

Date: January 17, 2015

To,
Division of Corporate Restructuring,
Corporation Finance Department,
Securities and Exchange Board of India,
SEBI Bhavan, Plot No.C4-A,
'G' Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Kind Attn.: Mr. Anupam Kumar, Assistant Manager

Dear Sir,

Sub.: Takeover Open Offer to the shareholders of Sangam Health Care Products Limited ("Target Company") in terms of Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011

With reference to the captioned subject, this is to inform your good office that the tendering period of the open offer expired on December 31, 2014, Wednesday and the payment to the shareholders whose shares have been accepted in the offer was made on January 05, 2015, Monday. In this respect, please find enclosed Post Open Offer Report in terms of Regulation 27(7) of SEBI (SAST) Regulations, 2011.

Further as required in your observation letter dated November 28, 2014, Friday, the details with respect to the market price of the Target Company on different dates are tabulated below:

(in Rs.)

Event	Price at BSE(#)	
	Opening Price	Closing Price
As on date of Public Announcement (June 27, 2014, Friday)	NIL	NIL
As on date of Detailed Public Statement (July 04, 2014, Friday)	NIL	NIL
As on Offer Opening Date (December 16, 2014, Tuesday)	NIL	NIL
As on Offer Closing Date (December 31, 2014, Wednesday)	NIL	NIL
Average of weekly high and low of the closing prices of the shares during the period from the date of PA till closure of offer. (Working is enclosed as Annexure A)	NA	

#The trading in the equity shares of the Target Company is suspended at all the Stock Exchanges where its shares are listed.

Kindly take the above information on your records.

For **Corporate Professionals Capital Private Limited**

(**Manoj Kumar**)
Vice President



Corporate Professionals Capital Private Limited

CIN - U74899DL2000PTC104508

Post-Open Offer Report under Regulation 27(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

POST OPEN OFFER REPORT

**IN RESPECT OF OPEN OFFER MADE BY MR. ADDEPALLI BALA GOPAL,
MR. DEVARAKONDA VENKATA SUBRAMANYA SHARMA, MRS. GHANAKOTA PADMA
AND MRS. GHANAKOTA RAMANA TO ACQUIRE SHARES OF
M/S. SANGAM HEALTH CARE PRODUCTS LIMITED**

A. Names of the parties involved

1.	Target Company (TC)	M/s. Sangam Health Care Products Limited
2.	Acquirers	Mr. Addepalli Bala Gopal, Mr. Devarakonda Venkata Subramanya Sharma, Mrs. Ghanakota Padma and Mrs. Ghanakota Ramana
3.	Persons acting in concert with Acquirers (PAC(s))	NA
4.	Manager to the Open Offer	M/s. Corporate Professionals Capital Private Limited
5.	Registrar to the Open Offer	M/s. Beetal Financial and Computer Services Private Limited

B. Details of the offer – Triggered Offer

- **Whether conditional offer –NA**
- **Whether voluntary offer –NA**
- **Whether competing offer –NA**

C. Activity Schedule

Sl. No.	Activity	Due dates as Specified in the SAST Regulations	Actual Dates **
1.	Date of the public announcement (PA)	June 27, 2014 Friday	June 27, 2014 Friday
2.	Date of publication of the Detailed Public Statement (DPS)	July 04, 2014 Friday	July 04, 2014 Friday
3.	Date of filing of draft letter of offer (LOF) with SEBI	July 11, 2014 Friday	July 09, 2014 Wednesday
4.	Date of sending a copy of the draft LOF to the TC and the concerned stock exchanges (SE)	July 11, 2014 Friday	July 09, 2014 Wednesday
5.	Date of receipt of SEBI comments	July 31, 2014	November 28, 2014



		Thursday	Friday
6.	Date of dispatch of LOF to the shareholders / custodian in case of Depository Receipts	August 21, 2014 Thursday	December 09, 2014 Tuesday
7.	Dates of price revisions / offer revisions (if any)	August 20, 2014 Tuesday	December 10, 2014 Wednesday
8.	Date of publication of recommendation by the independent directors of the TC	August 21, 2014 Thursday	December 11, 2014 Thursday
9.	Date of issuing the offer opening advertisement	August 25, 2014 Monday	December 15, 2014 Monday
10.	Date of commencement of the tendering period	August 26, 2014 Tuesday	December 16, 2014 Tuesday
11.	Date of expiry of the tendering period	September 09, 2014 Tuesday	December 31, 2014 Wednesday
12.	Date of making payments to shareholders / return of rejected shares	September 23, 2014 Tuesday	January 05, 2015 Monday

^Reason for delays beyond the due dates: The observation letter from SEBI received on November 28, 2014, Friday, whereas the expected date for the same was July 31, 2014, Thursday.

D. Details of the payment consideration in the open offer

(Value in Rs. Lakhs)

Sl. No.	Item	Details
1.	Offer Price for fully paid shares of TC (Rs. per share)	Rs. 0.50/- per share
2.	Offer Price for partly paid shares of TC, if any	NA
3.	Offer Size (no. of shares x offer price per share)	Rs. 19.32
4.	Mode of payment of consideration (cash or shares or secured listed debt instruments or convertible debt securities or combination)	Cash
5.	If mode of payment is other than cash, i.e. through shares / debt or convertibles:	
a.	Details of offered security - Nature of the security (shares or debt or convertibles) - Name of the company whose securities have been offered - Salient features of the security	NA
b.	Swap Ratio (ratio indicating the number of securities of the offeree company vis-à-vis shares of TC)	NA

E. Details of market price of the shares of TC



1. Name of the Stock Exchange where the shares of TC have been most frequently traded during 12 calendar months period prior to PA, and the volume of trading relative to the total outstanding shares of the TC

Since, the trading in the equity shares of the Target Company is suspended at all the Stock Exchanges where its shares are listed, therefore the shares are infrequently traded within the meaning of definition of "frequently traded shares" under (j) of Sub-Regulation (1) of Regulation 2 of the SEBI (SAST) Regulations.

Stock Exchange	Total No. of equity shares traded during the Twelve calendar months prior to the month of PA#	Total No. of Listed Equity Shares of the Target Company	Annualised Trading Turnover (as % of Total equity shares Listed)
BSE	Nil	14,860,700	Nil
BgSE	Nil	14,860,700	Nil

2. Details of Market Price of the shares of TC are the aforesaid Stock Exchange in the following format:

Sr. No.	Particulars	Date	Rs. per share
			BSE
1.	1 trading day prior to the PA date	June 26, 2014, Thursday	NIL
2.	On the date of PA	June 27, 2014, Friday	NIL
3.	On the date of commencement of the tendering period	December 16, 2014 Tuesday	NIL
4.	On the date of expiry of the tendering period	December 31, 2014 Wednesday	NIL
5.	10 working days after the last date of the tendering period	January 14, 2015 Wednesday	NIL
6.	Average market price during the tendering period (viz. Average of the volume weighted market prices for all the days)	December 16, 2014 to December 31, 2014	NIL

F. Details of escrow arrangements

1. Details of creation of Escrow account, as under:

Date(s) of creation	Amount	Form of escrow account (Cash or Bank guarantee (BG) or Securities). (In case escrow consists of BG or securities, at least 1 %
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			consideration is to be deposited in cash; the same may be indicated separately.)
Escrow account	July 01, 2014, Tuesday	Cash Deposited: Rs. 4 Lacs 85 Thousand (being more than 25% of total consideration)	Cash

2. For such part of escrow account, which is in the form of cash, give following details:

- Name of the Scheduled Commercial Bank where cash is deposited: DCB Bank Limited
- Indicate when, how and for what purpose the amount deposited in escrow account was released, as under

Release of escrow account		
Purpose	Date	Amount (Rs Lakhs)
Transfer to Special Escrow Account, if any	January 05, 2015	Rs. 0.005
Amount released to Acquirer - Upon withdrawal of Offer - Any other purpose (to be clearly specified)* - Other entities on forfeiture	NA	NIL

*Apart from closure

3. For such part of Escrow which consists of Bank Guarantee (BG) / Deposit of Securities, provide the following details:

For Bank Guarantee

Name of Bank	Amount of Bank Guarantee	Date of creation/ revalidation of Guarantee	Validity period of Bank Guarantee	Date of Release if applicable	Purpose of release
NA	NA	NA	NA	NA	NA

For Securities

Name of company whose security is deposited	Type of security	Value of securities as on date of creation of escrow account	Margin considered while depositing the securities	Date of Release if applicable	Purpose of release
NA	NA	NA	NA	NA	NA



G. Details of response to the open offer

Shares proposed to be acquired		Shares tendered **		Response level (no of times)	Shares accepted**		Shares rejected	
No	% to total diluted share capital of TC	No	% w.r.t (A)	(C) / (A)	No.	% w.r.t (C)	No = (C) - (F)	Reasons
A.	B.	C.	D.	E.	F.	G.	H.	I.
38,63,782 Equity Shares	26%	1,000	0.01	0.0003	1,000	0.01	Nil	NA

H. Payment of Consideration

Due date for paying consideration to shareholders whose shares have been accepted	Actual date of payment of consideration	Reasons for delay beyond the due date
January 14, 2015, Wednesday	January 05, 2015, Monday	NA

- Details of special account where it has been created for the purpose of payment to shareholders:
- Name of the concerned Bank: DCB Bank Limited
- Details of the manner in which consideration (where consideration has been paid in cash), has been paid to shareholders whose shares have been accepted:

Mode of paying the consideration	No. of Shareholders	Amount of Consideration (Rs. lakhs)
Physical mode	1	0.005
Electronic mode (ECS/ direct Transfer, etc.)	Nil	NA

I. Pre and post offer Shareholding of the Acquirer / PAC in TC



	Shareholding of acquirer and PACs	No of shares	% of total share capital of TC as on closure of tendering period*
1.	Shareholding before PA	Nil	NA
2.	Shares acquired by way of an agreement, if applicable	97,55,240	65.64
3.	Shares acquired after the PA but before 3 business days prior to commencement of tendering period. - Through market purchases - Through negotiated deals/ off market deals	NA	NA
4.	Shares acquired in the open offer	1,000	0.01
5.	Post - offer shareholding	97,56,240	65.65

J. Give further details, as under, regarding the acquisitions mentioned at points 3, 4 & 5 of the above table -

1.	Name(s) of the entity who acquired the shares	NA
2.	Whether disclosure about the above entity(s) was given in the LOF as either Acquirer or PAC.	NA
3.	No of shares acquired per entity	NA
4.	Purchase price per share	NA
5.	Mode of acquisition	NA
6.	Date of acquisition	NA
7.	Name of the Seller in case identifiable	NA

K. Pre and post offer Shareholding Pattern of the Target Company

	Class of entities	Shareholding in a TC			
		Pre- offer		Post offer (Actuals)	
		No.	%	No.	%
1.	Acquirers/PACs	Nil	NA	97,56,240	65.65
2.	Erstwhile Promoters (persons who cease to be promoters pursuant to the Offer)	97,55,240	65.64	Nil	NA
3.	Continuing Promoters	1,240,260	8.35	1,240,260	8.35
4.	Sellers if not in 1 and 2	Nil	NA	Nil	NA
5.	Other Public Shareholders	3,865,200	26.01	3,864,200	26.00
	TOTAL	14,860,700	100	14,860,700	100



L. Details of Public Shareholding in TC

1.	Indicate the minimum public shareholding the TC is required to maintain for continuous listing	37,15,175 Equity Shares	25%
2.	Indicate the actual public shareholding and if it has fallen below the minimum public shareholding limit, delineate the further steps which will taken in accordance with the disclosures given in the LOF	38,64,200 Equity Shares	26.00%

M. Other relevant information, if any
Manager to the Offer



CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

D-28South Extn. Part 1, New Delhi - 110049

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SEBI Regn. No: INM000011435

Date: January 17, 2015

Place: New Delhi

