

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

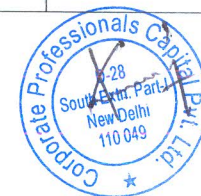
Open Offer for Acquisition of 1,559,485 Equity Shares from the shareholders of Emmsons International Limited (“Target Company”) having its registered office at 2637, 1st Floor, Naya Bazar, New Delhi - 110006; Tel. 011-29247721-25 and Fax.: 011-29247730 by **Mr. Anil Monga, Mr. Rajesh Monga, Ms. Manya Monga, Ms. Rashi Monga, Ms. Renu Monga, Mr. Shivaz Monga, Ms. Poonam Monga, Mr. B.B. Gandhi and Mr. Jagroop Singh** (Hereinafter collectively referred to as **Acquirers**) and **M/s Emmpac Holdings Pvt. Ltd.** (Hereinafter referred to as **PACs**)

1. Offer Details

- **Size:** 1,559,485 Equity Shares constituting 26% of the Paid up Share Capital of the Target Company.
- **Price/ consideration:** Rs. 123/- per fully paid up equity share of the Target Company including interest of Rs.3/- per share calculated @ 10% for the period February 28, 2012 till May 22, 2012.
- **Mode of payment (cash/ security):** Cash
- **Type of offer (Triggered offer, voluntary offer/ competing offer etc):** Triggered Offer

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 /Voting Rights (VR) acquired (Rs. in Crores)	Mode of payment (Cash/ securities)	Regulation which has triggered



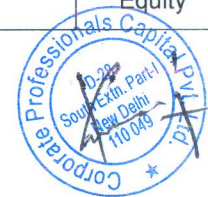
		Number	% vis a vis total Equity / voting capital.			
Direct	Conversion of Warrants	8,50,000	14.17%	10.20 Cr.	Cash	3(2)

3. Acquirer(s) / PAC

Details	Acquirer 1	Acquirer 2	Acquirer 3	Acquirer 4	Acquirer 5	Acquirer 6	Acquirer 7	Acquirer 8	Acquirer 9	PACs1	Total
Name of Acquirer(s) / PAC(s)	Mr. Anil Monga	Mr. Rajesh Monga	Ms. Manya Monga	Ms. Rashi Monga	Ms. Renu Monga	Mr. Shivaz Monga	Ms. Poonam Monga	Mr. Brij Bhushan Gandhi	Mr. Jagroop Singh	M/s Emmpac Holdings Pvt. Ltd.	-
Address	Khasra No.- 230/232, Westend Marg, Saidulajab, New Delhi- 110030	184, Kohat Enclave, Pitampur a, Delhi- 110034	Khasra No.- 230/232, Westend Marg, Saidulajab, New Delhi- 110030	Khasra No.- 230/232, Westend Marg, Saidulajab, New Delhi- 110030	Khasra No.- 230/232, Westend Marg, Saidulajab, New Delhi- 110030	Khasra No.- 230/232, Westend Marg, Saidulajab, New Delhi- 110030	184, Kohat Enclave, Pitampura, Delhi- 110034	2/75, Punjabi Bagh west, Delhi.	Vill: Dina, District: Moga, Punjab	2/75, Punjabi Bagh West, New Delhi- 110026	-
Name(s) of persons in control	NA	NA	NA	NA	NA	NA	NA	NA	NA	• Mr. B B Gandhi • Mr. Anil	-



/promoters of acquirers/ PACs where Acquirers/ PAC are companies										Aggarwal • Mr. Shivaz Monga • Ms. Renu Monga • Mr. J P Chawla • Mr. Rajesh Monga • Mr. Vinod Sehwag • Ms. Sheela Monga	
Name of the Group, if any, to which the Acquirer/PAC belongs to	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	-
Pre Transaction shareholding • Number	13,45,858 Equity Shares	3,11,640 Equity Shares	Nil	Nil	82,614 Equity Shares	50,035 Equity	4,000 Equity	500 Equity Shares	Nil	2,30,250 Equity	20,24,897 Equity



• % of total share capital	26.14%	6.05%			1.60%	0.97%	0.08%	0.01%		4.47%	39.33%
Proposed shareholding after the acquisition of shares which triggered the Open Offer^	14,45,858 (24.11%) Equity Shares	5,11,640 (8.53%) Equity Shares	50,000 (0.83%) Equity Shares	50,000 (0.83%) Equity Shares	1,32,614 (2.21%) Equity Shares	2,50,035 (4.17%) Equity Share	54,000 (0.90%) Equity Shares	50,500 (0.84%) Equity Shares	100,000 (1.67%) Equity Shares	2,30,250 (3.84%) Equity Shares	28,74,897 (47.93%) Equity Shares
Any other interest in the TC	Chairman & Managing Director	Whole-time director	She is the wife of Mr. Shivaz Monga, Whole-time director of TC	She is the daughter in law of Mr. Anil Monga, Chairman & Managing Director of TC	She is the wife of Mr. Anil Monga, Chairman & Managing Director of TC	Whole-time director	She is wife of Mr. Rajesh Monga, Whole-time director of TC	He is the promoter of the TC and friend of the other promoter and promoter group of TC	He is the promoter of the TC and friend of the other promoter and promoter group of TC	Promoter of the TC	-

^On February 29, 2012, 8,50,000 warrants allotted on August 30, 2010 to the promoters of the Target Company were converted into equivalent number of equity shares, as a result of which there has been an increase in the shareholding of the promoters by more than 5% which has resulted into triggering of Regulation 3(2) of SEBI (SAST) Regulations, 2011 requiring the public announcement to be made on the second working day preceding the scheduled date



of conversion of such securities into shares of the target company. However, no such public announcement had been made at that time. Accordingly, the present public announcement of open offer is being made by the Acquirers along with PAC to the shareholders of the Target Company at an offer price of Rs. 123/- per fully paid up equity share of the Target Company including interest of Rs.3/- per share calculated @ 10% for the period February 28, 2012 till May 22, 2012.

4. Details of selling shareholders, if applicable

Name	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number of shares	%	Number	%(*4)
Selling shareholder 1	NA	NA	NA	NA	NA
Selling shareholder 2	NA	NA	NA	NA	NA

5. Target Company

- **Name:** Emmsons International Limited
- **CIN:** L74899DL1993PLC053060
- **Exchanges where listed:** At present, the shares of the Target Company are listed at BSE Limited. Further, the shares of the Target Company have been delisted from Delhi Stock Exchange Limited and Ludhiana Stock Exchange Limited w.e.f January 20, 2005 and February 08, 2005 respectively.

6. Other details

- The Detailed Public Statement pursuant to this Public Announcement and which carries all such other information of the offer including the detailed information on the offer price, detailed information on the Acquirer, detailed information on the Target Company, detailed reasons



for the offer, statutory approvals for the offer, delisting option, details of financial arrangement, other terms of the offer, conditions to the offer etc. shall be published in all editions of any one English national daily newspaper, all editions of one Hindi national daily newspaper and one Marathi language daily newspaper – Mumbai edition. The Detailed Public Statement shall be published on or before May 29, 2012.

- The Acquirers are aware and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirers have adequate resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations.

Issued by

MANAGER TO THE OFFER



CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

D-28, South Extn. Part 1, New Delhi - 110049

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SEBI Regn. No: INM000011435

On behalf of

Acquirers and PACs

Mr. Anil Monga, Mr. Rajesh Monga, Ms. Manya Monga, Ms. Rashi Monga, Ms. Renu Monga, Mr. Shivaz Monga, Ms. Poonam Monga, Mr. B.B. Gandhi and Mr. Jagroop Singh and M/s Emmpac Holdings Pvt. Ltd.

Place: New Delhi

Date: May 22, 2012

