

# POST OFFER ADVERTISEMENT

UNIMODE OVERSEAS LIMITED ("UOL" or Target Company")

Registered Office: 304A/10178, Third Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh, New Delhi - 110 005; Tel No.: 011-43685156,

Open Offer for acquisition of 13,02,732 Equity Shares from shareholders of the Target Company by Mr. Satish Kumar Gupta, Mr. Vikas Munjal and Mr. Ashish Goel (Hereinafter collectively referred to as "Acquirers") along with Mrs. Madhu Goyal (Hereinafter referred to as "PAC")

This Post Offer Advertisement is being issued by Corporate Professionals Capital Private Limited, on behalf of Mr. Satish Kumar Gupta, Mr. Vikas Munjal and Mr. Ashish Goel (Hereinafter collectively referred to as "Acquirers") along with Mrs. Madhu Goyal (Hereinafter referred to as "PAC") in connection with the offer made by the Acquirers along with PAC, in compliance with Regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The Detailed Public Statement with respect to the aforementioned offer was made on May 29, 2015, Friday in Business Standard (English) (All Editions), Business Standard (Hindi) (All Editions) and Mahanayak (Marathi) (Mumbai Edition).

1.	Name of the Target Company	M/s. Unimode Overseas Limited			
2.	Name of the Acquirer along with PACs	Mr. Satish Kumar Gupta, Mr. Vikas Munjal and Mr. Ashish Goel (Hereinafter collectively referred to as "Acquirers") along with Mrs. Madhu Goyal (Hereinafter referred to as "PAC")			
3.	Name of the Manager to the Offer	M/s. Corporate Professionals Capital Private Limited			
4.	Name of the Registrar to the Offer	M/s. Beetel Financial and Computer Services Private Limited			
5.	Offer Details				
a.	Date of Opening of the Offer	August 14, 2015, Friday			
b.	Date of Closure of the Offer	August 28, 2015, Friday			
6.	Date of Payment of Consideration	September 10, 2015, Thursday			
7.	Details of Acquisition				
Sl. No.	Particulars	Proposed in the Offer Document		Actuals	
7.1	Offer Price	Rs. 5.00/- per equity share		Rs. 5.00/- per equity share	
7.2	Aggregate number of shares tendered	13,02,732 Equity Shares		7,42,453 Equity Shares	
7.3	Aggregate number of shares accepted	13,02,732 Equity Shares		7,41,153 Equity Shares	
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	Rs. 65,13,660/-		Rs. 37,05,765/-	
7.5	Shareholding of the Acquirers and PAC before Agreements/Public Announcement (No. & %)	4,76,430 Equity Shares (9.51%)		4,76,430 Equity Shares (9.51%)	
7.6	Shares Acquired by way of Agreements • Number • % of Fully Diluted Equity Share Capital	1,17,647 Equity Shares (2.35%)		1,17,647 Equity Shares (2.35%)	
7.7	Shares Acquired by way of Open Offer • Number • % of Fully Diluted Equity Share Capital	13,02,732 Equity Shares (26.00%)		7,41,153 Equity Shares (14.79%)	
7.8	Shares acquired after Detailed Public Statement • Number of shares acquired • Price of the shares acquired • % of the shares acquired	Nil		Nil	
7.9	Post offer share holding of Acquirer and PACs • Number • % of Fully Diluted Equity Share Capital	18,96,809 Equity Shares (37.86%)		13,35,230 Equity Shares (26.65%)	
7.10	Pre & Post offer shareholding of the Public • Number • % of Fully Diluted Equity Share Capital	Pre offer	Post offer	Pre offer	Post offer
		44,16,430	31,13,698	44,16,430	36,75,277
		88.13	62.14	88.13	73.35

**Note:**

The Acquirers along with its Person Acting in Concert severally and jointly accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers), 2011.

A copy of this Post Offer Advertisement will also be available on the SEBI website at [www.sebi.gov.in](http://www.sebi.gov.in); BSE website at [www.bseindia.com](http://www.bseindia.com), website of Manager to the Offer [www.corporateprofessionals.com](http://www.corporateprofessionals.com) and at the Registered Office of the Target Company i.e. 304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh, New Delhi-110005;

Issued by Manager to the Offer



On behalf of Acquirers along with PAC

Sd/-  
(Satish Kumar Gupta)

Sd/-  
(Vikas Munjal)

Sd/-  
(Ashish Goel)

Sd/-  
(Madhu Goyal)

Place: New Delhi

Date: September 14, 2015