

TCM LIMITED

Corporate Identification Number: L24299KL1943PLC001192

Registered Office: No.54/555, MLRWA NO.21 Elenjickal House, Muttathil Lane, Kadavanthra Ernakulam, Kerala- 682020, India. Tel: 91 + 484- 3027070; Email: info@tcmlimited.in; Website www.tcmlimited.com

This Post Offer Advertisement ("Post Offer Advertisement") is being issued by Saffron Capital Advisors Private Limited (the "Manager to the Offer"), on behalf of Mr. Joseph Varghese ("Acquirer 1") and Mr. George Varghese ("Acquirer 2") (collectively referred to as "the Acquirers"), in connection with the offer made by the Acquirers, in compliance with Regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Regulations"). The Public Announcement ('PA') with respect to the aforementioned Offer was published on January 31, 2018 in all the editions of Financial Express (English National Daily), Jansatta (Hindi National Daily), Mumbai Lakshadeep (Marathi Daily) and Deepika (Regional Daily) where the Registered Office of the Target Company is situated). Further, since the Public Announcement was filed as per SEBI (SAST) Regulations, 1997, the Acquirers did not publish Detailed Public Statement. Subsequently, corrigendum was published on May 25, 2018 in the same newspapers in which the PA was published.

1. Name of the Target Company : TCM Limited
2. Name of the Acquirer : Mr. Joseph Varghese ("Acquirer 1")
Mr. George Varghese ("Acquirer 2")
3. Name of the Manager to the Offer : Saffron Capital Advisors Private Limited
4. Name of the Registrar to the Offer : Cameo Corporate Services Limited
5. Offer Details:
 - a. Date of Opening of the Offer : May 29, 2018
 - b. Date of Closure of the Offer : June 11, 2018
6. Date of Payment of Consideration : June 21, 2018
7. Details of Acquisition :

S N.	Particulars	Proposed in the Offer Document	Actuals
7.1	Offer Price for shareholders continuously holding same shares from January 08, 2010 till June 30, 2018 (assumed date of completion of offer)	Rs. 45.50/- per share	Rs. 45.50/- per share
	Offer Price for shareholders other than above	Rs. 24.40/- per share	Rs. 24.40/- per share
7.2	Aggregate number of shares tendered	8,83,749	73,555
7.3	Aggregate number of shares accepted	8,83,749	73,555
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	Rs. 40210580	65,402 shares at Rs. 45.50 = Rs. 29,75,791 8153 shares at Rs. 24.40 = Rs. 1,98,933 Total: Rs. 31,74,724
7.5	Shareholding of the Acquirers before Agreements/ Public Announcement (No. & %)	No of shares: 11,76,887 % of shareholding: 34.62%	No of shares: 12,50,442 % of shareholding: 36.79%
7.6	Shares proposed to be acquired by way of Agreement ("Sale Shares") <ul style="list-style-type: none"> • Number • % of Fully Diluted Equity Share Capital 	NIL	NIL
7.7	Shares Acquired by way of Open Offer <ul style="list-style-type: none"> • Number • % of Fully Diluted Equity Share Capital 	8,83,749 26%	73,555 2.16%
7.8	Shares acquired after Detailed Public Statement <ul style="list-style-type: none"> • Number of shares acquired • Price of the shares acquired • % of the shares acquired 	NIL NIL NIL	NIL NIL NIL
7.9	Post offer shareholding of Acquirer <ul style="list-style-type: none"> • Number • % of Fully Diluted Equity Share Capital 	No of shares: 11,76,887 % of shareholding: 34.62%	No of shares: 12,50,442 % of shareholding: 36.79%
7.10	Pre & Post offer shareholding of the Public <ul style="list-style-type: none"> • Number • % of Fully Diluted Equity Share Capital 	Pre:- 22,22,148; 65.38% Post: 1338399; 39.38%	Pre:- 22,22,148; 65.38% Post:- 21,48,593; 63.21%

8. The Acquirers accepts 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.
9. A copy of this Post Offer Advertisement will be available on the websites of SEBI, BSE Limited and the registered office of the Target Company.

All undefined capitalized terms used herein shall have the same meaning as ascribed to such terms in the offer document.

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

SAFFRON
energising ideas

SAFFRON CAPITAL ADVISORS PRIVATE LIMITED

Corporate Identification Number: U67120MH2007PTC166711

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Website: www.saffronadvisor.com

Investor grievance: investorgrievance@saffronadvisor.com

SEBI Registration Number: INM 000011211

Contact Person: Amit Wagle/Shikha Jain

Place: Cochin

Date: June 21, 2018