11(4) of the SEBI (SATR) Regulations as on March 31, 2013, is as under:

- Mr. Rajesh H. Parikh - 32.25%
- Mr. Nitin H. Parikh - 21.75%
- Mr. R. Y. Shroff - 10.50%
- Mr. R. V. Mehta - 10.50%
- Mr. M. K. Mehta - 10.50%
- Mr. S. B. Thakkar - 10.50%

3. INFORMATION ABOUT THE OFFER

3.1 The Offer is an open offer made by Mr. Rajesh H. Parikh and Mr. Nitin H. Parikh (hereinafter referred to as "the Acquirers") to purchase (i) 30,39,300 equity shares of Rs. 10 each, representing 26% of the total equity share capital of TFL, and (ii) 2,84,000 equity shares of Rs. 10 each representing 26% of the total expanded equity share capital / voting capital of TFL.

4. SHARE AcQUISITION and SHAREHOLDING DETAILS

The current and proposed shareholding of the Acquirers in TFL and their detailed analysis are as follows:

5. OFFER PRICE

The offer price for acquisition of equity shares of Rs. 10 each is Rs. 15 per share.

6. TERMINATIVE SCHEDULE OF ACTIVITY

The offer became effective on September 4, 2014.

7. PROGRAMME FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER

All public shareholders of TFL, whether holding equity shares in dematerialized form or physical form, registered or unregistered are eligible to participate in the Offer and tender their shares to the Acquirers.

If the Acquirers do not receive the tender / non-tender forms / letter of offer from any public shareholder, the Acquirers may write to such shareholder advising them to tender their shares on thrusday, 12th December, 2014.

8. DETAILS OF THE OFFER

The Acquirers are making this offer pursuant to Regulations 1(4) and 4 of SEBI (SATR) Regulations, to acquire up to 30,39,300 equity shares ("Offer Shares") of Rs. 10 each representing 26% of the total expanded equity share capital / voting capital of TFL. The offer price is Rs. 15 per share ("Offer Price") payable in cash in accordance with the SEBI (SATR) Regulations and subject to the terms and conditions specified in the Offer Letter.

The Offer Letter of SEBI, 2014, is sent to the public shareholders of the Company in the same language in which this offer has been published.

No rights or benefits are attached to the offer shares.

9. RISK FACTORS

The Offer is subject to the risk and uncertainty inherent in the business of the target company, TFL, and to the general economic condition prevailing in the country and the world.

10. TERMS AND CONDITIONS

The tendered shares will be allotted on a pro-rata basis to the tendering shareholders.

11. CONTACT DETAILS

For further information contact Chartered Capital and Investment Limited, 140/148, Rajiv Gandhi Marg, New Delhi - 110016 or email: info@charteredcapital.in or SEBI Registration No. IN8000004558 (Permitted).

12. CLOSING DATE

The Offer will remain open from September 4, 2014 to December 12, 2014.

13. ISSUER(S)

Trans Financial Resources Limited

14. MANAGER TO THE OFFER

Chartered Capital and Investment Limited

15. BANKS

Axis Bank Limited

16. STOCK EXCHANGE

National Stock Exchange of India Limited

17. REGISTRAR

Chartered Capital and Investment Limited

18. AUDITORS

M/s. Pathak, H. O. & Associates

19. TRUSTEES

Mr. R. Y. Shroff, Mr. R. V. Mehta, Mr. M. K. Mehta, Mr. S. B. Thakkar

20. OTHERS

Promoters of the Company

Issued by Manager to the Offerer

Chattered Capital and Investment Limited

711, Mahatma, Opp. S V Hospital, Khodiyar, Ahmedabad - 380006

Tel: +91 79 2691 6200 Fax: +91 79 2691 6195 Email: info@charteredcapital.in Web: www.charteredcapital.in

Registered Office: 140/148, Rajiv Gandhi Marg, New Delhi - 110016

SEBI Registration No. IN8000004558 (Permitted)

Announced Offer Price: Rs. 15

Regulatory No. RM/2000-000014

Chairman: Mr. Rashmi H. Parikh

Company Secretary: Mr. Ravi D. Mehta

Broker: SBI

For and on behalf of the Acquirers

Rajesh H. Parikh 

Nitin H. Parikh