

**OFFER OPENING PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF  
EQUITY SHAREHOLDERS OF  
UNIMODE OVERSEAS LIMITED**

CIN: L51909DL1992PLC048444

Registered Office: 304A/10178, Third Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh,  
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**Open Offer for Acquisition of 13,02,732 Equity Shares from the Shareholders of M/s. Unimode Overseas Limited 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 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")** pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of the open offer to acquire shares of **Unimode Overseas Limited ("UOL"/"Target Company")**. The Detailed Public Statement with respect to the aforementioned offer was made on May 29, 2015 in Business Standard (English) (All Editions), Business Standard (Hindi) (All Editions) and Mahanayak (Marathi).

1. Offer Price: Rs. 5.00/- per fully paid up equity share of the Target Company.
2. IDC recommends that the Offer Price being in compliance with the applicable regulations can be considered as fair and reasonable. The recommendation of IDC was published in the abovementioned newspaper on August 11, 2015, Tuesday.
3. This is not a competing offer.
4. Letter of Offer has been dispatched to all the equity shareholders of UOL whose names appear in its Register of Members on July 31, 2015, Friday the Identified Date.
5. The LoF along with the Form of Acceptance cum Acknowledgement is also available on SEBI's website, www.sebi.gov.in, and the website of Manager the Offer, www.corporateprofessionals.com and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/non-availability of the Form of Acceptance, the application can be made on plain paper along with the following details:
  - a. In case of physical shares: Name, address, distinctive numbers, folio nos., number of shares tendered together with the original Equity Share certificate(s), valid transfer deeds with the details of the buyer kept blank.
  - b. In case of dematerialized shares: Name, address, number of shares tendered, DP name, DP ID, Beneficiary account no. and a photocopy of delivery instruction in "off market" mode or counterfoil of the delivery instruction in "off market" mode, duly acknowledged by the DP.

<b>DP Name</b>	SMC Global Securities Limited	<b>Depository</b>	National Securities Depository Limited ("NSDL")
<b>DP ID</b>	IN303655	<b>Client ID</b>	10005346
<b>Account Name</b>	"UNIMODE OVERSEAS LIMITED- OPEN OFFER ESCROW A/C"		

Shareholders having their beneficiary account in **Central Depository Services (India) Limited ("CDSL")** shall use the inter-depository delivery instruction slip for the purpose of crediting their shares in favor of the Special Depository Account with NSDL.

6. Changes suggested by SEBI in their comments to be incorporated:
  - a. Revised and original schedule of Activities :

ACTIVITY	ORIGINAL DATE AND DAY	REVISED DATE AND DAY
Public Announcement (PA) Date	May 22, 2015, Friday	May 22, 2015, Friday
Detailed Public Statement (DPS) Date	May 29, 2015, Friday	May 29, 2015, Friday
Last date for a competing offer	June 19, 2015, Friday	June 19, 2015, Friday
Identified Date*	July 01, 2015, Wednesday	July 31, 2015, Friday
Date by which LoF will be despatched to the shareholders	July 07, 2015, Tuesday	August 10, 2015, Monday
Issue Opening PA Date	July 13, 2015, Monday	August 13, 2015, Thursday
Last date by which Board of TC shall give its recommendations	July 09, 2015, Thursday	August 11, 2015, Tuesday
Date of commencement of tendering period (Offer opening Date)	July 14, 2015, Tuesday	August 14, 2015, Friday
Date of expiry of tendering period (Offer closing Date)	July 27, 2015, Monday	August 28, 2015, Friday
Date by which all requirements including payment of consideration would be completed	August 10, 2015, Monday	September 11, 2015, Friday

\*Identified Date is only for the purpose of determining the names of the shareholders of the Target Company to whom the Letter of Offer would be sent.

- b. The volume-weighted average market price of shares for a period of sixty trading days immediately preceding the date of the public announcement as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period as mentioned in Para IV (D) (d) of DPS as Rs. 3.96/- (Rupees Three and Ninety Six Paise Only) is revised to Rs. 4.71/- (Rupees Four and Seventy One Paise only).
- c. There are certain non-compliances with regard to SEBI (SAST) Regulations, 1997/2011 against the Target Company and/or its promoters for which Securities and Exchange Board of India may initiate appropriate action, if any required.
- d. On the cover page of Letter of Offer, the phone number and fax number of Target Company has been updated, the new numbers are Tel No.: 011-43685156; Fax No.: 011-43685156.

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and the LoF.

**MANAGER TO THE OFFER**



**Corporate Professionals Capital Private Limited**  
D-28, South Extn. Part 1, New Delhi - 110 049

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SEBI Regn. No: INM000011435

On behalf of Acquirers and PAC

Place: New Delhi  
Date: August 13, 2015