<u>Public Announcement under Regulations 3(1) & 4 with 15(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the attention of equity shareholders of Transpek Finance Limited</u>

Open Offer for acquisition of 9,28,798 (Nine Lakhs Twenty Eight Thousand Seven Hundred Ninety Eight only) fully paid up equity shares `of Rs. 10/- each from equity shareholders of Transpek Finance Limited except parties to Share Purchase Agreement ("SPA") dated January 16, 2015 (hereinafter referred to as "Target Company" or "TFL") by Sukruti Infratech Pvt. Ltd (hereinafter referred to as "Acquirer") pursuant to and in accordance with Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Regulations").

1. Offer Details

- **Offer Size**: The Acquirer is 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 9,28,798 (Nine Lakhs Twenty Eight Thousand Seven Hundred Ninety Eight 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.

- **Price/ consideration** : An offer price of Rs. 13/- (Rupees Thirteen 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 shares tendered in the Offer. Assuming full consideration, the total consideration payable by the Acquirer will be Rs. 1,20,74,374/- (Rupees One Crore Twenty Lakhs Seventy Four Thousand Three Hundred Seventy Four only) (hereinafter referred to as "Offer Consideration").

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

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

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 proposed to be acquired (In Rs.)**	**Mode of payment (Cash/ securities)**	**Regulation which has triggered**
		Number	**% vis a vis total equity /voting capital**			
Direct	Share Purchase Agreement	16,90,535	47.32%	Rs. 2,19,76,955/-	Cash	3(1) & 4

3. **Acquirer**

Details	Acquirer
Name of Acquirer	Sukruti Infratech Pvt. Ltd
Address	301, Atlantis Heritage, Dr Vikram Sarabhai Road, Vadi Wadi, Vadodara-390003, Gujarat, India
Name(s) of persons in control/Promoter of Acquirer	1. Alpana Gandhi 2. Pankaj Parikh
Name of the Group, if any, to which the Acquirer belongs to	N.A.
Pre Transaction shareholding • Number • % of total share capital	 8,62,575 24.15%
Proposed shareholding after the acquisition of shares which triggered the Open Offer	**25,53,110** (71.47 %)
Any other interest in the Target Company	NA

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	%*
Mukesh D Patel	Yes	4,35,420	12.19	Nil	Nil
Niraj M Patel		1,26,125	3.53		
Abhigam Consultants Private Limited		5,59,520	15.66		
Dushyant D Patel		3,69,470	10.34		
Minu D Patel		2,00,000	5.60		
TOTAL		**16,90,535**	**47.32**		

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

5. **Target Company**

- TRANSPEK FINANCE LIMITED, a company incorporated under the Companies Act, 1956 and having its Registered Office at First Floor, ABS Towers, Old Padra Road, Vadodara, Gujarat-390007. Tel No:- (0265) 2341648, 2341649, Fax No: (0265) 2336908, Email: transpek@yahoo.com

- The shares of the Target Company are listed at Bombay Stock Exchange Limited ("BSE") and Vadodara Stock Exchange Limited ("VSE"). The scrip code on BSE & VSE is 531254 & 423 respectively. The scrip ID on BSE is "TRANSPEKF".

6. **Other details**

- 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 January 23, 2015.

- The Acquirer hereby undertakes that it is fully aware of and will comply with its obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) under the Regulations.

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

- The underlying transaction requires prior approval of the Reserve Bank of India (RBI) under Non-Banking Financial Companies (Approval of Acquisition or Transfer of Control) Directions, 2014 issued under master Circular No. DNBS (PD) CC No. 397/03.02.001/2014-15 dated July 01, 2014 as on date.

- The Acquirer accepts the full responsibility for the information contained in this Public Announcement.

Issued by Manager to the offer

Intensive Fiscal Services Private Limited
914, 9th Floor, Raheja Chambers,
Nariman Point, Mumbai- 400021
Tel. Nos.:- 022 22870443/44/45
Fax No.:- 022 22870446
Email:ayush@intensivefiscal.com / anand@intensivefiscal.com
Contact Person: - Ayush Agarwal / Anand Raval
SEBI Registration No.: INM000011112

On Behalf of the Acquirer
Sd/-
Sukruti Infratech Pvt. Ltd

Place: Mumbai
Date: January 16, 2015