

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF THE EQUITY SHARES OF

MAYUR UNIQUOTERS LIMITED

Corporate Identification No. (CIN) : L18101RJ1992PLC006952

Registered & Corporate Office: Village: Jaitpura, Jaipur-Sikar Road, Tehsil: Chomu, Jaipur -303704, Rajasthan. Tel : 01423-554001, Fax No.: 01423-224420, Website: www.mayuruniquoters.com, Email: secr@mayur.biz

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF THE EQUITY SHARES OF MAYUR UNIQUOTERS LIMITED FOR BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

This Public Announcement ("PA") is made pursuant to the provisions of Regulations 8(1) of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, including any statutory modifications and amendments thereto (the "Buy-back Regulations") and contains disclosures as specified in Part A of Schedule II to the Buy-Back Regulations.

OFFER FOR BUYBACK OF UP TO 5,00,000 (FIVE LAC ONLY) FULLY PAID UP EQUITY SHARES OF THE MAYUR UNIQUOTERS LIMITED ("THE COMPANY") OF FACE VALUE OF RS 5/- (RUPEES FIVE) EACH ("EQUITY SHARES") AT A PRICE OF RS. 500/- (RUPEES FIVE HUNDRED ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER PROCESS.

1. DETAILS OF BUYBACK OFFER AND OFFER PRICE

- The Board of Directors of Mayur Uniquoters Limited (hereinafter referred to as the "Board"), at their meeting held on August 10, 2016 (the "Board Meeting"), pursuant to the provisions of Article 4A of Articles of Association of the Company, Section 68, 69 and 70 of the Companies Act, 2013, as amended (the "Companies Act") and in compliance with the Buyback Regulations and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions and sanctions, which may be agreed by the Board, approved the buyback by the Company of up to 5,00,000 (Five Lac Only) fully paid-up Equity Shares representing up to 1.08 % of the total paid-up Equity Share capital of the Company at a price of Rs. 500 (Rupees Five Hundred Only) per Equity Share ("Buyback Price") payable in cash for an aggregate amount of up to Rs. 25,00,00,000 (Rupees Twenty Five Crore Only) ("Buyback Size"), on a proportionate basis through the "tender offer" route as prescribed under the Buyback Regulations from all of the shareholders who hold Equity shares as on August 26, 2016 (the "Record Date"). As required under the Buyback Regulations, Equity Shares to be bought back are divided into two categories: (i) reserved category for Small Shareholders (as defined hereinafter); and (ii) general category for all other shareholders. Please refer to Paragraph 6 of this Public Announcement for further details.
- The Buyback Size is 7.31% of the fully paid-up equity share capital and free reserves as per the latest audited balance sheet for the financial year ended March 31, 2016 (the last audited financial statements available as on the date of Board Meeting) and is within the statutory limit of 10% of the fully paid-up equity share capital and free reserves as per the latest audited balance sheet of the Company. The maximum number of Equity Shares proposed to be bought back represents 1.08 % of the total number of equity shares in the paid-up share capital of the Company.
- The Buyback Size does not include any other expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India ("SEBI"), advisors fees, public announcement publication expenses, printing and dispatch expenses, and other incidental and related expenses.
- The Equity Shares are listed on the National Stock Exchange of India Limited (the "NSE") and the BSE Limited (the "BSE") (hereinafter together referred to as the "Stock Exchanges").
- The Buyback Price of Rs. 500/- (Five Hundred Only) per Equity Share has been arrived at after considering various factors such as (i) the share price benchmarks on the NSE, the stock exchange where the maximum volume of trading in the equity shares is recorded (ii) the net worth of the Company, and (iii) the impact of buyback on the earnings per Equity Share.
- The Buyback Price represents a premium of 21.05% over the volume weighted average market price of the Equity Shares on the National Stock Exchange of India Limited (NSE) for the 3 months preceding August 04, 2016, which is the date of intimation to the Stock Exchanges of the Board Meeting to consider the proposal of the Buyback ("Intimation Date") and 19.85% over the volume weighted average market price of the Equity Shares on the NSE for the 2 weeks preceding the Intimation Date. The closing market price of the Equity Shares as on the Intimation Date was Rs. 410.05 on the BSE and Rs. 410.60 on NSE, respectively. The Buyback Price is higher by 576.35% of the book value per Equity Share of the Company, which as of March 31, 2016 was Rs. 73.93 per Equity Share. The earnings per Equity Share of the Company prior to the Buyback, as on March 31, 2016 was Rs. 17.14 per Equity Share. Assuming full acceptance under the Buyback the earnings per Equity Share of the Company will be Rs. 17.33 per Equity Share post the Buyback.
- The Buyback will be undertaken on a proportionate basis from the equity shareholders of the Company as on a record date ("Eligible Sellers") through the tender offer process prescribed under Regulation 4(1)(a) of the Buyback Regulations. Additionally, the Buyback shall be, subject to applicable laws, facilitated by tendering of Equity Shares by Eligible Sellers and settlement of the same through the stock exchange mechanism as specified by SEBI in the circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015. The Buyback is subject to other approvals, permissions and exemptions as may be required from time to time from any statutory and/or regulatory authority including SEBI and the Stock Exchanges.
- The Buyback of Equity Shares may be subject to taxation in India and in the country of residence of the Eligible Sellers. In due course, the Eligible Sellers will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularised nature of tax consequences, Eligible Sellers should consult their tax advisors for the applicable tax provisions and the appropriate course of action that they should take.
- Pursuant to the proposed Buy-back and depending on the response to the Buy-back, the voting rights of the Promoter in the Company may increase or decrease from the existing Shareholding of the total equity capital and voting rights of the Company. The Promoter of the Company is already in control over the Company and therefore such further increase or decrease in voting rights of the promoter will not result in any change in control over the Company.

1.10 A copy of this Public Announcement will be available on the SEBI's website www.sebi.gov.in.

2. NECESSITY FOR BUYBACK

- The Buyback is being undertaken by the Company to return surplus funds to the equity shareholders, which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost efficient manner. The Buyback is being undertaken for the following reasons:
 - The Buyback will help the Company to distribute surplus cash to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to shareholders;
 - The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of upto 15% of the Buyback Size for small shareholders. The Company believes that this reservation of upto 15% for small shareholders would benefit a large number of public shareholders, who would get classified as "Small Shareholders";
 - The Buyback would help in improving financial ratios like earnings per share and return on equity, by reducing the equity base of the Company; and
 - The Buyback gives an option to the Eligible Sellers to either choose to participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback or choose not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment.

3. DETAILS OF PROMOTER'S SHAREHOLDING AND INTENTION TO PARTICIPATE IN THE BUYBACK

- The shareholding of the promoter and promoter group of the Company (the "Promoter and Promoter Group"), and persons in control of the Company as on the date of the Board Meeting i.e. August 10, 2016 is given below:

Sr. No.	Name of Promoter/Person in control	Number of Equity Shares held	% of shareholding
1.	Suresh Kumar Poddar	1,56,87,324	33.90
2.	Manav Poddar	72,65,912	15.70
3.	Suresh Kumar Poddar HUF	31,01,600	6.70
4.	Puja Poddar	7,20,000	1.56
5.	Kiran Poddar	5,75,080	1.24
6.	Arun Kumar Bagaria	5,50,000	1.19
7.	Dolly Bagaria	3,85,000	0.83
	Total	2,82,84,916	61.12

- The Company does not have any Promoters which are companies or corporate entities.
- The persons mentioned in Paragraph 3.1 above have not purchased or sold any shares of the Company during a period of six months preceding the date of the Board Meeting i.e. August 10, 2016.
- In terms of the Buyback Regulations, under the tender offer route, the promoters and promoter group of the Company have the option to participate in the Buyback. In this regard, the Promoters have expressed their intention vide their letters dated August 10, 2016, to participate in the Buyback and offer up to an aggregate maximum number of 2,82,84,916 Equity Shares or such lower number of Equity Shares as required in compliance with the Buyback Regulations/terms of the Buyback.

Please see below the maximum number of Equity Shares to be tendered by each of the Promoter and Promoter Group in the Buyback:

Sr. No.	Name of Promoter/Person in control	Number of Equity Shares held	% of shareholding
a.	Suresh Kumar Poddar	1,56,87,324	33.90
b.	Manav Poddar	72,65,912	15.70
c.	Suresh Kumar Poddar HUF	31,01,600	6.70
d.	Puja Poddar	7,20,000	1.56
e.	Kiran Poddar	5,75,080	1.24
f.	Arun Kumar Bagaria	5,50,000	1.19
g.	Dolly Bagaria	3,85,000	0.83
	Total	2,82,84,916	61.12

- Details of the date and price of acquisition of the Equity Shares that the Promoters intend to tender are set-out below:

a. Suresh Kumar Poddar

Date of Transaction	Nature of Transaction	Number of Equity Shares Acquired/(Sold)	Issue/Acquisition /Sale Price (Rs.)	Consideration (Cash, other than cash etc.)
20-Feb-1997	Opening Balance	5,45,610	10.02	Cash
23-Oct-1997	Market Sale	(1,000)	18.75	Cash
02-Nov-1998	Market Sale	(3,81,100)	13.00	Cash
10-Nov-1998	Market Sale	(14,000)	2.75	Cash
07-Sep-2001	Inter-se	3,200	3.00	Cash
07-Sep-2001	Off Market Purchase	300	3.00	Cash
07-Sep-2001	Off Market Purchase	40,800	3.25	Cash
26-Sep-2001	Off Market Purchase	5,700	3.00	Cash
29-Sep-2001	Inter-se	1,50,000	2.80	Cash
25-Oct-2001	Market Purchase	2,51,000	2.80	Cash
25-Oct-2001	Market Purchase	22,300	2.80	Cash
25-Jan-2002	Inter-se	10,79,800	2.75	Cash
31-Mar-2003	Inter se Transmission	400	10.00	Cash
23-Jun-2006	Open Offer	4,08,579	41.88	Cash
30-Jun-2006	Bad Delivery not rectified	(26,100)	-	-
02-Dec-2008	Market Purchase	1,000	21.50	Cash
04-Dec-2008	Market Purchase	100	22.50	Cash
11-Dec-2008	Market Purchase	200	23.65	Cash
08-Aug-2012	Bonus	20,86,789	Nil	-
	Sub-Total	41,73,578		
27-Sep-2013	Sub division of face value of equity shares from Rs. 10 to Rs. 5 each	83,47,156	NA	-
19-Mar-2014	Market Sale	(2,15,000)	460.24	Cash
10-Apr-2014	Bonus	81,32,156	Nil	-
27-Mar-2015	Inter-se	(1,50,000)	Nil	Gift
16-Apr-2015	Market Sale	(4,26,988)	453.50	Cash
	Total Current Holding	1,56,87,324		

b. Manav Poddar

Date of Transaction	Nature of Transaction	Number of Equity Shares Acquired/(Sold)	Issue/Acquisition /Sale Price (Rs.)	Consideration (Cash, other than cash etc.)
20-Feb-1997	Opening Balance	1,34,300	10.00	Cash
25-May-1998	Off Market Sale	(14,300)	13.98	Cash
16-Sep-2001	Off Market Purchases	400	2.80	Cash
22-Dec-2003	Off Market Purchases	23,400	4.00	Cash
22-Dec-2003	Market Purchases	7,000	4.00	Cash
5-Feb-2004	Off Market Purchases	800	4.00	Cash
8-Feb-2004	Off Market Purchases	100	4.00	Cash
6-Dec-2004	Off Market Purchases	2,30,000	10.00	Cash
11-Mar-2005	Inter- se	1,70,740	18.00	Cash
11-Mar-2005	Inter- se	2,95,010	Nil	Gift
30-Jun-2006	Bad delivery not rectified	(100)	-	-
16-Dec-2008	Market Purchases	150	23.78	Cash
22-Dec-2008	Market Purchases	200	23.65	Cash
26-Dec-2008	Market Purchases	1,903	24.60	Cash
29-Dec-2008	Market Purchases	500	24.60	Cash
30-Dec-2008	Market Purchases	743	25.46	Cash
2-Jan-2009	Market Purchases	220	25.15	Cash
12-Jan-2009	Market Purchases	740	26.15	Cash
13-Jan-2009	Market Purchases	604	26.15	Cash
14-Jan-2009	Market Purchases	5	26.40	Cash
15-Jan-2009	Market Purchases	499	26.15	Cash
16-Jan-2009	Market Purchases	203	26.15	Cash
19-Jan-2009	Market Purchases	3,000	26.18	Cash
20-Jan-2009	Market Purchases	100	25.16	Cash
21-Jan-2009	Market Purchases	1,000	26.15	Cash
22-Jan-2009	Market Purchases	500	25.15	Cash
23-Jan-2009	Market Purchases	5,800	26.06	Cash
27-Jan-2009	Market Purchases	900	25.93	Cash
28-Jan-2009	Market Purchases	3	25.33	Cash
29-Jan-2009	Market Purchases	1,597	26.15	Cash
4-Feb-2009	Market Purchases	233	26.15	Cash
5-Feb-2009	Market Purchases	401	26.15	Cash
6-Feb-2009	Market Purchases	225	26.15	Cash
10-Feb-2009	Market Purchases	1,600	27.31	Cash
11-Feb-2009	Market Purchases	6,174	28.50	Cash
2-Apr-2009	Market Purchases	5,799	23.09	Cash
6-Apr-2009	Market Purchases	300	24.15	Cash
9-Apr-2009	Market Purchases	910	25.14	Cash
15-Apr-2009	Market Purchases	675	25.56	Cash
17-Apr-2009	Market Purchases	1,414	25.15	Cash
20-Apr-2009	Market Purchases	460	25.65	Cash
21-Apr-2009	Market Purchases	100	25.15	Cash
27-Apr-2009	Market Purchases	200	26.65	Cash
28-Apr-2009	Market Purchases	424	26.65	Cash
6-May-2009	Market Purchases	350	26.65	Cash
7-May-2009	Market Purchases	50	26.66	Cash
8-May-2009	Market Purchases	150	26.65	Cash
11-May-2009	Market Purchases	500	26.65	Cash
12-May-2009	Market Purchases	500	26.65	Cash
13-May-2009	Market Purchases	950	26.65	Cash
19-May-2009	Market Purchases	790	27.90	Cash
20-May-2009	Market Purchases	185	28.15	Cash
21-May-2009	Market Purchases	458	30.41	Cash
26-May-2009	Market Purchases	620	31.15	Cash
29-May-2009	Market Purchases	610	35.14	Cash
2-Jun-2009	Market Purchases	260	35.36	Cash
10-Jun-2009	Market Purchases	1,855	36.17	Cash
11-Jun-2009	Market Purchases	252	36.16	Cash
12-Jun-2009	Market Purchases	1,075	36.16	Cash
16-Jun-2009	Market Purchases	200	36.17	Cash
17-Jun-2009	Market Purchases	200	35.56	Cash
18-Jun-2009	Market Purchases	1,894	35.45	Cash
19-Jun-2009	Market Purchases	223	35.56	Cash
23-Jun-2009	Market Purchases	110	36.16	Cash
24-Jun-2009	Market Purchases	1,500	36.23	Cash
1-Jul-2009	Market Purchases	500	38.47	Cash
9-Jul-2009	Market Purchases	100	40.87	Cash
10-Jul-2009	Market Purchases	1,500	39.07	Cash
13-Jul-2009	Market Purchases	4,985	40.50	Cash
20-Jul-2009	Market Purchases	800	40.67	Cash
21-Jul-2009	Market Purchases	1,400	40.67	Cash
15-Jul-2009	Market Purchases	1,500	40.49	Cash
23-Jul-2009	Market Purchases	2,200	40.78	Cash
24-Jul-2009	Market Purchases	1,950	41.70	Cash
27-Jul-2009	Market Purchases	3,100	41.67	Cash
28-Jul-2009	Market Purchases	2,000	40.92	Cash
29-Jul-2009	Market Purchases	9,000	41.67	Cash
30-Jul-2009	Market Purchases	5,000	41.17	Cash
3-Aug-2009	Market Purchases	10,000	48.15	Cash
5-Aug-2009	Market Purchases	4,000	46.95	Cash
7-Aug-2009	Market Purchases	5,900	53.40	Cash
10-Aug-2009	Market Purchases	4,249	53.27	Cash
11-Aug-2009	Market Purchases	2,800	51.29	Cash
12-Aug-2009	Market Purchases	2,369	51.05	Cash
13-Aug-2009	Market Purchases	2,000	51.42	Cash
17-Aug-2009	Market Purchases	2,000	51.42	Cash
19-Aug-2009	Market Purchases	1,500	52.97	Cash
25-Aug-2009	Market Purchases	2,000	53.32	Cash
10-Sep-2009	Market Purchases	1,000	66.28	Cash
25-Sep-2009	Market Purchases	1,000	73.30	Cash
16-Oct-2009	Market Purchases	302	68.61	Cash
17-Oct-2009	Market Purchases	198	70.30	Cash
21-Oct-2009	Off market purchases	200	22.45	Cash
30-Nov-2009	Market Purchases	2,022	125.97	Cash
8-May-2012	Market Purchases	10,000	471.45	Cash
8-Aug-2012	Bonus	983,239	Nil	-
	Sub-Total	19,66,478		
27-Sep-2013	Sub division of face value of equity shares from Rs. 10 to Rs. 5 each	39,32,956	NA	-
19-Mar-2014	Market sale	(1,25,000)	460.44	Cash
3-Apr-2014	Bonus	38,07,956	Nil	-
26-Sep-2014	Market sale	(3,50,000)	398.90	Cash
	Total Current Holding	72,65,912		

c. Suresh Kumar Poddar HUF

Date of Transaction	Nature of Transaction	Number of Equity Shares Acquired/(Sold)	Issue/Acquisition /Sale Price (Rs.)	Consideration (Cash, other than cash etc.)
20-Feb-1997	Opening Balance	2,37,700	10.00	Cash
22-Jul-1997	Off Market Purchase	800	5.90	Cash
01-Aug-1997	Off Market Purchase	500	5.65	Cash
04-Jan-2001	Off Market Purchase	8,000	4.00	Cash
11-Apr-2002	Off Market Purchase	4,300	5.00	Cash
01-Aug-2002	Off Market Purchase	2,000	4.00	Cash
16-Aug-2002	Off Market Purchase	35,800	3.50	Cash
17-Aug-2002	Off Market Purchase	2,600	3.50	Cash
19-Aug-2002	Off Market Purchase	200	3.50	Cash
23-Aug-2002	Off Market Purchase	1,500	3.50	Cash
24-Aug-2002	Off Market Purchase	500	3.50	Cash
30-Dec-2002	Off Market Purchase	99,000	2.55	Cash
02-Jun-2003	Off Market Purchase	41,000	3.00	Cash
20-Jun-2003	Off Market Purchase	800	3.00	Cash
13-Sep-2003	Off Market Purchase	11,600	4.00	Cash
08-Oct-2003	Off Market Purchase	15,600	4.00	Cash
18-Oct-2003	Off Market Purchase	3,600	4.00	Cash
03-Nov-2003	Off Market Purchase	7,200	4.00	Cash
08-Aug-2012	Bonus	472,700	Nil	-
	Sub-Total	9,45,400		
27-Sep-2013	Sub division of face value of equity shares from Rs. 10 to Rs. 5 each	18,90,800	NA	-
19-Mar-2014	Market	(1,65,000)	460.44	Cash
03-Apr-2014	Bonus	17,25,800	Nil	-
26-Sep-2014	Market	(350,000)	398.66	Cash
	Total Current Holding	31,01,600		

d. Puja Poddar

Date of Transaction	Nature of Transaction	Number of Equity Shares Acquired/(Sold)	Issue/Acquisition /Sale Price (Rs.)	Consideration (Cash, other than cash etc.)
28-Feb-2008	Preferential Allotment	1,50,000	38.00	Cash
08-Aug-2012	Bonus	1,50,000	Nil	-
	Sub-Total	3,00,000		
27-Sep-2013	Sub division of face value of equity shares from Rs. 10 to Rs. 5 each	6,00,000	NA	-
19-Mar-2014	Market Sale	(1,15,000)	460.44	Cash
03-Apr-2014	Bonus	4,85,000	Nil	-
26-Sep-2014	Market Sale	(1,00,000)	398.65	Cash
25-Nov-2014	Market Sale	(50,000)	426.55	Cash

<div><div>RECORD DATE AND SHAREHOLDERS ENTITLEMENT</div><div><div>6.1</div><div>As required under the Buy Back Regulations, the Company has fixed August 26, 2016 as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the shareholders, who will be eligible to participate in the Buyback. The Equity Shares proposed to be brought back by the company shall be divided into two categories; (a) reserved category for small shareholders and (b) the general category for all other shareholders.</div></div><div><div>6.2</div><div>As defined in the Buy Back Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value, on the basis of closing price of shares, on the recognized stock exchange in which the highest trading volume in respect of such shares as on Record Date, of not more than Rs. 2,00,000/- (Rupees Two Lacs).</div></div><div><div>6.3</div><div>In accordance with Regulation 6 of the Buy Back Regulations, 15% (fifteen percent) of the number of Equity Shares which company proposes to buyback or number of Equity Shares entitled as per the shareholding of small shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buy Back.</div></div><div><div>6.4</div><div>On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of each shareholder to tender their Equity Shares in the Buy Back. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder as on the Record Date and the ratio of Buy Back applicable in the category to which such shareholder belongs. The final number of shares the Company will purchase from each Eligible Sellers will be based on the total number of shares tendered. Accordingly, the Company may not purchase all of the shares tendered by an Eligible Sellers.</div></div><div><div>6.5</div><div>After accepting the Equity Shares tendered on the basis of the entitlement, the Equity Shares left to be bought back, if any in one category shall first be accepted, in proportion to the Equity shares tendered over and above their entitlement in the offer by shareholders in that category, and thereafter from shareholder who have tendered over and above their entitlement in other category.</div></div><div><div>6.6</div><div>The participation of Eligible Sellers in Buy Back will be voluntary. Eligible Sellers can choose to participate, in part or in full, and get cash in lieu of Equity Shares accepted under the Buy Back or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post Buy Back, without additional investment. Eligible Sellers may also tender a part of their entitlement. Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any.</div></div><div><div>6.7</div><div>The maximum tender under the Buy Back by any Eligible Sellers cannot exceed the number of Equity Shares held by the Eligible Sellers as on the Record Date.</div></div><div><div>6.8</div><div>The Equity Shares tendered as per the entitlement by shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedures laid down in Buy Back Regulations.</div></div><div><div>6.9</div><div>Detailed instructions for participation in the Buy Back (Tender of Equity Shares in the Buy Back) as well as the relevant time table will be included in the letter of offer which will be sent in due course to the Eligible Sellers as on Record Date.</div></div><div><div>7. PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUY-BACK</div><div><div>7.1</div><div>The Buyback is open to all Eligible Sellers/ beneficial owners of the Company, holding Equity Shares either in physical and/ or electronic form on record date.</div></div><div><div>7.2</div><div>The Buy-back shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICY CELL/1/2015 dated April 13, 2015 and in accordance with the procedure prescribed in the Act and the Buy-back Regulations and as may be determined by the Board and on such terms and conditions as may be permitted by law from time to time.</div></div><div><div>7.3</div><div>For Implementation of the Buy back, the Company has appointed M/s. Centrum Broking Limited as the registered broker to the Company ("Company Broker") to facilitate the process of tendering of Equity Shares through Stock Exchange mechanism for the Buy-back and through whom the purchases and settlements on account of the Buy-back would be made by the Company.</div></div><div><div><div>The Contact details of Company's Broker are as follows:</div><div><div><div>CENTRUM</div><div>Centrum Broking Limited</div></div><div>Centrum House Kalina, Santacruz (East), Mumbai: - 400098</div><div>Contact Person: Mr. Milan Chandak Tel No.: 022 4215 9672; Fax No: 022 4215 9633</div><div>Email Id: milan.chandak@centrum.co.in; Website: www.centrum.co.in</div></div><div>SEBI Registration No: BSE: INB011454239 Corporate Identification Number: U67120MH1994PLC078125</div><div>7.4</div><div>The Company will request the BSE Limited to provide the separate Acquisition Window to facilitate placing of sell orders by Eligible Sellers who wish to tender Equity Shares in the Buyback and also the BSE Limited shall be designated stock exchange for this purpose.</div></div><div><div>7.5</div><div>During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition window by Eligible Sellers through their respective stock brokers during normal trading hours of the secondary market. The stock broker ("Seller Member(s)") can enter orders for demat shares as well as physical shares.</div></div><div><div>7.6</div><div><div>Procedures to be followed by Eligible Sellers holding Equity shares in the dematerialized form.</div><div><div>a.</div><div>Eligible Sellers, who desire to tender their Equity Shares in the electronic form under the Buy-back, would have to do so through their respective seller member by indicating to their broker, the details of equity shares they intend to tender under the buy back.</div></div><div><div>b.</div><div>The seller member would be required to transfer the number of equity shares by using the settlement number and the procedures as prescribed by clearing corporation of India Limited ("Clearing Corporation") for transfer of equity shares to the special account of the Clearing Corporation before placing the bids/order and the same shall be validated at the time of order entry.</div></div></div></div></div></div></div>	<div><div><div>c.</div><div>The details of special account of clearing corporation shall be informed in the issue opening circular that will be issued by the stock exchange/clearing corporation.</div></div><div><div>d.</div><div>For Custodian participant orders for demat equity shares early pay in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of tendering period. Thereafter all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.</div></div><div><div>e.</div><div>Upon placing the bid, the seller member shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the shareholders. TRS will contain the details of order submitted like Bid No., Application No., DP ID, Client ID, Number of equity shares tendered etc.</div></div><div><div>7.7</div><div><div>Procedures to be followed by Eligible Sellers holding Equity shares in the Physical form.</div><div><div>a.</div><div>Eligible Sellers who are holding Equity Shares in physical form and intend to participate in the Buy-back will be required to approach the seller member along with complete set of documents for verifications procedures to be carried out including the (i) original share certificate(s) of Face Value of Rs. 5/- each, (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e by all registered shareholders in same order and as per specimen signatures registered with the company) and duly witnessed at the appropriate place authorizing the transfer in favour of company, (iii) self-attested copy of the shareholder's PAN Card, and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signatures), notarized copy of death certificate and succession certificate or probated will, if the original shareholders has deceased, etc., as applicable. In addition, if the address of an Eligible Seller has undergone a change from the address registered in the Register of Members of the company, the shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: Valid Aadhar Card, Voter Identity Card or Passport.</div></div><div><div>b.</div><div>Upon placing the bid, the seller member shall provide a Transaction Registration Slip generated by the Exchange Bidding System to the shareholders. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive Number, Number of Equity Shares tendered etc.</div></div><div><div>c.</div><div>The Seller Member/Eligible Seller has to deliver the original share certificate(s) & Documents (as mentioned in paragraph 7.7(a) above) along with TRS either by registered post or courier or hand delivery to the Registrar and Transfer Agent ("RTA") (at the address mentioned at paragraph 10 below within 2 (two) days of bidding by Seller Member). The envelope should be super scribed as "MAYUR BUY BACK OFFER 2016". One copy of TRS will be retained by RTA and it will provide acknowledgement of the same to the Seller Member/ Eligible Seller.</div></div><div><div>d.</div><div>Eligible Seller holding physical Equity Shares should note that the physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of physical Equity Shares for buy back shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. RTA will verify such bids based on the documents submitted on daily basis and till such time the Stock Exchange shall display such bids as 'unconfirmed physical bids'. Once RTA confirms the bids, it will be treated as 'Confirmed Bids'.</div></div><div><div>e.</div><div>Modification/cancellation of orders will be allowed during the tendering period of the Buyback.</div></div><div><div>f.</div><div>The cumulative quantity tendered shall be made available on the website of the BSE Limited (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.</div></div></div></div><div><div>8. METHOD OF SETTLEMENT</div><div><div>8.1</div><div>Upon finalization of the basis of acceptance as per Buy Back Regulations:</div></div><div><div>a.</div><div>The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.</div></div><div><div>b.</div><div>The Company will pay the consideration to the Company's Broker on or before the pay-in date for settlement. For Equity Shares accepted under the buy back, the Seller Member will receive funds pay out in their settlement bank account.</div></div></div></div>	<div><div><div>c.</div><div>The Equity Shares bought back in the demat form would be transferred directly to the Demat account of the Company ("Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's broker to the Company Demat Account on receipt of equity shares from clearing and settlement mechanism of the stock exchange.</div></div><div><div>d.</div><div>Excess demat Equity Shares or unaccepted demat Equity Shares, if any, tendered by the Eligible Sellers would be returned to the Selling Member by clearing corporation in payout. Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned to the shareholders directly by RTA.</div></div><div><div>e.</div><div>The Seller Member would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted equity shares to their respective clients. Company's broker would also issue a contract note to the company for the equity shares accepted under the buy back.</div></div><div><div>f.</div><div>Eligible Sellers who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Seller Member upon the Selling Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling shareholders from their respective seller member, in respect of accepted equity shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional costs charges and expenses (including brokerage), incurred solely by the selling Eligible Sellers.</div></div><div><div>8.2</div><div>The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and in compliance with the procedures prescribed in the Buyback regulations.</div></div><div><div>8.3</div><div>The Company has authorized the Manager to the Buy-back to operate the Escrow Account in terms of the Buy-back Regulations.</div></div><div><div>9. COMPLIANCE OFFICER</div><div><div>9.1</div><div>Investor may contact the Compliance Officer for any clarifications or to address the grievances, if any, during office hours i.e. 10.00 a.m. to 3.00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address:</div></div><div><div><div><div>Mr. Nikhil Saxena,</div><div>Company Secretary & Compliance Officer</div><div>Mayur Uniquoters Limited</div></div><div>Village: Jaitpura, Jaipur-Sikar Road, Tehsil: Chomu, Jaipur -303704, Rajasthan.</div><div>Tel: 01423-554001; Fax: 01423-224420, Email: secr@mayur.biz; Website: www.mayuruniquoters.com</div></div></div><div><div>10 REGISTRAR TO THE OFFER/INVESTOR SERVICE CENTRE</div><div><div>10.1</div><div>In case of any queries, shareholders may also contact the Registrar to the Buyback or the Investor Relations team of the Company, during office hours i.e. 10.00 a.m. to 3.00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address:</div></div><div><div><div>Registrar to the Buyback:</div><div>Beetal Financial & Computer Services Pvt. Ltd</div><div>Beetal House , 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi - 110062.</div><div>Tel: 011 – 29961281-82-83; Fax: 011 - 29961284</div><div>Contact person: Mr. Punit Mittal</div><div>Email: beetal@beetalfinancial.com; Website: www.beetalfinancial.com</div><div>SEBI Registration Number: INR000000262</div><div>Corporate Identification Number: U67120DL1993PTC052486</div></div></div></div></div></div>
	<div><div>11. MANAGER TO THE BUY-BACK</div><div><div><div><div><div></div></div><div>CHARTERED CAPITAL AND INVESTMENT LIMITED</div></div><div>418-C, "215 Atrium", Andheri Kurla Road, Andheri (East), Mumbai 400 093 Tel No.: 022- 6692 4111, Fax No.: 022-6692 6222</div><div>Email Id: mumbai@charteredcapital.net Contact Person: Mr. Amitkumar Gattani</div><div>SEBI Registration No: INM000004018 Corporate Identity Number: L45201GJ1986PLC008577</div></div><div><div>12 DIRECTORS' RESPONSIBILITY</div><div>As per Regulation 19(1)(a) of the Buyback Regulations , the Board accepts responsibility for the information contained in this PA or any other advertisement, circular, brochure, publicity material which may be issued and confirm that the information on such documents contain true, factual and material information and shall not contain any misleading information.</div><div>For and on behalf of the Board of Directors of Mayur Uniquoters Limited</div><div><div><div>Sd/-</div><div>Suresh Kumar Poddar</div><div>Chairman and Managing Director (DIN: 00022395)</div></div><div><div>Sd/-</div><div>Arun Kumar Bagaria,</div><div>Whole Time Director (DIN : 00373862)</div></div><div><div>Sd/-</div><div>Nikhil Saxena,</div><div>Company Secretary (M. No: 19327)</div></div></div><div>Place: Jaipur</div><div>Date : August 11, 2016</div></div></div></div>	