

KISL/IB/MRO-TEK/2015-16/95

Date: July 7, 2016

The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Dear Sir,

Sub.: Open Offer to acquire up to 48,57,997 Equity Shares representing upto 26% of the Voting Rights of M/s MRO-TEK Realty Limited ("formerly known as "MRO-TEK Limited") ("Target Company") by Aniruddha Mehta, Gauri.A.Mehta and Umiya Holding Private Limited ("Acquirers") at a price of Rs.42/- per fully paid-up equity share of face value of Rs.5/-each.

Ref: Submission of Pre-Offer Advertisement.

This is in continuation to our letter No. KISL/IB/MRO-TEK/2015-16/ dated June 30, 2016, we have published Pre-Offer Advertisement on July 07, 2016 in the below mentioned newspapers, wherein the Detailed Public Statement ("DPS") and Corrigendum to DPS was published:

Name of the Newspaper	Edition
Financial Express (English)	All Editions
Janasatta (Hindi)	All Editions
Loksatta (Marathi)	Mumbai
Hosadigantha (Kannada)	Bengaluru


In this regard, we are enclosing herewith the following documents:

- (1) Copy of the Pre-Offer Advertisement
- (2) Soft copy of the Pre-Offer Advertisement in PDF format in a CD alongwith softcopy details.

Please acknowledge receipt.

Thanking you,

Yours sincerely,
For Karvy Investor Services Limited


T R Prashanth Kumar
Whole Time Director & CEO
Contact Phone: 040 - 23428774
Mobile No: +91 9820645377
Email Id: prashanth.kumar@karvy.com
Encl.: As above

Karvy Investor Services Limited

Regd. Office: 'Karvy House', 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500 034.

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CIN No. U67120TG1997PLC026253 | SEBI Registration No. MB/INM000008365

OFFER OPENING ADVERTISEMENT TO THE EQUITY SHAREHOLDERS UNDER REGULATION 18 (7) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 OF MRO-TEK REALTY LIMITED

(Formerly Known as MRO-TEK Limited)

Registered Office: "Maruthi Complex", No.6, New BEL Road, Chikkamaranahalli, Bengaluru – 560 054

Corporate Identification Number (CIN): L28112KA1984PLC005873

Tel: +91 80 23332951; Fax: +91 80 23333415; Email: grd@mro-tek.com, Website: www.mro-tek.com

This Advertisement is being issued by Karvy Investor Services Limited ("Manager to the Offer"), on behalf of Mr. Aniruddha Mehta, Mrs. Gauri A. Mehta and Umriya Holding Private Limited (UHPL) (herein collectively referred as "the Acquirers") pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("SEBI (SAST) Regulations, 2011") in respect of the open offer to acquire equity shares of MRO – TEK Realty Limited ("Target Company"). The Detailed Public Statement and Corrigendum to Detailed Public Statement with respect to the aforementioned offer was published on May 26, 2016 and June 24, 2016 respectively, in all editions of Financial Express (English) & Janasatta (Hindi), in Mumbai edition of Loksatta (Marathi) and in Bangalore edition of Hosadigantha (Kannada).

- The Offer Price is Rs. 42/- (Rupees Forty Two Only) per Equity Share ("Offer Price"). There has been no revision in the Offer Price.
- The Committee of Independent Directors Recommended ("IDC") that the Offer Price is fair and reasonable. The IDC recommendation was published in the above newspapers on July 5, 2016.
- There has been no competitive bid to the Open Offer.
- The letter of offer ("Letter of Offer") has been dispatched on June 30, 2016 to all the Shareholders of the Target Company.
- The attention of shareholders is invited to the fact that the Letter of Offer along with Form of Acceptance-cum-Acknowledgment ("Form of Acceptance") is also available on Securities and Exchange Board of India ("SEBI") website (<http://www.sebi.gov.in/>) Registered/Unregistered Shareholders, if they so desire may also apply on Form of Acceptance downloaded from the SEBI's website. Further, in case of non-receipt/non-availability of the Form of Acceptance, the application can be made on plain paper along with the following details, so as to reach the Registrar to the Offer on before the closing of the business hours on the Date of Closing of Tendering Period i.e., July 21, 2016 (Thursday):
 - In the case of equity shares in physical form:** Public Shareholders 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 deliver Physical Share Certificates and other relevant documents along with the TRS to the Registrar to the Offer by registered post or courier or hand delivery to the Registrar to the Offer so as to reach to the Registrar within 2 (two) days from the Offer Closing Date. The envelope should be superscripted as "MRO-TEK - Open Offer".
 - In the case of equity shares held in dematerialized form:** An Eligible person may participate in the Offer by approaching their Broker/Selling Member and tender shares in the open offer as per the procedure along with other details to their respective Broker.
- All comments received from SEBI by way of their letter no. SEBI/HO/CFD/DCR1/2016/17627, dated June 21, 2016, in terms of Regulation 16(4) of the SEBI (SAST) Regulations, 2011, have been incorporated in the Letter of Offer.
- Except as mentioned in point no.8 below, to the best of the knowledge of the Acquirers, there are no other statutory approvals required to acquire the Equity Shares that are validly tendered pursuant to the Open Offer.
- Except as mentioned below, there are no subsequent developments with respect to the Offer:

Mr. Jitendra Virwani, a shareholder of MRO – TEK Realty Limited, has filed a Suit (O.S.No. 25572 of 2016) with the Honourable City Civil Court at Bangalore against MRO – TEK, its promoters and on the Acquirers challenging the validity of the Share Purchase Agreement dated May 19, 2016 executed between the promoters of MRO – TEK and the Acquirers, and for the said Share Purchase Agreement to be declared null and void. Mr. Jitendra Virwani has filed an Interlocutory Application in the said Suit seeking ex-parte interim order to restrain the promoters of MRO - TEK from alienating the shares held by them in MRO - TEK. The Honourable City Civil Court vide its order dated June 18, 2016 has granted an ex-parte interim injunction against the promoters of MRO-TEK restraining them from alienating the shares held by them in MRO-TEK. The Promoters of MRO – TEK have filed an appeal by way of a Miscellaneous First Appeal bearing MFA No.4494/2016 before the High Court of Karnataka for vacating the above ex-parte interim injunction order. Currently, the appeal is pending before High Court of Karnataka.

9. Schedule of Activities

Nature of the Activity	Original		Revised	
	Date	Day	Date	Day
Date of Public Announcement	19 th May, 2016	Thursday	19 th May, 2016	Thursday
Publication of Detailed Public Statement in newspapers	26 th May, 2016	Thursday	26 th May, 2016	Thursday
Filing of draft letter of offer with SEBI along with soft copies of Public Announcement and detailed Public Statement	02 nd June, 2016	Thursday	02 nd June, 2016	Thursday
Last date for a competing offer	16 th June, 2016	Thursday	16 th June, 2016	Thursday
Last date for receipt of comments from SEBI on the draft Letter of Offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	23 rd June, 2016	Thursday	21 st June 2016	Tuesday
Identified Date*	27 th June, 2016	Monday	23 rd June, 2016	Thursday
Last date for dispatch of the Letter of Offer to the public shareholders of the Target Company as on the identified Date	04 th July, 2016	Monday	30 th June, 2016	Thursday
Last date for upward revision of the Offer Price and / or the Offer Size	05 th July, 2016	Tuesday	04 th July, 2016	Monday
Last date by which the recommendation of the committee of independent directors of the Target Company will be published.	08 th July, 2016	Friday	05 th July, 2016	Tuesday
Date of public announcement for opening of the Offer in the newspapers where the DPS has been published.	11 th July, 2016	Monday	07 th July, 2016	Thursday
Date of Commencement of tendering period	12 th July, 2016	Tuesday	08 th July, 2016	Friday
Date of Closing of tendering period	25 th July, 2016	Monday	21 st July, 2016	Thursday
Last date of communicating rejection/acceptance and payment of consideration for accepted tenders/return of unaccepted Equity Shares.	08 th August, 2016	Monday	04 th August, 2016	Thursday

(*) Identified date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent.

The capitalized terms used but not defined in this advertisement shall have the meanings assigned to such terms in the Public Announcement and/or Detailed Public Statement and/or Corrigendum to Detailed Public Statement and / or Letter of Offer and/or Corrigendum:

The Acquirers, including the Board of Directors of UHPL accept full responsibility for the obligations of the Acquirers as laid down in terms of the SEBI (SAST) Regulations, 2011, and for the information contained in this Advertisement.

This advertisement will be available on the SEBI website at www.sebi.gov.in.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF ACQUIRERS,

KARVY INVESTMENT BANKING

KARVY INVESTOR SERVICES LIMITED

46, Avenue 4, Street No.1, Banjara Hills, Hyderabad-500 034, Telangana, India.

Ph.: 91 40 2342 8774/2331 2454, Fax: 91 40 2337 4714, Email: cmg@karvy.com

Investor Grievance email id: igmbd@karvy.com, Website: www.karvyinvestmentbanking.com

Contact Person: Mr. P. Balraj / Mr. Avinash Palivela, SEBI Registration No: INM000008365.

Place: Hyderabad

Date: July 06, 2016