

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF GOLKONDA ALUMINIUM EXTRUSIONS LIMITED UNDER REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 15(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (“SEBI (SAST) REGULATIONS, 2011”)

OPEN OFFER FOR ACQUISITION OF 3,223,250 EQUITY SHARES FROM SHAREHOLDERS OF **GOLKONDA ALUMINIUM EXTRUSIONS LIMITED** (HEREINAFTER REFERRED AS “**TARGET COMPANY**”) HAVING ITS REGISTERED OFFICE AT HOUSE NO. 4-56/1, KALLAKAL VILLAGE, TOOPRAN MANDAL, MEDAK DISTRICT, TELANGANA – 502336; BY MRS. UTPAL AGRAWAL (“**ACQUIRER 1**”) AND MR. HARI PRAKASH AGRAWAL (“**ACQUIRER 2**”), R/O 4/8, ASAF ALI ROAD, 2ND FLOOR, ABOVE BANK OF INDIA, DARYA GANJ, DELHI – 110002 (HEREINAFTER COLLECTIVELY REFERRED AS “**ACQUIRERS**”) PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND REGULATION 4 OF SEBI (SAST) REGULATIONS, 2011 AS AMENDED (“**SEBI (SAST) REGULATIONS**”)

This Public Announcement (“**PA**” / “**Public Announcement**”) is being issued by Corporate Professionals Capital Private Limited (“**Manager to the Offer**”) for and on behalf of the Acquirers to the Equity Shareholders of the Target Company (“**Shareholders**”) pursuant to, and in compliance with, amongst others, 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 thereto (“**SEBI (SAST) Regulations**”).

1. OFFER DETAILS

- **Size:** The Open Offer is being made by the Acquirers for acquisition of 3,223,250 (Thirty Two Lacs Twenty Three Thousand Two Hundred and Fifty) Equity Shares constituting 26.00% of the present issued subscribed and paid-up equity share capital of the Target Company.
- **Price/ consideration:** Re. 0.50/- (Fifty Paise Only) for each Equity Share of the Target Company.
- **Mode of payment (cash/ security):** The Offer Price will be payable in cash by the Acquirers.
- **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 | Share Purchase Agreement dated July 11, 2017 | 7,500,000 | 60.50% | Rs. 0.19 | Cash | Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011 |

3. ACQUIRERS /PAC

| DETAILS | ACQUIRER 1 | ACQUIRER 2 | TOTAL |
|---------------------------|--------------------|--------------------------|-------|
| Name of Acquirers /PAC(s) | MRS. UTPAL AGRAWAL | MR. HARI PRAKASH AGRAWAL | NA |

| | | | |
|---|--|--|--|
| Address | 4/8, Asaf Ali Road, 2nd Floor, Above Bank of India, Darya Ganj, Delhi – 110002 | 4/8, Asaf Ali Road, 2nd Floor, Above Bank of India, Darya Ganj, Delhi – 110002 | NA |
| Name(s) of persons in control/promoters of Acquirers/ PAC where Acquirers/PAC are companies | NA | NA | NA |
| Name of the Group, if any, to which the Acquirer company belongs to | NA | NA | NA |
| Pre Transaction shareholding (Number and % of total share capital) of Acquirers | 100 (Hundred) Equity Shares representing 0.00% of the paid-up share capital of the Target Company in the joint account of Acquirers. | | 100 (Hundred) Equity Shares representing 0.00% of the paid-up share capital of the Target Company in the joint account of Acquirers. |
| Proposed shareholding after the acquisition of shares which triggered the Open Offer | 7,500,100 Equity Shares 60.50% of the paid-up share capital of the Target Company | | 7,500,100 Equity Shares 60.50% of the paid-up share capital of the Target Company |
| Any other interest in the TC | Other than the shareholding as disclosed above, the Acquirers do not have any other interest in the Target Company. | | |

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 | % |
| OSI India Holding A/S | Yes | 7,500,000 | 60.50 | Nil | NA |
| Total | | 7,500,000 | 60.50 | Nil | NA |

5. TARGET COMPANY:

| | | |
|------------------------------|---|---------------------------------------|
| Name | : | GOLKONDA ALUMINIUM EXTRUSIONS LIMITED |
| CIN | : | L74999TG1988PLC008966 |
| Exchange where listed | : | BSE Limited |

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 Acquirers, 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 with wide circulation, any one Hindi national daily newspaper, any one Telugu newspaper being the local language in Telangana as the registered office of the Target Company is situated in Telangana and any one Marathi newspaper being the local language in Mumbai as the Target Company is listed at BSE. The Detailed Public Statement shall be published on or before July 18, 2017, Tuesday.
- Acquirers undertake that they are aware of and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.

- 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, 2011.
- This Offer is not a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011. Further, this Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations 2011.

ISSUED ON BEHALF OF ACQUIRERS BY MANAGER TO THE OFFER



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SEBI Regn. No: INM000011435

Sd/-

Utpal Agrawal

Acquirer 1

Sd/-

Hari Prakash Agrawal

Acquirer 2

Place: New Delhi

Date: July 11, 2017