

BCC FUBA INDIA LIMITED

(CIN: L51395HP1985PLC012209)

Registered Office:- 4 km, Swarghat Road, Dist. Solan, Nalagarh, Himachal Pradesh, 174101

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This Advertisement is being issued by Saffron Capital Advisors Private Limited, on behalf of Lokesh Tayal ("Acquirer 1"), Parmod Kumar Gupta ("Acquirer 2"), Manju Bhardwaj ("Acquirer 3"), Kuldip Bhardwaj ("Acquirer 4") and Vishal Tayal ("Acquirer 5"), collectively, ("Acquirers") 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 the BCC Fuba India Limited ("Target Company") ("Offer"). The Detailed Public Statement with respect to the aforementioned offer was published on August 09, 2016 in Financial Express (English National Daily), Jansatta (Hindi National Daily), Mumbai Lakshadeep (Marathi) and Aapka Faisla (Registered Office of the Target Company). Subsequently, corrigendum to DPS was published on October 13, 2016 ("Corrigendum") in the same newspapers in which the DPS was published.

The shareholders of the Target Company are requested to kindly note the following:

- Offer Price is ₹ 5 (Rupees Five Only) per Equity Share. There has been no upward revision in the Offer Price.
- Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company has recommended that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations. The IDC's recommendation was published on October 25, 2016 in the same newspapers in which the DPS was published.
- The Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.
- The Letter of Offer with respect to the Offer ("LoF") dated October 15, 2016, was dispatched on October 20, 2016 to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, October 13, 2016.
- Public Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" at page 33 of the LoF in relation to inter alia the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein.
- Please note that a copy of the LoF (including Form of Acceptance-cum-Acknowledgement) will also be available on SEBI's website (www.sebi.gov.in) during the Tendering Period and Eligible Shareholders can also apply by downloading such forms from SEBI's website. Further, in case of non-receipt/non-availability of the Form of Acceptance-cum-Acknowledgement, the application can be made on plain paper along with the following details:
 - In case of Equity Shares held in physical form:** An eligible person may participate in the Offer by confirming their consent to participate in this Offer on terms and conditions of this Offer as set out in the PA, DPS and the LoF. They can participate by submitting an application to the selling member on plain paper giving details regarding their shareholding and relevant documents mentioned in the LoF. The selling member(s)/investor have to deliver the physical share certificate and other relevant documents along with the Transfer Registration Slip ("TRS") to the Registrar and Transfer Agent ("RTA") by registered post, speed post or courier or hand delivery. Physical share certificate and other relevant documents will have to reach RTA within 2 days from the closure of Offer. The envelope should be superscribed as "BCC Fuba India Limited-Open Offer".
 - In case of Equity Shares held in dematerialized form:** An Eligible person may participate in the Offer by approaching their broker/selling member and tender shares in the open offer as per the procedure as mentioned in the LoF along with other details. **The Public Shareholders holding Shares in Demat mode are not required to fill any Form of Acceptance-cum-Acknowledgement.**
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was submitted to SEBI on August 12, 2016. All observations received from SEBI by way of their letter no. SEBI/HO/CFD/DCR1/2016/28249 dated October 07, 2016 in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the LoF.
- In terms of regulation 22(2) of the SEBI (SAST) Regulations, the Acquirers have deposited Rs. 78,76,765 (Rupees Seventy Eight Lacs Seventy Six Thousand Seven Hundred and Sixty Five only) representing 100% of the Offer Size. Upon expiry of twenty one working days from the date of DPS, the Acquirers are eligible to consummate the Share Purchase Agreement ("SPA") and obtain management control of the Target Company. The aforesaid period of twenty one working days has ended on September 12, 2016. The Acquirers have completed the payment of consideration towards Sales Shares to the Sellers and as on date **18,02,882** equity shares (forming part of the Sale Shares) have been transferred to the Acquirers. The transfer of balance **17,800** Sale Shares in favor of the Acquirers is in process. Further, in accordance with Regulation 24(1) of the Takeover Regulations, the Acquirers shall, after completion of Open Offer formalities, make changes to the current board of directors of the Target Company either by appointing themselves or their nominees to represent them. Except the aforesaid, there have been no other material changes in relation to the Offer, since the date of the public announcement on August 03, 2016, save as otherwise disclosed in the DPS and Corrigendum.
- Schedule of Activities:**

Activity	Day and Date
Public Announcement (PA)	Wednesday, August 03, 2016
Publication of DPS in the newspapers	Wednesday, August 10, 2016
Filing of the draft letter of offer with SEBI	Friday, August 19, 2016
Last date for a competitive bid	Friday, September 02, 2016
Last date for SEBI observations on draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Friday, October 07, 2016
Identified Date*	Thursday, October 13, 2016
Letter of Offer to be dispatched to shareholders	Thursday, October 20, 2016
Last date for revising the Offer price/ number of shares	Monday, October 24, 2016
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation	Tuesday, October 25, 2016
Date of publication of Offer Opening Public Announcement	Wednesday, October 26, 2016
Date of commencement of Tendering Period (Offer Opening Date)	Thursday, October 27, 2016
Date of Expiry of Tendering Period (Offer Closing Date)	Thursday, November 10, 2016
Last Date for completion of all requirements including payment of consideration	Friday, November 25, 2016

* Identified Date is only for the purpose of determining the names of the Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the parties to the SPA) are eligible to participate in this Offer any time before the closure of this Offer.

Capitalised terms used but not defined in this Advertisement shall have the same meanings assigned to such terms in the Public Announcement and/or DPS and/or LoF and/or Corrigendum. The Acquirers accept full responsibility for the information contained in this Advertisement and also for the obligations of the Acquirers as laid down in SEBI (SAST) Regulations. This Advertisement will also be available on SEBI's website at www.sebi.gov.in

Issued by the Manager to the Offer on behalf of the Acquirers

SAFFRON CAPITAL ADVISORS PRIVATE LIMITED

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SEBI Registration Number: INM 000011211

Contact Person: Amit Wagle / Harshika Thakkar

Date: October 25, 2016

Place: New Delhi