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SPA Capital Advisors Ltd.

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April 20, 2018

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

Sub.: Open Offer under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 by Mr. Pramod Jain ("Acquirer 1") and M/s. Plus Corporate Ventures Private Limited ("Acquirer 2") (collectively referred to as "Acquirers") along with M/s. J.P. Financial Services Private Limited ("PAC") to the equity shareholders of **Golden Tobacco Limited** (the "Target Company" or "GTL")

Dear Sir,

With reference to the captioned subject, please find enclosed five copies of the Letter of Offer incorporating the changes as advised by SEBI alongwith Form of Acceptance cum Acknowledgement & Form of Withdrawal with respect to the above mentioned Open Offer. The soft copy in the Compact Disc (CD) and the final SEBI observation letter dated March 27, 2018 are also enclosed.

Hope you find the same in order.

Thanking you,

Yours sincerely,

for **SPA Capital Advisors Limited**


Vivek Gautam
Associate Director

