Public Announcement under Regulation 15(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Open Offer for acquisition of upto 26,000 (Twenty Six Thousand Only) fully paid up equity shares from the Shareholders of S. V. Trading and Agencies Limited (hereinafter referred to as "Target Company" or "SVTL") by Manoharbhai P. Joshi and Gopal Lal Paliwal (hereinafter referred to as "Acquirers") pursuant to and in accordance with Regulation 3(1) and Regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, and subsequent amendments thereof ("Regulations/SEBI (SAST) Regulations").

1. Offer Details

- **Offer Size**: The Acquirers are hereby making a mandatory Open Offer in terms of SEBI (SAST) Regulations, 2011 to the equity shareholders of the Target Company to acquire up to 26,000 (Twenty Six Thousand Only) fully paid up equity shares ("Offer Size") bearing a face value of Rs. 10/- each representing 26% of the total issued, subscribed, paid up and voting capital of the Target Company pursuant to Share Purchase Agreement (SPA) dated June 06, 2013.

- **Price/consideration** : An offer price of Rs. 10/- (Rupees Ten only) per fully paid up equity share of Rs. 10/- each of the Target Company (hereinafter referred to as "Offer Price") will be offered to the equity shareholders who tender their shares in the Offer. Assuming full acceptance, the total consideration payable by the Acquirers will be Rs. 2,60,000/- (Rupees Two Lakh Sixty Thousand Only) (hereinafter referred to as "Offer Consideration").

- **Mode of payment (cash/ security)**: The Offer Price will be paid in cash, in accordance with the regulation 9(1)(a) of the SEBI (SAST) Regulations.

- **Type of offer**: This is a Triggered Offer under Regulations 3(1) & 4 of SEBI (SAST) Regulations, 2011 pursuant to signing of the SPA.

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 (In Rs.)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total equity /voting			

			capital			
Direct	Off Market Purchase and entered into Share Purchase Agreement	59,000	59.00	5,90,000	Cash	3(1) & 4 of SEBI (SAST) Regulations

3. **Acquirers**

Details	**Acquirer1**	**Acquirer2**	**Total**
Name of Acquirers	Manoharbhai P. Joshi	Gopal Lal Paliwal	
Address	A/29, Vasant Aishwarya Building, Mathuradas Extn. Road, Kandivali (West), Mumbai- 400067, Maharashtra, Tel No: 09930423825, Fax No: 02953-233622	Upli Oden Bus Stand, Nathdwara, Rajsamand, Rajasthan, Tel No: 08290356309, Fax No: 02953-233622	
Name(s) of persons in control/Promoter of Acquirers	Not Applicable (N.A.)	Not Applicable (N.A.)	
Name of the Group, if any, to which the Acquirers belongs to	N.A.	N.A.	
Pre Transaction shareholding • Number • % of total share capital	Nil	Nil	
Proposed shareholding after the acquisition of shares which triggered the Open Offer	32,430 (32.43)	26,570 (26.57)	59,000 (59.00)
Any other interest in the Target Company	Nil	Nil	

4. **Details of selling shareholders:**

Name	**Part of Promoter group (Yes/No)**	**Details of shares/voting rights held by the selling shareholders**			
		Pre Transaction		**Post Transaction**	
		Number	**%***	**Number**	**%***
Hridai Susheel Somani	Yes	1,000	1.00	Nil	Nil
Jaya Somani		1,000	1.00		
Kopran Laboratories Ltd		15,000	15.00		
Mridula Somani		1,010	1.01		
Rajendra Somani		2,010	2.01		
Rajendra Somani jointly with Jaya Somani		30	0.03		
Rajendra Somani &		2,000	2.00		

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MERCHANT BANKER CATEGORY I
SEBI REG. No. INM000011112
MUMBAI

Surendra Somani					
Suhrid Susheel Somani		500	0.50		
Surendra Somani		2,010	2.01		
Susheel G Somani		500	0.50		
Susheel G Somani and Mridula Somani		31,930	31.93		
Vandana Somani		1,010	1.01		
Varun Somani		1,000	1.00		
Total		**59,000**	**59.00**	**Nil**	**Nil**

**Percentage has been calculated vis-à-vis total equity/voting capital of the Target Company.*

5. <u>TargetCompany</u>

- S. V. Trading and Agencies Limited is a company duly registered under the Companies Act, 1956 having its registered office at 1076, Dr. E. Moses Road, Worli, Mumbai 400018, Tel No: 022-24964656/60, Fax No: 022-24963055 and Email: sanjayjain@ocl-india.com

- The shares of the Target Company are listed at Bombay Stock Exchange Limited ("BSE") having scrip code as 503622.

6. <u>Other details</u>

- A Detailed Public Statement ("DPS") specifying the detailed terms and conditions of this Offer will be published as per regulation 14(3) of SEBI (SAST) Regulations, 2011 on or before June 13, 2013.

- The Acquirers hereby undertake that they are fully aware of and will comply with their obligations under the SEBI (SAST) Regulations and have adequate financial resources to meet the Offer obligations in terms of regulation 25(1) under the SEBI(SAST) Regulations.

- This offer is not conditional upon any minimum level of acceptance in terms of regulation 19(1) of the SEBI (SAST) Regulations and is not a competing bid in terms of regulation 20 of the SEBI (SAST) Regulations.

- The Acquirers accept the full responsibility for the information contained in this Public Announcement.

Issued by Manager to the offer

intensive

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Fax No.:- 022 22870446
E-mail:- rishabh@intensivefiscal.com
Contact Person:- Rishabh Jain/Nikesh Jain
SEBI Registration No.: INM000011112

For and on behalf of the Acquirers

sd/-
(Manoharbhai P Joshi)

sd/-
(Gopal Lal Paliwal)

Place: Mumbai
Date: June 06, 2013