

Public Announcement (“PA”) under Regulation 15 (1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Open Offer (“Offer”) for acquisition of upto 13,00,000 equity shares of Rs. 10/- each from Equity Shareholders of Surnidhi Investment Limited (“Target Company”), a company registered under the Companies Act, 1956 and having its Registered Office at 209, 18/12, W.E.A., Karol Bagh, New Delhi - 110005 by Mr. Mohit Gupta (“the Acquirer”) pursuant to and in compliance with Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended and subsequent amendments thereto (hereinafter referred as “SEBI (SAST) Regulations”)

1. Offer Details

- 1.1. **Offer Size:** Up to 13,00,000 equity shares of Rs. 10/- each representing 26% of the total equity share capital / voting capital of Target Company.
- 1.2. **Offer Price/ Consideration:** The Offer Price is Rs. 8.50 (Rupees Eight and Paise Fifty Only) per equity share of Rs. 10/- each.
- 1.3. **Mode of Payment:** The Offer Price is payable in Cash.
- 1.4. **Type of Offer:** This is a *Triggered Offer* made by Acquirer under Regulations 3(1) and 4 of SEBI (SAST) Regulations for substantial acquisition of shares/voting rights and intend to control the Management of the Target Company.

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)	Shares / Voting Rights acquired/proposed to be acquired		Total Consideration for shares/ VRs acquired (Rs. In crores)	Mode of Payment (Cash/ securities)	Regulations which has triggered
		Number	% vis a vis total equity/ voting capital			
Direct	Share Purchase Agreements	10,67,700 equity shares	21.35 %	Rs. 0.21	Cash	3(1) & 4

3. Acquirer(s) / PAC

Details	Acquirer
Name of Acquirer(s) / PAC(s)	Mr. Mohit Gupta
Address	F-7 Bhagwan Dass Nagar, Punjabi Bagh, New Delhi-110026
Name(s) of persons in control/promoters of Acquirer(s)/ PACs where Acquirer(s)/ PAC are companies	NA
Name of the Group, if any, to which the Acquirer(s)/ PAC belongs to	None
Pre Transaction shareholding	12,39,800 equity shares
• Number	
• % of total share capital	24.80%
Proposed shareholding after the acquisition of shares which triggered the Open Offer	23,07,500 equity shares
	46.15 %
Any other interest in the TC	None

4. Details of selling shareholders, if applicable

Name of Sellers	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number	%	Number	%
Mr. Yash Kalra	No	99,300	1.99%	0	0
Mr. Sanjeev Jain	No	1,00,000	2.00%	0	0
Mr. Mahendra Singh Rawat	No	99,600	1.99%	0	0
Mr. Sunil Srivastav	No	90,000	1.80%	0	0
Mr. Deepak Srivastav	No	1,00,000	2.00%	0	0
Ms. Anju Sabharwal	No	92,000	1.84%	0	0
Ms. Shamma Maggo	No	98,300	1.97%	0	0
Ms. Parveen Sethi	No	90,000	1.80%	0	0
Mr. Naresh Sethi	No	1,00,000	2.00%	0	0
Mr. Anil Khullar	No	98,500	1.97%	0	0
Ms. Neelam Khullar	No	1,00,000	2.00%	0	0

5. Target Company

- 5.1 **Name** : Surnidhi Investment Limited
5.2 **Registered Office** : 209, 18/12, W.E.A., Karol Bagh, New Delhi – 110005
5.3 **Exchange where Listed** : Delhi Stock Exchange Limited

6. Other Details

- 6.1 Further details of the Offer shall be published on or before Friday, February 22, 2013 in the Detailed Public Statement to be issued in terms of the proviso to Regulation 13(4) of the SEBI (SAST) Regulations which will be published as specified under Regulation 14(3) of the SEBI (SAST) Regulations.
- 6.2 The Acquirer undertakes that he is aware of and will comply with his obligations under the SEBI (SAST) Regulations and that he has adequate financial resources to meet the Offer obligations under the SEBI (SAST) Regulations.
- 6.3 This Offer is not conditional upon any minimum level of acceptance as per Regulation 19(1) of the SEBI (SAST) Regulations and this Public Announcement is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

ISSUED BY MANAGER TO THE OFFER

For and on behalf of the Acquirer, Mr. Mohit Gupta

CHARTERED CAPITAL AND INVESTMENT LIMITED



Contact Person: Ms. Menka Jha

418-C, "215 Atrium", Andheri Kurla Road,
Andheri (East), Mumbai 400 093

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SEBI Registration No.: INM000004018

Place : Mumbai

Date : February 14, 2013