



# REGENCY HOSPITAL LIMITED

Registered Office: A-2, Sarvodaya Nagar, Kanpur – 208005, India Tel: +91 0512 3081111; Fax: +91 0512 2213407;  
Website: www.regencyhealthcare.in; Email: investor@regencyhealthcare.in; CIN: L85110UP1987PLC008792

This post offer public announcement ("Post Offer Public Announcement") is issued by SMC Capitals Limited ("Manager to the Offer") on behalf of Dr. Atul Kapoor, Dr. Rashmi Kapoor, Mr. Anant Ram Kapoor and Mr. Abhishek Kapoor (part of Promoter group of the Company and shall be collectively referred to as "Acquirers/Promoters") in respect of the proposed acquisition and voluntary delisting of the equity shares of face value of Rs.10/- each of Regency Hospital Limited ("RHL"/"Company") from BSE Limited ("BSE"/"Stock Exchange") where the equity shares of the Company are currently listed pursuant to Regulation 18 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 as amended ("Delisting Regulations"). This Post Offer Public Announcement is in continuation to and should be read in conjunction with the public announcement published on 16<sup>th</sup> September 2015 ("PA") and the Offer Letter dated 16<sup>th</sup> September 2015 ("Offer Letter").

Capitalized terms used but not defined in the Post Offer Public Announcement shall have the same meaning assigned to them as in the PA and the Offer Letter.

The Acquirers/Promoters had issued the PA seeking to acquire, in accordance with Delisting Regulations and on the terms and conditions set out therein and in the Offer Letter, 27,03,208 Shares ("Offer Shares") representing 28.88% of the Share Capital from the Public Shareholders of the Company. Public Shareholders holding Equity Shares of the Company were invited to submit bids pursuant to reverse book-building process ("RBP") conducted through Offer to Buy ("OTB") during the Bid Period (29<sup>th</sup> September 2015 to 6<sup>th</sup> October 2015), in accordance with the Delisting Regulations and other applicable rules and circulars.

## 1. DISCOVERED PRICE AND EXIT PRICE

In terms of Regulation 15(1) of the Delisting Regulations, the price determined as Discovered Price (being the price payable by the Acquirers/Promoters for the Offer Shares will not be less than the price at which the shareholding of the Promoter Group (including Acquirers/Promoters) reaches 90% of the Share Capital of the Company pursuant to the RBP conducted through OTB in the manner specified in Schedule II of Delisting Regulations) is Rs.52/- (Rupees Fifty Two only) per Equity Share. The final price fixed by the Acquirers/Promoters for accepting the Equity Shares successfully tendered in the Delisting Offer is Rs.52/- (Rupees Fifty Two Only) per Equity Share ("Exit Price")

## 2. SUCCESS OF THE DELISTING OFFER

- In terms of Regulation 17 of the Delisting Regulations, this Delisting Offer is successful, as the shareholding of the Promoter Group (including Acquirers/Promoters) will exceed 90% of the Share Capital of the Company post acceptance of the Equity Shares validly tendered in the Delisting Offer at the Exit Price and the Acquirers/Promoters have sent the Offer Letter of this Delisting Offer to all the Public Shareholders through registered post with proof of dispatch
- Acquirers/Promoters will acquire 21,82,853 Equity Shares representing 23.32% of Share Capital of the Company tendered successfully in the Delisting Offer at the Exit Price
- The last date of payment of consideration to all Public Shareholders whose bids have been accepted and last date for returning the Equity Shares of the Public Shareholders whose bids have been rejected in the RBP process conducted through OTB is 20<sup>th</sup> October 2015
- Subsequently, necessary steps to delist Equity Shares of the Company from BSE Limited shall be taken. The date of delisting of Equity Shares shall be announced in the same newspapers in which PA and this Post Offer Public Announcement has appeared

## 3. OUTSTANDING EQUITY SHARES AFTER DELISTING

- In accordance with Regulation 21 of the Delisting Regulations, all Public Shareholders of the Company who did not or were not able to participate in the RBP process conducted through OTB or who unsuccessfully tendered their Equity Shares in the RBP process conducted through OTB will be able to offer shares to the Acquirers/Promoters at the Exit Price during a period of one year starting from the date of delisting of Equity Shares of the Company from BSE Limited. A separate offer letter in this regard will be sent to those remaining Public Shareholders which will contain terms and conditions for participation in Exit Window. Such remaining Public Shareholders may tender their Equity Shares by submitting the required documents to the Registrar to the Offer within the stipulated time period
- All other terms and conditions set forth in the PA and the Offer Letter remain unchanged

The Compliance Officer of the Company is Mr. Ankit Mishra, Address: A-2, Sarvodaya Nagar, Kanpur – 208005, India; Tel: +91 0512 3081111, Email: investor@regencyhealthcare.in

**THIS POST OFFER PUBLIC ANNOUNCEMENT IS ISSUED ON BEHALF OF THE ACQUIRERS/PROMOTERS BY THE MANAGER TO THE OFFER**



### SMC Capitals Limited

302-303, Enterprise Centre, Near Orchid Hotel, Nehru Road, Vile Parle (E) Mumbai-400099  
Telephone number: +91 22 6648 1818, Fax number: +91 22 6648 1850 E-mail: regency.delisting@smccapitals.com,  
Contact person: Mr. Satish Mangutkar, SEBI Registration No.:INM000011427

Signed by the Acquirers/Promoters

Sd/-  
Dr. Atul Kapoor

Sd/-  
Dr. Rashmi Kapoor

Sd/-  
Mr. Anant Ram Kapoor

Sd/-  
Mr. Abhishek Kapoor

Date: 12<sup>th</sup> October 2015  
Place: Kanpur