**OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF SEBI (SUBSTANTIAL ACQUSITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ("SEBI (SAST) REGULATIONS, 2011") AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF**

# THE ANANDAM RUBBER COMPANY LIMITED

**CIN: L25191KL1942PLC000045**
**Registered Office at 41/298 - D2, 2nd Floor, Saniya Plaza, Mahakavi Bharathiyar Road, Near KSRTC Bus Stand, Cochin, Kerala - 682035;**
**Tel. No.:0484-4032952; 0484-6596725;**
**Website: www.anandamrubberco.com; E-mail: secretarial@anandamrubberco.com;**

**Open Offer for acquisition of 790,400 Equity Shares from the Shareholders of THE ANANDAM RUBBER COMPANY LIMITED ("Target Company") by BALAXI OVERSEAS PRIVATE LIMITED ("Acquirer")**

This Offer Opening Public Announcement and Corrigendum to Detailed Public Statement is being issued by **Corporate Professionals Capital Private Limited**, for and on behalf of **Balaxi Overseas Private Limited ("Acquirer")** pursuant to Regulation 18(7) of SEBI (SAST) Regulations, 2011 in respect of the Takeover Open Offer to acquire shares of **The Anandam Rubber Company Limited** (hereinafter referred to as **"Target Company"**). The Detailed Public Statement ("DPS") with respect to the aforementioned offer was made on March 22, 2017, Wednesday in Business Standard (English) (All Editions), Business Standard (Hindi) (All Editions), Mahanayak (Marathi) (Mumbai Edition) and New Age Daily (Malayalam) Kerela Edition.

1. Offer Price: Rs. 15.00/- (Rupees Fifteen Only) per fully paid up equity share of the Target Company.
2. IDC recommends that the Offer Price being in compliance with the applicable regulations can be considered as fair and reasonable. The recommendation of IDC was published in aforesaid newspapers on April 26, 2017, Wednesday.
3. This is not a competing offer.
4. Letter of Offer has been dispatched to all the equity shareholders of the Target Company whose names appear in its Register of Members on May 22, 2017, Monday, the Identified Date.
5. The LoF alongwith the Form of Acceptance cum Acknowledgement is also available on SEBI's website, www.sebi.gov.in, NSE's website, www.nseindia.com and the website of Manager the Offer, www.corporateprofessionals.com and shareholders can also apply by downloading such forms from the website.
6. Further, in case of non-receipt/non-availability of the Form of Acceptance by shareholders holding Equity Shares in physical form, the application can be made on plain paper by the Eligible Person(s) and they may participate in the Offer by confirming their consent to participate in this Offer on the terms and conditions as set out in the PA, DPS and LoF. They have to approach any of the nearest Selling Broker and tender Shares in the Open Offer as per the procedure along with other details mentioned in Letter of Offer. Also, they have to deliver Physical Share Certificates and other relevant documents along with the TRS to the Registrar to the Offer by Registered Post/Speed / Courier/Hand Delivery so as to reach to the Registrar within two (2) days from the Closing of the Offer.
7. In case of Equity Shares held in dematerialized formby the Eligible Person(s), they may participate in the Offer by approaching their respective Selling Broker and tender Shares in the Open Offer as per the procedure along with other details mentioned in the Letter of Offer.
8. Change suggested by SEBI in their comments to be incorporated as corrigendum to DPS is as follows:

   Revised and Original schedule of Activities:

| ACTIVITY | ORIGINAL | ACTUAL |
|---|---|---|
| | DATE AND DAY | DATE AND DAY |
| **Public Announcement (PA) Date** | March 15, 2017, Wednesday | March 15, 2017, Wednesday |
| **Detailed Public Statement (DPS) Date** | March 22, 2017, Wednesday | March 22, 2017, Wednesday |
| **Last date for a competing offer** | April 17, 2017, Monday | April 17, 2017, Monday |
| **Identified Date*** | April 26, 2017, Wednesday | May 22, 2017, Monday |
| **Date by which LoF will be dispatched to the shareholders** | May 04, 2017, Thursday | May 29, 2017, Monday |
| **Issue Opening PA Date** | May 11, 2017, Thursday | June 02, 2017, Friday |
| **Last date by which Board of TC shall give its recommendations** | May 08, 2017, Monday | May 31, 2017, Wednesday |
| **Date of commencement of tendering period (Offer Opening Date)** | May 12, 2017, Friday | June 05, 2017, Monday |
| **Date of expiry of tendering period (Offer Closing Date)** | May 25, 2017, Thursday | June 16, 2017, Friday |
| **Date by which all requirements including payment of consideration would be completed** | June 08, 2017, Thursday | July 03, 2017, Monday |

   *Identified Date is only for the purpose of determining the names of the shareholders of the Target Company to whom the Letter of Offer would be sent.

9. Additional facts relating to the Offer are as follows:
   a. On May 04, 2017, the Acquirer has deposited 100% of the consideration payable in cash under the open offer in terms of Regulation 22(2) of SEBI (SAST) Regulations, 2011 and had executed Share Purchase Agreement entered on March 15, 2017 between the Acquirer and Selling promoters of the Target Company. Pursuant to which Acquirer has acquired control by appointing its promoters Mr. Ashish Maheshwari and Mrs. Minoshi Maheshwari on the Board of the Target Company. Acquirer has also acquired 1,670,036 (Sixteen Lacs Seventy Thousand and Thirty Six) Equity Shares representing 54.94% of the paid-up share capital of the Target Company. The promoters of Acquirer, Mr. Ashish Maheshwari and Mrs. Minoshi Maheshwari collectively holds 226,318 (Two Lacs Twenty Six Thousand Three Hundred and Eighteen) Equity Shares representing 7.44% of the paid-up equity share capital of the Target Company as on date of this OOPA.
   b. The Acquirer has obtained Valuation Certificate from M/s. Mohan and Ravi, Chartered Accountants. The said valuer has opined that fair value of the Equity Share is coming Rs. 10.08 (Rupees Ten and Eight Paisa Only).
   c. Upon completion of the Offer, assuming full acceptances in the Offer, Acquirer along with its promoters would hold 2,686,754 (Twenty Six Lacs Eighty Six Thousand Seven Hundred and Fifty Four Only) constituting 88.38% of the paid-up equity share capital of the Target Company as on the tenth working day after the closure of the Tendering Period. Pursuant to this Open Offer, the public shareholding in the Target Company might reduce below the minimum public shareholding required as per the Securities Contracts (Regulation) Rules, 1957 as amended and the Listing Agreement or corresponding provisions of SEBI (LODR) Regulations, 2015, the Acquirer undertakes that it will take necessary steps to facilitate compliances of the Target Company with the relevant provisions of the Securities Contracts (Regulation) Rules, 1957 as amended, the Listing Agreement or corresponding provisions of SEBI (LODR) Regulations, 2015 and the Regulations 7(4) and 7(5) of the SEBI (SAST) Regulations and will reduce the non-public shareholding within the time period mentioned therein.

   Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and the LoF.

**MANAGER TO THE OFFER**

Corporate Professionals

**CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED**
**CIN:** U74899DL2000PTC104508
D-28, South Extn., Part-I, New Delhi - 110049
**Contact Person:** Mr. Manoj Kumar | Ms. Ruchika Sharma
**Ph. No.:** +91-11-40622228/+91-11-40622248 | **Fax. No.:** +91-11-40622201
**Email:** manoj@indiacp.com | ruchika.sharma@indiacp.com
**SEBI Regn. No:** INM000011435

**On behalf of Acquirer**
**For Balaxi Overseas Private Limited**

**Sd/-**
**Ashish Maheshwari**

**Place: New Delhi**
**Date: June 02, 2017**