



October 24, 2018

To,
Corporate Relations
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400 001

Dear Sir/Madam,

Sub: Open offer by Mr. Prabhat Kumar Halder ("Acquirer 1"), Mr. Keshab Kumar Halder ("Acquirer 2"), Mrs Poulomi Halder ("Acquirer 3"), Mrs Rekha Halder ("Acquirer 4"), Mr. Koustuv Halder ("Acquirer 5"), collectively referred to as the Acquirers along with Ms. Shrestha Halder ("PAC") in her capacity as Person Acting in Concert to the public shareholders of Halder Venture Limited ("Target Company") for acquisition of upto 15,79,086 equity shares of face value Rs. 10/- each at a price of Rs 10.11/- (Rupees Ten and Paise Eleven Only) per fully paid up equity share pursuant to Regulations 3(1), 4 and other applicable provisions of SEBI(SAST) Regulations, 2011

We have been appointed as Manager to the offer by the Acquirers along with PAC for the open offer made to the public shareholders of the Target Company. The Open Offer is being made in terms of Regulations 3(1), 4 and other applicable provisions of SEBI (SAST) Regulations, 2011.

As the shares of the Company are listed on your stock Exchange, in terms of Regulation 14(1) of SEBI (SAST) 2011, we enclose herewith the following for your information and record:

- Hard Copy of the Public Announcement.
- Soft Copy of the Public Announcement on a compact disc in pdf format.

Thanking you,

For Hem Securities Limited


Adarsh Chawla
AGM – Investment Banking
encl:a/a



Public Announcement ("PA") under Regulation 15(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Open Offer ("Offer") for acquisition of upto 15,79,086 equity shares of Rs. 10/- each from equity shareholders of Halder Venture Limited ("HVL" or "the Target Company" or "TC") representing 49.96 % of the fully paid equity shares capital of the Target Company as of the 10th working day from the closure of the tendering period, by Mr. Prabhat Kumar Halder ("Acquirer 1"), Mr. Keshab Kumar Halder ("Acquirer 2"), Mrs. Poulomi Halder ("Acquirer 3"), Mrs. Rekha Halder ("Acquirer 4"), Mr. Koustuv Halder ("Acquirer 5"), collectively referred to as the Acquirers along with Ms. Shrestha Halder ("PAC") in her capacity as Person Acting in Concert with the Acquirers.

This Public Announcement ("**Public Announcement**" / "**PA**") is being issued by Hem Securities Limited ("**HSL/ Manager to the Offer**"), for and on behalf of the Acquirers and PAC, to the public shareholders of the Target Company, pursuant to and in compliance with Regulations 3(1) and 4, read with other applicable regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (**hereinafter referred to as "SEBI (SAST) Regulations, 2011"**).

1. Offer Details

- 1.1. **Offer Size:** Upto 15,79,086 (Fifteen Lakh seventy nine thousand and eighty six) fully paid up equity shares of Rs. 10/- each ("**Equity Shares**") representing 49.96% of the fully paid-up equity share capital and voting capital of Target Company as of the 10th working day from the closure of the tendering period.
- 1.2. **Offer Price/ Consideration:** The Offer Price is Rs.10.11/- (Rupees Ten and Paise Eleven Only) per equity share ("**Offer Price**"), aggregating to Rs. 1,59,64,560/- (Rupees One Crore Fifty Nine lakh Sixty Four Thousand Five Hundred and Sixty Only) assuming full acceptance calculated in accordance with Regulation 8(2) of the SEBI (SAST) Regulations, 2011.
- 1.3. **Mode of Payment:** The Offer Price is payable in Cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
- 1.4. **Type of Offer:** This is a Triggered Offer made by the Acquirers and PAC in compliance to Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011. The Acquirers and PAC are the existing Promoters/Promoter Group of the Target Company and they intend to consolidate their shareholding by further acquiring equity shares/voting rights in the Target Company.

Preceding the date of this public announcement, the Acquirers along with PAC hold 7,72,980 shares representing 24.46% of the fully paid up equity share capital and voting capital of the Target Company.

On October 24, 2018, the Acquirers along with PAC propose to place a purchase order with the Broker, Nakamichi Securities Limited, Kolkata to acquire up-to 18,000 (Eighteen Thousand only) fully paid-up Equity Shares representing upto 0.57% of fully paid-up equity share capital and voting capital of the Target Company, at a price not exceeding Rs. 11.00/-

companies							
Name of the Group, if any, to which the Acquirer(s) / PAC belongs to	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	
Pre Transaction shareholding Number	300400	150600	150800	151220	10000	9960	772980
Percentage (%)	9.50	4.76	4.77	4.78	0.32	0.32	24.46
Proposed shareholding after the acquisition of shares which triggered the Open Offer (Number) (*)	(*)	(*)	(*)	(*)	(*)	(*)	2370066
Percentage (%) (*)	(*)	(*)	(*)	(*)	(*)	(*)	74.99
Any other interest in the TC	Promoter and Promoter Group of the Target Company						

(*) The number of Equity Shares to be acquired by Acquirer 1, Acquirer 2, Acquirer 3, Acquirer 4 and Acquirer 5 will be decided post completion of the Open Offer.

4. Details of Selling Shareholders

Name of Sellers	Part of promoter group (Yes/No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number	%	Number	%
Not Applicable					

5. Target Company

- 5.1 **Name** : Halder Venture Limited
- 5.2 **CIN No** : L74210WB1982PLC035117
- 5.3 **Registered Office** : 10th Floor, Room No.-1012 Diamond Heritage, 16 Strand Road, Kolkata-700 001, West Bengal
- 5.4 **Exchange where Listed** : BSE Limited (Security Code: 539854)

6. Other Details

- 6.1 Further details of the Offer shall be published on or before October 31, 2018 in the Detailed Public Statement to be issued in terms of the proviso to Regulation 13(4) of the SEBI (SAST) Regulations which will be published as specified under Regulation 14(3) of the SEBI (SAST) Regulations.
- 6.2 The Acquirers along with PAC undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations and that they have adequate financial resources to meet the Offer obligations under the SEBI (SAST) Regulations.
- 6.3 The Acquirers along with PAC are part of the existing promoter and promoter group of the target Company. The main purpose of the offer is to consolidate their shareholding.
- 6.4 This Offer is not conditional upon any minimum level of acceptance as per Regulation 19(1) of the SEBI (SAST) Regulations and this Public Announcement is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

ISSUED BY MANAGER TO THE OFFER



Hem Securities Ltd.

CIN: U67120RJ1995PLC010390

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Senapati Bapat Marg, Elphinstone Road,
Lower Parel, Mumbai 400 013

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Email: ib@hemsecurities.com

SEBI Registration No.: INM000010981

For and on behalf of the Acquirers and PAC

Sd/-
(Prabhat Kumar Halder)
Acquirer 1

Sd/-
(Keshab Kumar Halder)
Acquirer 2

Sd/-
(Poulomi Halder)
Acquirer 3

Sd/-
(Rekha Halder)
Acquirer 4

Sd/-
(Koustuv Halder)
Acquirer 5

On behalf of PAC

Sd/-
(Shrestha Halder)

Place : Kolkata

Date : Wednesday, 24th October, 2018