

**PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ("REGULATIONS")**

Open offer for acquisition up to 12,30,800 Equity Shares of Face Value of ₹10 each of Union Quality Plastics Limited ("UQPL"/"Target Company") by Mr. Javvari Kapish Rajesh Singh ("Acquirer 1") and Mrs. Javahari Kapisha Praveena Kumari ("Acquirer 2") (hereinafter collectively referred to as "Acquirers").

This Public Announcement ("PA") is being issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") for and on behalf of the Acquirers to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ["SEBI (SAST) Regulations, 2011"/"Regulations"].

**1) OFFER DETAILS:**

**1.1 Offer Size:** The Acquirers hereby make this Open Offer ("Offer") to the Public Shareholders of the Target Company to acquire up to 12,30,800 Equity Shares of face value of ₹10 (Rupees Ten only) each of the Target Company ("Equity Share") representing 26% of the Voting Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement ("PA"), Detailed Public Statement ("DPS") that will be published and the Letter of Offer ("LoF") which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.

**1.2 Offer Price / Consideration:** The Offer price of ₹34 (Rupees Thirty Four only) per Equity Share of Face Value of ₹10 (Rupees Ten only) each, is in compliance with Regulation 8 of the Regulations ("Offer Price"), aggregating to a consideration of ₹4,18,47,200 (Rupees Four Crores Eighteen Lacs Forty Seven Thousand Two Hundred only), assuming full acceptance in the Open Offer ("Offer Size").

**1.3 Mode of Payment:** The Offer Price will be paid in Cash, in accordance with Regulation 9(1) (a) of the Regulations.

**1.4 Type of Offer:** This is a Triggered Offer under Regulation 3(1) and 4 of the Regulations.

**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)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/ Voting Rights (VR) acquired (₹ in Crores)	Mode of Payment (Cash/ Securities)	Regulations which has Triggered
		Number	% vis a vis total Voting Capital			
Direct Acquisition	Share Purchase Agreement ('SPA') dated March 30, 2017	26,63,700	56.27%	6.66	Cash	3(1) and 4

**3) DETAILS OF THE ACQUIRERS:**

Details	Acquirer 1	Acquirer 2	Total
Name of the Acquirers	Mr. Javvari Kapish Rajesh Singh	Mrs. Javahari Kapisha Praveena Kumari	2
PAN	ADLPJ 1855 G	AREPP 4876 A	-
Address	Flat No. 310, 74-646, D Wing, AC Gardens, Vijaya Hills, Lakdikapul, Hyderabad-500 004	10-2-289/112, Flat No. 402, Shanthi Nagar, Masab Tank, Hyderabad-500 028	-
Name(s) of persons in control/Promoters of Acquirers where Acquirer is a Company	Not Applicable	Not Applicable	-
Name of the Group, if any, to which the Acquirers belongs to	Not Applicable	Not Applicable	-
Pre Transaction Shareholding			
• Number	Nil	Nil	Nil
• % of Voting Capital	Nil	Nil	Nil
Proposed Shareholding after acquisition of Shares	14,50,500	12,13,200	26,63,700



Details	Acquirer 1	Acquirer 2	Total
which triggered the Open Offer	30.64%	25.63%	56.27%
• Number			
• % of Voting Capital			
Any other interest in the TC	None	None	-

There is no Person Acting in Concert in relation to the present Open Offer within the meaning of 2(1) (q) of the SEBI (SAST) Regulations, 2011.

#### 4) DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre Transaction		Post Transaction	
			No of shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
1)	<b>Mr. Zuzar Ahmedally Kathawala</b>  PAN: AAEPK 7148 K  Address: 91-C, Grand Paradi Apt, Dady Seth Hill, August Kranti Marg, Kempes Corner, Mumbai-400 036	Yes	7,98,900	16.88%	Nil	N.A.
2)	<b>Mr. Ahmedally Gulamhusein Kathawala</b>  PAN: AADPK 6661 N  Address: 91-C, Grand Paradi Apt, Dady Seth Hill, August Kranti Marg, Kempes Corner, Mumbai-400 036	Yes	3,62,800	7.66%	Nil	N.A.
3)	<b>Mrs. Durriya Zuzar Kathawala</b>  PAN: AAHPK 3757 B  Address: 91-C, Grand Paradi Apt, Dady Seth Hill, August Kranti Marg, Kempes Corner, Mumbai-400 036	Yes	2,26,300	4.78%	Nil	N.A.
4)	<b>Mr. Qusai Zuzar Kathawala</b>  PAN: AJAPK 0805 A  Address: 91-C, Grand Paradi Apt, Dady Seth Hill, August Kranti Marg, Kempes Corner, Mumbai-400 036	Yes	7,10,900	15.02%	Nil	N.A.
5)	<b>M/s Adamji Investment Private Limited</b>  CIN: U65990MH1983PTC029038  Address: 502, AGH Chambers, 379/381, Narsi Natha Street, Masjid, Mumbai-400 009	Yes	5,39,800	11.40%	Nil	N.A.
6)	<b>M/s A. K. Packaging Private Limited</b>  CIN: U99999MH1980PTC022126  Address: 502, AGH Chambers, 379/381, Narsi Natha Street, Masjid, Mumbai-400 009	Yes	25,000	0.53%	Nil	N.A.
	<b>TOTAL</b>		<b>26,63,700</b>	<b>56.27%</b>	<b>Nil</b>	<b>N.A.</b>

#### 5) DETAILS OF THE TARGET COMPANY:

- 5.1 Name : Union Quality Plastics Limited  
5.2 CIN : L25209MH1984PLC033595  
5.3 ISIN : INE338N01019  
5.4 Registered Office Address : Plot No. 42, 4<sup>th</sup> Floor, Cambatta Building, East Wing,  
Sir Jamshedji Tata Road, Churchgate, Mumbai-400 020





5.6 **Stock Exchange(s) where Listed** : BSE Limited ('BSE') with Scrip Code as 526799 & Ahmedabad Stock Exchange Limited

**6) OTHER DETAILS:**

- 6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement ("DPS") on or before April 07, 2017.
- 6.2 The Acquirers undertake that they are aware of and will comply with their obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.
- 6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.
- 6.4 This Offer is not subject to any minimum level of acceptance.
- 6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.

**Issued by the Manager to the Offer:**



**Mark Corporate Advisors Private Limited**

CIN:U67190MH2008PTC181996

404/1, The Summit Business Bay,  
Sant Janabai Road (Service Lane),  
Off W. E. Highway, Vile Parle (East),  
Mumbai-400 057.

**Contact Person:** Mr. Manish Gaur

**Tel. No.:** +91 22 2612 3207/08

**Email:** openoffer@markcorporateadvisors.com

**SEBI Regn No.:** INM000012128

**For and on behalf of the Acquirers:**

Sd/-

Javvari Kapish Rajesh Singh  
("Acquirer 1")

Sd/-

Javahari Kapisha Praveena Kumari  
("Acquirer 2")

**Place** : Mumbai

**Date** : March 30, 2017

