

# ASSOCIATED CEREALS LIMITED

(Regd. Office: 161/1, M. G. Road, 4th Floor, Room No. 103, Kolkata- 700 007)

The details subsequent to the completion of the Offer made vide Public Announcement dated September 10, 2010 ("PA"), Corrigendum to PA dated December 14, 2010 and Letter of Offer dated December 14, 2010 is being issued by VC Corporate Advisors Private Limited ("Manager to the Offer") in terms of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 ("Regulations") and subsequent amendments thereto on behalf of M/s. Ultraplus Housing Estate Pvt. Ltd. ("Ultraplus" or "Acquirer") to acquire 18,38,538 fully paid-up Equity Shares of Rs.10/- each, representing 20.00% of the fully paid-up equity and voting share capital of Associated Cereals Limited ("ACL" or "Target Company") at a price of Rs.12.26 per share ("Offer Price") payable in cash are as under:

1. Name of the Target Company : **Associated Cereals Limited**
2. Name and Address of the Acquirer including PACs : **M/s. Ultraplus Housing Estate Pvt. Ltd. ("Ultraplus" or "Acquirer")**  
having its registered office at 27, Bentick Street, Kolkata 700 001
3. Name of Manager to the Offer : **VC Corporate Advisors Private Limited**
4. Name of Registrar to the Offer : **Niche Technologies Private Limited**
5. Offer details
  - a) Date of Opening of the Offer : **Wednesday, 22.12.2010**
  - b) Date of Closing of the Offer : **Monday, 10.01.2011**
6. Details of the acquisition :

| Sr. No. | Particulars                                                                                   | Proposed in the offer document |                     | Actual                |                       |
|---------|-----------------------------------------------------------------------------------------------|--------------------------------|---------------------|-----------------------|-----------------------|
| 1.      | Offer Price                                                                                   | Rs.12.26 per share             |                     | Rs.12.26 per share    |                       |
| 2.      | Share holding of Acquirer (No. & %) before SPA/PA                                             | 12,72,500<br>(13.84%)          |                     | 12,72,500<br>(13.84%) |                       |
| 3.      | Shares acquired by way of SPA (No. & %)                                                       | 53,32,370<br>(58.01%)          |                     | 53,32,370<br>(58.01%) |                       |
| 4.      | Shares acquired in the Open Offer (No. & %)                                                   | 18,38,538<br>(20.00%)          |                     | 2,64,750<br>(2.88%)   |                       |
| 5.      | Size of the Open Offer (No. of shares multiplied by Offer Price per share)                    | Rs. 2,25,40,475.88             |                     | Rs. 32,45,835/-       |                       |
| 6.      | Shares Acquired after P.A. but before 7 working days prior to closure date, if any. (No. & %) | Nil                            |                     | Nil                   |                       |
| 7.      | Post Offer shareholding of Acquirer (No. & %) (2+3+4+6)                                       | 84,43,408<br>(91.85%)          |                     | 68,69,620<br>(74.73%) |                       |
| 8.      | Pre and Post Offer shareholding of public (No. & %)                                           | <b>Pre Offer</b>               | <b>Post Offer</b>   | <b>Pre Offer</b>      | <b>Post Offer</b>     |
|         |                                                                                               | 70,77,390<br>(77.00%)          | 7,49,282<br>(8.15%) | 70,77,390<br>(77.00%) | 23,23,070<br>(25.27%) |

9. Status of the Escrow Account,
 

Whether released or not : The amount lying in Escrow Account is being released to the Acquirer.
10. Payment of interest, if any, to the shareholders along with the details thereof. : Not Applicable
11. Status of Investor Complaints received, if any. : Nil

The Acquirer & its directors accept full responsibility for the information contained in this Public Announcement and is responsible for the obligations of the Acquirer as laid down in the Regulations.

**This Public Announcement will also be available on SEBI website at [www.sebi.gov.in](http://www.sebi.gov.in)**

Issued by : **Manager to the Offer**

**VC CORPORATE ADVISORS PRIVATE LIMITED**

SEBI REGN NO : INM000011096

(Contact Person: Ms. Neha Dalmia)

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**On behalf of Acquirer: M/s. Ultraplus Housing Estate Pvt. Ltd.**