MOTILAL OSWAL
Investment Banking

Motilal Oswal Investment Advisors Limited
Registered Office: Motilal Oswal Tower, 10th Floor
Rahimtullah Sayani Road, Opposite Parel S. T. Bus Depot
Prabhadevi, Mumbai - 400 025
Tel.: +91 22 3980 4380
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CIN: U67190MH2006PLC160583

November 10, 2017

To,
The Managing Director
M/s. National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai-400051

Dear Sir,

Sub: Open offer for acquisition of up to 35,93,90,094 fully paid up equity shares of the face value of ₹ 2 (Rupees Two only) each from the Public Shareholders of RattanIndia Infrastructure Limited (the "Target Company") by Laurel Energetics Private Limited and Arbutus Consultancy LLP ("Acquirers") and Yantra Energetics Private Limited, Spire Constructions Private Limited, Nettle Constructions Private Limited and Mr. Rajiv Rattan(" PACs")

With regard to the captioned open offer, the Acquirers had appointed Motilal Oswal Investment Advisors Limited as the Manager to the Offer pursuant to and in accordance with, Regulation 12(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended ("**SEBI (SAST) Regulations**").

The Manager, on behalf of the Acquirers and PACs have published the Post Offer Advertisement in accordance with Regulation 18(12) of the SEBI (SAST) Regulations on November 10, 2017 in all the editions of Business Standard (English and Hindi) and in Mumbai edition of Mumbai Lakshadweep (Marathi). A copy of the same is enclosed.

We have ensured that the contents of the Post Offer Advertisement are true, fair and adequate in all aspects and is in conformity to the SEBI (SAST) Regulations to the extent applicable.

Yours sincerely,
For Motilal Oswal Investment Advisors Limited

Motilal Oswal Investment Advisors

Authorised Signatory
Name: Subodh Mallya
Designation: AVP

Encl: as above

POST-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF:

RATTANINDIA INFRASTRUCTURE LIMITED

Registered Office: 5th Floor, Tower-B, Worldmark-1, Aerocity, New Delhi – 110 037 Tel: +91- 011-66612666, Fax: +91- 011-66612777

OPEN OFFER TO ACQUIRE UP TO 35,93,90,094 (THIRTY-FIVE CRORES NINETY-THREE LACS NINETY THOUSAND AND NINETY-FOUR) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF INR 2 (RUPEES TWO ONLY) EACH OF RATTANINDIA INFRASTRUCTURE LIMITED ("TARGET COMPANY") ("OFFER SHARES") FROM PUBLIC SHAREHOLDERS, REPRESENTING 26% OF ITS VOTING SHARE CAPITAL BY LAUREL ENERGETICS PRIVATE LIMITED ("ACQUIRER1") AND ARBUTUS CONSULTANCY LLP ("ACQUIRER2") (ACQUIRER1 AND ACQUIRER2 ARE COLLECTIVELY REFERRED TO AS "THE ACQUIRERS") ALONGWITH YANTRA ENERGETICS PRIVATE LIMITED ("PAC1"), SPIRE CONSTRUCTIONS PRIVATE LIMITED ("PAC2"), NETTLE CONSTRUCTIONS PRIVATE LIMITED ("PAC3"), MR. RAJIV RATTAN ("PAC4") AS THE PERSONS ACTING IN CONCERT WITH THE ACQUIRER (PAC1, PAC2, PAC3 AND PAC4 ARE COLLECTIVELY REFERRED TO AS "PERSONS ACTING IN CONCERT" / "PACS").

POST-OFFER ADVERTISEMENT

This Post Offer Advertisement is being issued by Motilal Oswal Investment Advisors Limited (**"Manager to the Offer"**), for and on behalf of the Acquirers and PACs pursuant to and in accordance with regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (**"SEBI (SAST) Regulations"**).

This Post Offer Advertisement should be read in continuation of and in conjunction with, the Public Announcement dated Wednesday October 28, 2015 and the corrigendum to the Public Announcement dated November 2, 2015 (collectively, the **"PA"**), the detailed public statement dated November 02, 2015 (published on November 3, 2015) and the corrigendum to the detailed public statement dated June 19, 2017 (published on June 20, 2017) (collectively, the **"DPS"**), the draft letter of offer dated November 3, 2015 (**"DLoF"**), the letter of offer dated June 16, 2017 (**"LoF"**); and the Pre Offer Open Advertisement dated October 5, 2017. The DPS and the Pre Offer Open Advertisement were published in Business Standard - English (all editions), Business Standard - Hindi (all editions) and Mumbai Lakshadeep – Marathi (Mumbai edition) (the LoF and the Pre Offer Open Advertisement are collectively referred to as the **"Offer Documents"**).

1.	**Name of the Target Company**	:	RattanIndia Infrastructure Limited **Acquirers:** Laurel Energetics Private Limited and Arbutus Consultancy LLP
2.	**Name of the Acquirers and PACs**	:	**PACs:** Yantra Energetics Private Limited, Spire Constructions Private Limited, Nettle Constructions Private Limited and Mr. Rajiv Rattan
3.	**Name of the Manager to the Offer**	:	Motilal Oswal Investment Advisors Limited
4.	**Name of the Registrar to the Offer**	:	Karvy Computershare Private Limited
5.	**Offer Details**	:	
5.a.	Date of Opening of the Offer	:	October 9, 2017
5.b	Date of Closure of the Offer	:	October 24, 2017
6.	**Date of Payment of Consideration**	:	November 7, 2017
7.	**Details of Acquisition**	:	

Sr No.	Particulars		Proposed in the Offer Documents		Actuals	
7.1	Offer Price (INR)	:	6.30* **does not include interest of INR 1.96 per Equity Share paid to Original Shareholders and INR 0.88 per Equity Share paid to PA shareholders*		6.30* **does not include interest of INR 1.96 per Equity Share paid to Original Shareholders and INR 0.88 per Equity Share paid to PA shareholders*	
7.2	Aggregate number of shares tendered (#)	:	35,93,90,094		26,49,12,310	
7.3	Aggregate number of shares accepted (#)	:	35,93,90,094		26,49,12,310	
7.4	Size of the Offer (Number of shares multiplied by Offer Price per share) (INR)	:	2,264,157,592		1,668,947,553	
7.4 a	Interest payable to Original Shareholders and PA Shareholders (INR)	:	NA		18,140,754* **includes TDS of INR 2,635,557 that has been deducted from 57 shareholders and paid to the Government of India on November 8, 2017*	
7.5	Shareholding of the Acquirers before the PA (# & %)	:	64,98,73,870 (47.01%)		64,98,73,870 (47.01%)	
7.6	**Shares Acquired by way of Agreements**	:	Not Applicable		Not Applicable	
	Shares Acquired by way of Open Offer					
7.7	Number	:	35,93,90,094		26,49,12,310	
	% of Fully Diluted Equity Share Capital	:	26.00%		19.17%	
7.8	**Shares Acquired After Detailed Public Statement**					
	Number of Shares Acquired* **Includes 4,47,91,368 Equity shares purchased after the PA dated October 28, 2015 up to and including November 3, 2015, the date of publication of the detailed public statement dated November 2, 2015*	:	23,36,05,412		23,36,05,412	
	Price of the Shares Acquired (weighted average)		3.18		3.18	
	% of the shares acquired	:	16.90%		16.90%	
7.9	**Post offer shareholding of Acquirers**					
	Number	:	124,28,69,376		114,83,91,592	
	% of Fully Diluted Equity Share Capital	:	89.92%		83.08%	
7.10	**Pre & Post offer shareholding of the Public**		**Pre-Offer**	**Post-Offer**	**Pre-Offer**	**Post-Offer[1]**
	Number	:	49,87,90,310	13,94,00,216	49,87,90,310	233,878,000
	% of Fully Diluted Equity Share Capital	:	36.08%	10.08%	36.08%	16.92%
	Note 1. As on November 9, 2017					
8	The Acquirer along with its Directors and PACs severally and jointly accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (SAST) Regulations.					
9	A copy of this advertisement is expected to be available on the SEBI website at http://www.sebi.gov.in; on NSE at http://www.nseindia.com; BSE at http://www.bseindia.com and at the Registered Office of the Target Company					

Issued by the Manager to the Offer and on behalf of the Acquirer

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Contact Person: Subodh Mallya | **SEBI Registration No:** INM000011005

Date: November 9, 2017