POST OFFER ADVERTISEMENT TO THE EQUITY SHAREHOLDERS OF
SUBWAY FINANCE AND INVESTMENT COMPANY LIMITED

Registered Office at 108, Arihant Bldg., 32, 38, Ahmedabad Street, Masjid Bandar East, Mumbai 400 009 • Tel.: 022-2348 0888 Fax No.: 022-2348 8889

Open Offer ("Offer") for acquisition of up to 2,86,650 equity shares of Subway Finance and Investment Company Limited ("Target Company") from the shareholders of the Target Company by **Kalpesh Kanubhai Shah, Sangita Kalpesh Shah, Akshay Kalpesh Shah, Suketu Bhogilal Shah, Bhavna Suketu Shah, Kavish Suketu Shah, Shaili Kavish Shah, Nitin Kantilal Shah, Bhadra Nitin Shah, Nehal Nitin Shah, Janki Nehal Shah, Ankur Nitin Shah, Hetu Ankur Shah, Rahul Kantilal Shah, Amita Rahul Shah, Viraj Rahul Shah, Ishan Rahul Shah, Harshad Kantilal Shah, Harsha Harshad Shah, Mayur Kantilal Shah, Jayshree Mayur Shah, Parth Mayur Shah, Bhupendra Ratilal Kadhi, Manisha Bhupendra Kadhi and Rashesh Sureshchandra Shah** (the 'Acquirers'). This Post Offer Advertisement is being issued by Ladderup Corporate Advisory Private Limited ("Manager to the Offer"), on behalf of the Acquirers, in connection with the Offer made by the Acquirers, in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations"). The detailed public statement (the "DPS") with respect to the Offer was made on July 19, 2012 (Thursday) in Business Standard (English and Hindi – All Editions) and Mumbai Lakshadeep (Marathi – Mumbai Edition)

1. Name of the Target Company : Subway Finance and Investment Company Limited
2. Name of the Acquirers : Kalpesh Kanubhai Shah, Sangita Kalpesh Shah, Akshay Kalpesh Shah, Suketu Bhogilal Shah, Bhavna Suketu Shah, Kavish Suketu Shah, Shaili Kavish Shah, Nitin Kantilal Shah, Bhadra Nitin Shah, Nehal Nitin Shah, Janki Nehal Shah, Ankur Nitin Shah, Hetu Ankur Shah, Rahul Kantilal Shah, Amita Rahul Shah, Viraj Rahul Shah, Ishan Rahul Shah, Harshad Kantilal Shah, Harsha Harshad Shah, Mayur Kantilal Shah, Jayshree Mayur Shah, Parth Mayur Shah, Bhupendra Ratilal Kadhi, Manisha Bhupendra Kadhi and Rashesh Sureshchandra Shah
3. Name of Manager to the Offer : Ladderup Corporate Advisory Private Limited
4. Name of Registrar to the Offer : Sharex Dynamic (India) Private Limited
5. Offer details
   a) Date of Opening of the Offer : January 10, 2013 (Thursday)
   b) Date of Closure of the Offer : January 24, 2013 (Thursday)
6. Last Date of Payment of Consideration : February 8, 2013
7. Details of the acquisition:

Sr. No.	Particulars	Proposed in the Offer Document (Assuming Full Acceptance in Offer)		Actuals	
7.1	Offer Price	₹ 32.00/-		₹ 32.00/-	
7.2	Aggregate number of shares tendered	2,86,650		Nil	
7.3	Aggregate number of shares accepted	2,86,650		Nil	
7.4	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 91,72,800/-		Nil	
7.5	Shareholding of Acquirers before Agreement / Public Announcement (No. & %)	Nil		Nil	
7.6	Shares Acquired by way of Agreement • Number • % of Fully Diluted Equity Share Capital	 8,08,425 73.33%		 8,08,425 73.33%	
7.7	Shares Acquired by way of Open Offer • Number • % of Fully Diluted Equity Share Capital	 2,86,650 26.00%		 Nil Nil	
7.8	Shares Acquired after Detailed Public Statement • Number of Shares Acquired • Price of the Shares Acquired • % of Shares Acquired	 Nil Not Applicable Nil		 Nil Not Applicable Nil	
7.9	Post Offer Shareholding of Acquirers • Number • % of Fully Diluted Equity Share Capital	 10,95,075 99.33%		 8,08,425 73.33%	
7.10	Pre & Post offer shareholding of the Public	**Pre Offer**	**Post Offer**	**Pre Offer**	**Post Offer**
	• Number • % of Fully Diluted Equity Share Capital	2,94,075 26.67%	7,425 0.67%	2,94,075 26.67%	2,94,075 26.67%

8. The Acquirers accept full responsibility for the information contained in this Post Offer Public Advertisement and also for the obligations of the Acquirers as laid down in the SEBI (SAST) Regulations, 2011.
9. A copy of this Post Offer Advertisement will be available on the websites of SEBI at www.sebi.gov.in., BSE Limited and the registered office of the Target Company

Capitalized terms used but not defined in this Advertisement shall have the meanings assigned to such terms in the Public Announcement and/or DPS and/or Letter of Offer and/or Corrigendum and/or Pre-Issue Public Announcement.

Issued by Manager to the Offer on behalf of the Acquirers:

Ladderup
Engineering Growth

Ladderup Corporate Advisory Private Limited
102-A, 1st Floor, Hallmark Business Plaza, Gurunanak Hospital Road, Bandra (E), Mumbai – 400051, Tel.: 022 4033 6363, Fax: 022 4033 6364
Email: ashish.gada@ladderup.com, Contact Person: Ashish Gada

Date : January 29, 2013
Place : Mumbai

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