

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

ANKA INDIA LIMITED

[Company Identification Number: L74900HR1994PLC033268]

UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATION 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, ("TAKEOVER REGULATIONS")

OPEN OFFER ("OFFER") FOR ACQUISITION OF UP TO 7,15,900 (SEVEN LACS FIFTEEN THOUSAND NINE HUNDRED ONLY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES"), REPRESENTING 26% OF THE TOTAL SHARE CAPITAL OF ANKA INDIA LIMITED ("TARGET COMPANY") ON A FULLY DILUTED BASIS, AS OF THE TENTH WORKING DAY FROM THE CLOSURE OF THE TENDERING PERIOD OF THE OPEN OFFER ("VOTING SHARE CAPITAL"), FROM THE ELIGIBLE SHAREHOLDERS OF THE TARGET COMPANY FOR CASH AT A PRICE OF ₹ 10/- PER EQUITY SHARE BY MR. RAKESH KUMAR TRIKHA ("ACQUIRER 1") AND MRS. SULAKASHANA TRIKHA ("ACQUIRER 2"), (COLLECTIVELY REFERRED TO AS "ACQUIRERS").

THIS PUBLIC ANNOUNCEMENT ("PA") IS BEING ISSUED BY SAFFRON CAPITAL ADVISORS PRIVATE LIMITED ("MANAGER TO THE OFFER"), FOR AND ON BEHALF OF THE ACQUIRERS TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY PURSUANT TO AND IN COMPLIANCE WITH, AMONG OTHERS, REGULATIONS 3(1) AND 4 OF THE TAKEOVER REGULATIONS READ WITH REGULATION 15(1) OF THE TAKEOVER REGULATIONS.

1) OFFER DETAILS

1.1 **Offer Size:** The Acquirers hereby make this Open Offer to all the Public Shareholders of the Target Company, other than the Acquirers and Promoters of the Target Company, to acquire up to **7,15,900** (Seven Lacs Fifteen Thousand Nine Hundred Only) fully paid equity shares of the Target Company, of face value of ₹ **10/-** each (each an "Offer Share") representing **26%** (Twenty Six per cent) of the Voting Share Capital (**27,53,449** Equity Shares being the total paid up capital of the Target Company as of the 10th working day from the closure of the tendering period), at a price of ₹ **10/-** (Indian Rupees Ten only) per Offer Share ("Offer Price") aggregating to ₹ **7159000** (Indian Rupees Seventy One Lacs Fifty Nine Thousand Only), (the "Offer Size"), subject to the terms and conditions mentioned in this Public Announcement ("PA"), the Detailed Public Statement ("DPS") and the letter of offer that may be issued in accordance with the Takeover Regulations.

1.2 **Offer Price/ Consideration:** ₹ **10/-** per Offer Share of face value of ₹ 10 each, is calculated in accordance with Regulation 8 of the Takeover Regulations, aggregating to a consideration of ₹ **7159000** (Indian Rupees Seventy One Lacs Fifty Nine Thousand Only), assuming full acceptance in the Open Offer.

1.3 **Mode of payment:** The Offer Price will be paid in cash, in accordance with the provisions of Regulations 9(1)(a) of the Takeover Regulations.

1.4 **Type of offer:** The Offer is a mandatory offer in compliance with Regulations 3(1) and 4 of the Takeover Regulations.

1.5 The Acquirers are also the directors and shareholders of Raman Trikha Entertainment Private Limited (“RTEPL”). RTEPL currently holds 2,35,404 Equity Shares, representing 8.55% of the Voting Share Capital of the Target Company. By virtue of the definition of Persons Acting in Concert (“PAC”) as per Regulation 2(1)(q) of the Takeover Regulations, RTEPL is a deemed PAC. RTEPL vide letter dated July 16, 2016 has confirmed that it doesn’t intend to participate in this Offer, directly or indirectly. Further, Mr. Raman Trikha, son of the Acquirers also holds 47080 Equity Shares, representing 1.71% of the Voting Share Capital of the Target Company. By virtue of the definition of PAC as per Regulation 2(1)(q) of the Takeover Regulations, Mr. Raman Trikha is also a deemed PAC. Mr. Raman Trikha vide letter dated July 18, 2016 has confirmed that he doesn’t intend to participate in this Offer, directly or indirectly.

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 /VRs acquired (₹)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total Equity / voting capital.			
Direct	Acquisition of 4,17,982 Equity Shares through Share Purchase Agreement dated July 25, 2016 (“SPA”) entered into between the Acquirers and Puja Sethi, Paramjit Kaur Sethi, Shelly Sethi, Gurpreet Kaur Sethi, Arshdeep Singh Sethi, Dildeep Singh Sethi and Harpreet Singh Sethi (“Sellers”)	4,17,982	15.18	12,53,946	Cash	3(1) & 4 of the Takeover Regulations

3) **ACQUIRERS/ PAC**

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirer(s)/PAC(s)	Mr. Rakesh Kumar Trikha	Mrs. Sulakashana Trikha	2

Address/Registered Office	S-418, Greater Kailash, Part-1, New Delhi 110048, India	S-418, Greater Kailash, Part-1, New Delhi 110048, India	-
Name(s) of persons in control /promoters of Acquirers/ PACs where Acquirer/PAC are companies	-	-	-
Name of the Group, if any, to which the Acquirer(s)/PAC belong	-	-	-
Pre Transaction shareholding [^] <ul style="list-style-type: none"> • Number • % of total share capital 	141242 5.13%	141242 5.13%	282484 10.26%
Proposed shareholding after the acquisition of shares which triggered the Open Offer	700466 Equity Shares representing 25.44% of the Voting Share Capital of the Target Company.		
Any other interest in the TC	Acquirers are the shareholders of the Target Company. Acquirers are also the directors and shareholders of Raman Trikha Entertainment Private Limited ("RTEPL"). RTEPL holds 2,35,404 Equity Shares, representing 8.55% of the Voting Share Capital of the Target Company. Further, Mr. Raman Trikha, son of the Acquirers also holds 47080 Equity Shares, representing 1.71% of the Voting Share Capital of the Target Company.		

[^](Source: www.bseindia.com)

4) DETAILS OF SELLING SHAREHOLDERS

Name of the Selling Shareholders	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the Selling Shareholders			
		[^] Pre Transaction		Post Transaction	
		Number	%	Number	%
Puja Sethi	Yes	200	0.01	NIL	
Paramjit Kaur Sethi	Yes	165257	6.00		
Shelly Sethi	Yes	3920	0.14		
Gurpreet Kaur Sethi	Yes	1060	0.04		
Arshdeep Singh Sethi	Yes	208920	7.59		
Dildeep Singh Sethi	Yes	675	0.02		
Harpreet Singh Sethi	Yes	137950	5.01		100000
Total		517982	18.81	100000	3.63

[^](Source: www.bseindia.com)

5) TARGET COMPANY

5.1 Name: Anka India Limited

5.2 Company Identification Number: L74900HR1994PLC033268

5.3 Registered Office: Village Kherki Daula, P.O. Narsingpur, Dist. Gurgaon-122001, Haryana, India

5.4 Exchange where listed: BSE Limited; Scrip Code: 531673

(Source: www.bseindia.com)

6) OTHER DETAILS

6.1 The details of the open offer would be published in the newspapers vide a Detailed Public Statement (“DPS”) on or before August 01, 2016 in compliance with Regulation 13(4) of the Takeover Regulations.

6.2 The Acquirers undertake that they are fully aware of and will comply with their obligations, laid down in the Takeover Regulations and that they have adequate financial resources to meet their obligations in relation to the Offer.

6.3 This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations and is not a competitive bid in terms of Regulation 20 of the Takeover Regulations.

6.4 Completion of the Offer and the underlying transaction, as envisaged under the SPA, is subject to satisfaction of the conditions precedent set out in the SPA and receipt of statutory approvals required, if any

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS



SAFFRON CAPITAL ADVISORS PRIVATE LIMITED

[Company Identification Number: U67120MH2007PTC166711]

605, Sixth Floor, Centre Point, J.B. Nagar, Andheri (East), Mumbai - 400 059;

Tel. No.: +91 22 4082 0914/906; **Fax No.:** +91 22 4082 0999; **Email id:** openoffers@saffronadvisor.com;

Website: www.saffronadvisor.com; **Investor grievance:** investorgrievance@saffronadvisor.com;

SEBI Registration Number: INM 000011211; **Contact Person:** Amit Wagle/Harshika Thakkar

ON BEHALF OF THE ACQUIRERS

Mr. Rakesh Kumar Trikha

Address: S-418, Greater Kailash, Part-1,
New Delhi-110048, India.

A handwritten signature in blue ink, appearing to read "R. Trikha", written over a horizontal line.

Place: New Delhi

Date: July 25, 2016