

Public Announcement under Regulation 15(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

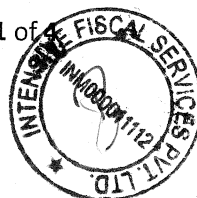
Open Offer for acquisition of upto 26,000 (Twenty Six Thousand Only) fully paid up equity shares from Shareholders of Svaraj Trading and Agencies Limited (hereinafter referred to as "Target Company" or "STAL") by Rekha Soni, Harendra Gupta and Shankar Das Vairagi (hereinafter referred to as "Acquirers") pursuant to and in accordance with regulation 3(1) and regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("Regulation").

1. Offer Details

- **Offer Size:** The Acquirers are hereby making a mandatory Open Offer in terms of SEBI (SAST) Regulations, 2011 to the equity shareholders of the Target Company to acquire up to 26,000 (Twenty Six Thousand Only) fully paid up equity shares ("Offer Size") bearing a face value of Rs. 10/- each representing 26.00% of the total issued, subscribed, paid up and voting capital of the Target Company pursuant to Share Purchase Agreement (SPA) dated September 03, 2012.
- **Price/consideration** : An offer price of Rs. 75.00/- (Rupees Seventy Five only) per fully paid up equity share of Rs. 10/- each of the Target Company (hereinafter referred to as "Offer Price") will be offered to the equity shares tendered in the Offer. Assuming full consideration, the total consideration payable by the Acquirers will be Rs.19,50,000/- (Rupees Nineteen Lakhs Fifty Thousand only) (hereinafter referred to as "Offer Consideration").
- **Mode of payment (cash/ security):** The Offer Price will be paid in cash, in accordance with the regulation 9(1)(a) of the Regulations.
- **Type of offer:** This is a Triggered Offer under Regulations 3(1) & 4 of SEBI (SAST) Regulations, 2011.

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 (In Rs.) | Mode of payment (Cash/ securities) | Regulation which has triggered |
| | | Number | % vis a vis total equity | | | |
| | | | | | | |



| | | | | | | |
|--------|--------------------------|--------|-----------------|-----------|------|---------|
| | | | /voting capital | | | |
| Direct | Share Purchase Agreement | 61,100 | 61.10 | 30,55,000 | Cash | 3(1) &4 |

3. Acquirers

| Details | Acquirer1 | Acquirer2 | Acquirer3 | Total |
|--|---|--|--|-----------------|
| Name of Acquirers | Rekha Soni | Harendra Gupta | Shankar Das Vairagi | |
| Address | 42, Moti Chohatta, Udaipur - 313001, Rajasthan, Telfax No: 0294-2523925 | 163 Housing Board Colony, Goverdhan Villas, Udaipur - 313001, Rajasthan, Telfax No: 0294-2482644 | 299, Hawa Magri, Sukher, Udaipur-313001, Rajasthan, Telfax No:0294-2441035 | |
| Name(s) of persons in control/Promoter of Acquirers | Not Applicable (N.A.) | Not Applicable (N.A.) | Not Applicable (N.A.) | |
| Name of the Group, if any, to which the Acquirers belongs to | N.A. | N.A. | N.A. | |
| Pre Transaction shareholding • Number • % of total share capital | Nil | Nil | Nil | |
| Proposed shareholding after the acquisition of shares which triggered the Open Offer | 12,220 (12.22%) | 12,220 (12.22%) | 36,660 (36.66%) | 61,100 (61.10%) |
| Any other interest in the Target Company | Nil | Nil | Nil | |

4. Details of selling shareholders:

| Name | Part of Promoter group (Yes/No) | Details of shares/voting rights held by the selling shareholders | | | |
|---------------------------------|---------------------------------|--|-------|------------------|-----|
| | | Pre Transaction | | Post Transaction | |
| | | Number | %* | Number | %* |
| M/s. Koprana Lab Pvt Ltd | Yes | 15,000 | 15.00 | Nil | Nil |
| M/s. S V Trading & Agencies Ltd | | 5,000 | 5.00 | | |
| Vandana Somani | | 1,510 | 1.51 | | |
| Rajendra Somani | | 2,040 | 2.04 | | |
| Mridula Somani | | 1,010 | 1.01 | | |



| | | | | | |
|-----------------|--|---------------|--------------|------------|------------|
| Surendra Somani | | 2,010 | 2.01 | | |
| Jaya Somani | | 800 | 0.80 | | |
| Suhrid Somani | | 400 | 0.40 | | |
| Susheel Somani | | 32,030 | 32.03 | | |
| Adarsh Somani | | 500 | 0.50 | | |
| Hridal Somani | | 800 | 0.80 | | |
| Total | | 61,100 | 61.10 | Nil | Nil |

**Percentage has been calculated vis-à-vis total equity/voting capital of the Target Company.*

5. Target Company

- Svaraj Trading and Agencies Limited is a company duly registered under the Companies Act, 1956 having its registered office at 1076, Dr. E. Moses Road, Worli, Mumbai 400018, Tel No: 022-24964656, Fax No: 022-24963055 and website: www.svarajtrading.com
- The shares of the Target Company are listed at Bombay Stock Exchange Limited ("BSE") having scrip Code as 503624.

6. Other details

- A Detailed Public Statement ("DPS") specifying the detailed terms and conditions of this Offer will be published as per Regulation 14(3) of SEBI (SAST) Regulations, 2011 on or before September 10, 2012.
- The Acquirers hereby undertake that they are fully aware of and will comply with their obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) under the Regulations.
- This offer is not conditional upon any minimum level of acceptance in terms of regulation 19(1) of the Regulations and is not a competing bid in terms of regulation 20 of the regulation.
- The Acquirers accept the full responsibility for the information contained in this Public Announcement.

Issued by Manager to the offer



Intensive Fiscal Services Private Limited

131, C-wing, Mittal Tower, 13th floor,

Nariman Point, Mumbai- 400021

Tel. Nos.:- 022 22870443/44/45

Fax No.:- 022 22870446

E-mail:- rishabh@intensivefiscal.com



Contact Person:- Rishabh Jain/Nikesh Jain
SEBI Registration No.: INM000011112

For and on behalf of the Acquirers

sd/-
(RekhaSoni)

sd/-
(Harendra Gupta)

sd/-
(Shankar Das Vairagi)

Place: Udaipur

Date: September 03, 2012

