

Date: May 31, 2019

To,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Respected Sir/ Madam,

Subject: Open Offer to the Shareholders of S.I.Capital & Financial Services Limited (Hereinafter referred to as "Target Company" or "SICFSL") for acquisition of up to 7,80,000 equity shares of ₹ 10/- each representing 26% of the equity and voting share capital of SICFSL @ 10/- per fully paid-up equity share.

We are pleased to enclose herewith 2 (two) copies of Announcement to Detail Public Statement (DPS) for your kind perusal along with other necessary documents whose details are as under:

1. Soft copy in Compact Disc containing Announcement to DPS in PDF Format.
2. Hard Copy of Newspaper Publication of the Business Standard (English) (All Editions), Business Standard (Hindi) (All Editions) and Lakshyadeep Marathi (Mumbai Edition).


Please note that we shall provide the copy of Newspaper publication of Makkal Kural, Tamil (Chennai Edition) within few days.

Kindly acknowledge the same.

This is for your information and record.

Thanking you,

Yours faithfully,
For Capitalsquare Advisors Private Limited


Tanmoy Banerjee
(Vice President)



Encl: As Above

ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF

S.I.CAPITAL & FINANCIAL SERVICES LIMITED

Registered Office: 64, Montieth Road, Egmore, Chennai, Tamil Nadu- 600008 India

Phone No.: +91-44-28415438, 28415439, 42145840; Website: www.sicapital.co.in; Email Id: info@sicapital.co.in
CIN: L67190TN1994PLC029151

This Announcement to Detailed Public Statement is being issued by Capitalsquare Advisors Private Limited, the Manager to the Offer ("**Manager**" or "**CSAPL**") for and on behalf of the Acquirer, in respect of the mandatory open offer to acquire up to 7,80,000 fully paid-up equity shares ("**OPEN OFFER SHARES**") of Face Value Of ₹10 (Rupees Ten) Each representing 26.00% Of The Equity Share Capital/Voting Capital of **S.I. Capital & Financial Services Limited** (Hereinafter referred to as "**Target Company**" or "**SICFSL**"), from the equity shareholders, of the Target Company, at a price of ₹16/- (Rupees Sixteen Only) in terms of Regulations 3(1) and 4 read with Regulations 13(4) and 15(2) of The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Subsequent Amendments Thereto ("**SEBI (SAST) Regulations**"). This Announcement should be read in conjunction with The Public Announcement in relation to this offer Dated December 03, 2018 ("**PA**") and Detailed Public Statement ("**DPS**") which was published in the Business Standard (English) (All Editions), Business Standard (Hindi) (All Editions), Mumbai Lakshadweep (Marathi) (Mumbai Edition) and Makkal Kural (Tamil) (Chennai Edition) on December 10, 2018,

This Announcement should be read in continuation of, and in conjunction with the Public Announcement dated December 03, 2018 ("**PA**"), Detailed Public Statement published on December 10, 2018 ("**DPS**") and the Draft Letter of Offer dated December 17, 2018.

Capitalized terms used but not defined in this Announcement shall have the meaning assigned to such terms in the Draft Letter of Offer.

The Public Shareholders of the Target Company are requested to note that the changes/amendments with respect to and in connection with DPS are as under:

The aforesaid acquisition and change of management are subject to receipt of prior approval from RBI under "Non- Banking Financial Companies (Approval of Acquisition or Transfer of Control) Directions, 2015" in terms of RBI Notification No. DNBR. (PD) 029/CGM (CDS)-2015 dated July 09, 2015 for transfer of management and control of Non- Banking Finance Company. However the Target Company has not received prior approval of Reserve Bank of India (RBI).

In light of the above, the Acquirer will not be able to proceed with the Open Offer as per the timeline of the SEBI (SAST) Regulation and final observation letter of SEBI. Once the prior approval of the RBI is received, the Acquirer will decide on the next steps and the Equity Shareholders will be intimated accordingly.

The Acquirer accepts full responsibility for the information contained in this "Announcement" and also for the obligations of the Acquirer laid down in the Regulations, as amended.

ISSUED BY THE MANAGER TO THE OFFER:



CAPITALSQUARE ADVISORS PRIVATE LIMITED

208, 2nd Floor, AARPEE Center, MIDC Road No 11, CTS 70, Andheri (E),

Mumbai 400093, Maharashtra, India. **Tel:** +91-22-66849999,

Fax: +91-22-66849998 **Website:** www.capitalsquare.com

Email Id: tanmoy.banerjee@capitalsquare.in /mbd@capitalsquare.in

Contact Person: Mr. Tanmoy Banerjee **SEBI Registration No:** INM000012219

FOR AND ON BEHALF OF ACQUIRER SHAREWEALTH SECURITIES LIMITED

Place: Mumbai

Date: May 30, 2019