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SPA Capital Advisors Ltd.

CIN: U99999DL1999PLC102626

25, C-Block Community Centre

Janak Puri, New Delhi-110 058

Tel. : 011-25517371, 25515086

Fax : 011-25532644

Email : info@spacapital.com

June 30, 2018

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001**

Sub.: Open Offer under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 to the equity shareholders of Golden Tobacco Limited (the "Target Company" or "GTL")

Dear Sir,

With reference to the captioned Open Offer, the Acquirers and PAC have issued Post Offer Public Announcement which is published in the following newspapers on June 30, 2018:

| | |
|-------------------|------------------------------|
| Financial Express | English (All editions) |
| Business Standard | Hindi (All editions) |
| Mumbai Mitra | Marathi (Mumbai Editions) |
| Financial Express | Gujarati (Ahmadabad Edition) |

Please find enclosed a copy of the Post Offer Public Announcement.

Hope you find the same in order.

Thanking you,

Yours sincerely,
for SPA Capital Advisors Limited

Manish Sharma
Manish Sharma





Encl.: As above

Gujarat's Dahod tops NITI's Delta ranking

GUJARAT'S DAHOD DISTRICT topped the first Delta ranking released by the NITI Aayog. It captures incremental improvements of aspirational

districts on health, education and other development parameters. Other districts that have shown marked improvement in April and May 2018

are West Sikkim (Sikkim), Ramanathapuram (Tamil Nadu), Vizianagaram (Andhra Pradesh), YSR Kadapa district (Andhra Pradesh).

| POST OFFER PUBLIC ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF GOLDEN TOBACCO LIMITED | | | |
|--|--|---|--|
| <p>CIN:L16000GJ1955PLC067605 Registered Office: Darjipura, Post- Amaliyara, Dist- Vadodra, Gujarat-390022 Tel No.:(0265) 2541700 /2540116, Fax No.:(0265) 2541700/2541025, E-mail: share@goldentobacco.in</p> | | | |
| <p>THIS POST OFFER PUBLIC ANNOUNCEMENT ("POST OFFER PA") IS BEING ISSUED BY SPA CAPITAL ADVISORS LIMITED, THE MANAGER TO THE OFFER ("MANAGER"), FOR AND ON BEHALF OF MR. PRAMOD JAIN ("ACQUIRER 1") AND PLUS CORPORATE VENTURES PRIVATE LIMITED (FORMERLY KNOWN AS PRANIDHI HOLDINGS PRIVATE LIMITED) ("ACQUIRER 2" OR "PCVPL"), (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") AND J.P. FINANCIAL SERVICES PRIVATE LIMITED (HEREINAFTER REFERRED TO AS "PERSON ACTING IN CONCERT" OR "PAC" OR "JPFSPL") TO THE EQUITY SHAREHOLDERS OF GOLDEN TOBACCO LIMITED ("TARGET COMPANY" OR "GTL") PURSUANT TO AND IN COMPLIANCE WITH REGULATION 10 AND 12 AND OTHER APPLICABLE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 1997 & SUBSEQUENT AMENDMENTS THERETO ("REGULATIONS").</p> | | | |
| <p>This Post Offer PA should be read in continuation of and in conjunction with the Public Announcement ("PA") published on November 12, 2009, the Detailed Public Statement ("DPS") published on January 01, 2018 and the Corrigendum to Detailed Public Statement ("Corrigendum DPS") published on April 26, 2018 in Financial Express (English daily) all editions, Business Standard (Hindi daily) all editions, Mumbai Mitra (Marathi daily) Mumbai edition and Financial Express (Gujarati daily) Gujarati edition, and the Letter of Offer ("Letter of Offer") dated April 18, 2018 dispatched to the Shareholders of Target Company on behalf of the Acquirers and PAC, where by the Acquirers and PAC had made an Open Offer ("Offer" or "Open Offer") for acquisition of 44,02,201 (Forty Four Lacs Two Thousand Two Hundred and One) fully paid-up equity shares of Rs. 10/- each, representing 25% of the issued equity share capital of the Target Company at a price of Rs. 101/- (Rupees One Hundred and One only) per equity share ("Offer Price"), plus Applicable Interest of Rs. 60.25/- (Rupees Sixty and Twenty Five Paise Only) per equity share to all Original Shareholders and Rs. 0.45/- (Forty Five Paise Only) to Shareholders other than Original Shareholders as interest for the delayed period as defined in para 5.2 of the Letter of Offer, payable in cash.</p> | | | |
| <p>The terms used but undefined in this Post Offer PA shall have the same meaning as assigned to them in the PA, the DPS, the Corrigendum DPS and the Letter of Offer.</p> | | | |
| <p>The details subsequent to the completion of the above-mentioned Offer are as follows:</p> | | | |
| 1. Name of the Target Company | | Golden Tobacco Limited | |
| 2. Name and Address of the Acquirers and PAC | | Mr. Pramod Jain (Acquirer 1) residing at H-28, Green Park Extension, New Delhi-110016. M/s. Plus Corporate Ventures Private Limited (Acquirer 2) having registered office at L-7, 1st Floor, Green Park Extension, New Delhi-110016. M/s. J.P. Financial Services Private Limited (PAC) having registered office at 2, Abhoy Guha Road, Howrah - 711204 | |
| 3. Name of the Manager to the Offer | | SPA Capital Advisors Limited | |
| 4. Name of the Registrar to the Offer | | Niche Technologies Private Limited | |
| 5. Offer Details: | | | |
| a. Date of opening of the Offer | | April 27, 2018 | |
| b. Date of closure of the Offer | | May 16, 2018 | |
| 6. Details of the Acquisition: | | | |
| Sr. No. | Item | Proposed in the Letter of Offer | Actual |
| a. | Offer Price | Rs. 101/- per equity share plus Applicable Interest of Rs. 60.25/- per equity share to all Original Shareholders and Rs. 0.45/- to Shareholders other than Original Shareholders. | Rs. 101/- per equity share plus Applicable Interest of Rs. 60.25/- per equity share to all Original Shareholders and Rs. 0.45/- to Shareholders other than Original Shareholders. |
| b. | Shareholding of the Acquirers & PAC (No. & % before the PA) | 11,39,002(6.47%) | 11,39,002 (6.47%) (Refer Note 1) |
| c. | Shares acquired by way of MOU or Market Purchases (No. & %) | 8,550 (0.05%) | 8,550 (0.05%) (Refer Note 2) |
| d. | Shares acquired in the Open Offer (No. and %) | 44,02,201 (25.00%) | 44,02,201 (25.00%) (By PAC) (Refer Note 3) |
| e. | Size of Open Offer (no. of equity shares multiplied by Offer Price per equity share) | Rs. 44,46,22,301/- No of Equity shares: 44,02,201 Offer Price: Rs. 101/- per equity share (The Applicable Interest of Rs. 60.25/- per equity share to all Original Shareholders, and Rs. 0.45/- to Shareholders other than Original Shareholders has not been considered above since the exact number of shareholders/shares who will be eligible to receive this Applicable Interest could not have been determined at the time of filing of the Revised Draft Letter of Offer) | Rs. 44,46,22,301/- No of Equity shares: 44,02,201 Offer Price: Rs. 101/- per equity share Also paid Applicable Interest aggregating Rs. 2,54,66,065/- including Rs. 2,36,61,802/- calculated @ Rs. 60.25/- per equity share on 3,92,727 Original Shares accepted in Offer and Rs. 18,04,263/- calculated @ Rs.0.45/-per equity share on 40,09,474 Shares other than Original Shares. Rs. 47,00,88,366/- (Total Offer Size) |
| f. | Shares acquired after PA but before 7 working days prior to closure date, if any (No. & %) | 8,550 (0.05%) | 8,550 (0.05%) (Refer Note 2) |
| g. | Post offer share holding of Acquirers and PAC (No & %) | a) Acquirer 1- Nil (0%) b) Acquirer 2- Nil (0%) c) PAC-44,10,751 (25.05%) (assuming full acceptance) Total=44,10,751 (25.05%) | a) Acquirer 1- Nil (0%) b) Acquirer 2- Nil (0%) c) PAC-44,10,751 (25.05%) Total=44,10,751 (25.05%) |
| h. | Pre and post offer shareholding of public (No. & %) | Pre offer 1,76,08,802 (100%) (Including existing Promoter & Promoter Group) | Post offer 1,31,98,051 (74.95%) (Including existing Promoter & Promoter Group) |
| 7. | Status of Escrow Account | Post closure of the Open Offer and to meet the payment obligations, an amount of Rs. 16,61,00,000/- (Rupees Sixteen Crores Sixty One Lacs Only) having 90% of the Escrow Account was transferred from Escrow Account to Special Account opened with HDFC Bank Limited for payment of consideration to the successful applicants on May 23, 2018. The residual amount in Escrow Account has been transferred to the PAC on June 26, 2018 | |
| 8. | Payment of interest, if any, to the shareholders along with the details thereof | Applicable Interest aggregating Rs. 2,54,66,065/- including Rs. 2,36,61,802/- calculated @ Rs. 60.25/- per equity share on 3,92,727 Original Shares accepted in Offer and Rs. 18,04,263/- calculated @ Rs.0.45/- per equity share on 40,09,474 Shares other than Original Shares was also paid | |
| 9. | Acceptance & Payment of Consideration | The total valid shares tendered under the Offer were 70,95,823 and total shares accepted under the Offer are 44,02,201 amounting to an acceptance ratio of about 0.6204 (i.e. 62.04%). M/s. Niche Technologies Private Limited, Registrar to the Offer, has confirmed that payments to shareholders whose shares were accepted in the Open Offer commenced on May 29, 2018, however, due to strikes of Bank employees, the payment was completed by the Escrow Bank HDFC Bank, Kolkata by June 01, 2018. Further in 72 cases, due to rejection under NEFT/RTGS, the payment was later made by way of Demand Drafts (DD). Since the Offer was resubscribed, the additional/rejected shares in Demat mode were credited back to respective Demat Accounts of shareholders on May 29, 2018. As regards additional/rejected shares in physical form to be refunded, the same were sent before May 31, 2018 by Registrar to the Offer for split to the Registrar of the Target Company. However due to some procedural delay at the end of Target Company/Registrar of the Target Company, the split certificate were received by the Registrar to the Offer only by June 20, 2018. The same were immediately dispatched to the respective shareholders on June 21, 2018. | |
| 10. | Status of the investor complaints received | All investor queries/ complaints received are being responding appropriately. | |
| <p>Note 1: As on the date of Letter of Offer i.e April 18, 2018, the Acquirers namely Mr. Pramod Jain and Plus Corporate Ventures Private Limited were not holding any equity share of the Target Company. Mr. Pramod Jain (Acquirer 1) has sold his holding of 1,000 shares on January 18, 2017 and M/s. Plus Corporate Ventures Private Limited (Acquirer 2) has sold its entire holding of 48,002 shares by January 04, 2017 and M/s. J.P. Financial Services Private Limited (PAC) was holding 8,550 shares in the Target Company which it purchased on February 17, 2017. Earlier it had sold its entire holding of 10,90,000 equity shares held as on the date of PA in October/November 2016.</p> | | | |
| <p>Note 2: The PAC has acquired 8,550 (0.05%) equity shares of the Target Company on February 17, 2017 through open market @ Rs. 69.10 per equity share (highest price paid).</p> | | | |
| <p>Note 3: The Shares acquired in the Offer have been transferred to the PAC as per terms of Letter of Offer except 14988 physical equity shares yet to be transferred in favour of PAC.</p> | | | |
| <p>The Acquirers and PAC and their respective Board of Directors accept full responsibility for the information contained in this Post Offer PA (except for the information pertaining to the Target Company which has been obtained from publicly available sources) and for the fulfillment of their obligations under the Regulations.</p> | | | |
| <p>This Post Offer PA will also be available on SEBI's website at www.sebi.gov.in.</p> | | | |
| <p>THIS POST OFFER PA IS ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS & PAC</p> | | | |
| <p>MANAGER TO THE OFFER  SPA Capital Advisors Limited SEBI Regn. No.: INM00010825 25, C - Block, Community Centre JanakPuri, New Delhi - 110 058 Tel. No. +91 11 2551 7371, 4567 5500 Fax No. +91 11 2555 2644 Email ID: gtl.openoffer@spagroupindia.com Investor grievance e-mail id: grievances.mb@spagroupindia.com Contact Person: Mr. Manish Sharma</p> | | <p>REGISTRAR TO THE OFFER  Niche Technologies Private Limited SEBI Regn. No.: INR00003290 D-511, Bagree Market, 5th Floor, 71, B.R.R. Basu Road, Kolkata-700001, Tel: (033) 22343576/22357270 Fax: (033)22156823 E-mail: nichetechpl@nichetechpl.com Contact Person: Mr. S. Abbas</p> | |
| <p>Place: New Delhi Date: June 29, 2018</p> | | | |



Invesco Asset Management (India) Pvt. Ltd.

CIN: U67190MH2005PTC153471
2101-A, 21st Floor, A Wing,
Marathon Futurex, N. M. Joshi Marg,
Lower Parel, Mumbai - 400 013.

Telephone: +91 22 6731 0000
Fax: +91 22 2301 9422
Email: mfservices@invesco.com
www.invescomutualfund.com

Notice Cum Addendum

Notice is hereby given to all the investors / unit holders that pursuant to Gazette Notification No. SEBI/LAD-NRO/GN/2018/14 dated May 29, 2018 amending SEBI (Mutual Funds) Regulations, 1996 and SEBI Circulars vide ref. no. SEBI/HO/IMD/DF2/CIR/P/2018/91 and SEBI/HO/IMD/DF2/CIR/P/2018/92 dated June 5, 2018, Invesco Trustee Pvt. Ltd. (the Trustee to Invesco Mutual Fund) has decided to carry out following changes to Scheme Information Document(s) ('SIDs') and Key Information Memorandum(s) ('KIMs') of schemes of Invesco Mutual Fund (the Fund), as applicable, and Statement of Additional Information ('SAI') of the Fund:

I. Provisions with respect to Disclosure of Net Asset Value, Portfolio Disclosures and Annual Report:

| Sr. No. | Revised Provisions |
|---------|---|
| 1 | <p>Net Asset Value:</p> <p>The Direct Plan under the Scheme will have a Separate NAV (not applicable to Exchange Traded Funds).</p> <p>The AMC will calculate the NAV of the Scheme on a daily basis. The AMC shall prominently disclose the NAVs of the Scheme under a separate head on its website or the website of AMFI (www.invescomutualfund.com) and on the website of AMFI (www.amfiindia.com) before 9.00 p.m. on every Business Day (on or before 10.00 a.m. on the next Business Day for Fund of Fund Schemes). If the NAVs are not available before the commencement of business hours on the following day due to any reason, the Mutual Fund shall issue a press release giving reasons and explaining when the Mutual Fund would be publishing the NAVs.</p> <p>Further the Mutual Fund / AMC will extend facility of sending latest available NAVs of the Scheme to the Unit holders through SMS upon receiving a specific request in this regard. Also, information regarding NAVs can be obtained by the Unit holders / Investors by calling or visiting the nearest ISC.</p> |
| 2 | <p>Portfolio Disclosures:</p> <p>The Mutual Fund/AMC shall disclose portfolio (along with ISIN) of the Scheme as on the last day of the month / half year on website of Mutual Fund (www.invescomutualfund.com) and on the website of AMFI (www.amfiindia.com) within 10 days from the close of each month/ half-year respectively in a user-friendly and downloadable spreadsheet format.</p> <p>In case of Unitholders whose e-mail addresses are registered, the Mutual Fund / AMC shall send via e-mail both the monthly and half-yearly statement of Scheme portfolio within 10 days from the close of each month / half-year respectively.</p> <p>Further, the Mutual Fund / AMC shall publish an advertisement in the all India edition of at least two daily newspapers, one each in English and Hindi, every year disclosing the hosting of the scheme wise annual report on the website of the Mutual Fund (www.invescomutualfund.com) and on the website of AMFI (www.amfiindia.com).</p> <p>The Unitholder may request for physical or electronic copy of the statement of Scheme portfolio by writing to the AMC at the e-mail address mfservices@invesco.com or calling the AMC on 022-67310000 or on 1800-209-0007 (Toll Free) or by submitting the request letter to any of the Investor Services Centre of Invesco Mutual Fund or of Karvy Computershare Private Limited.</p> <p>The Mutual Fund / AMC shall provide a physical copy of the statement of Scheme portfolio, without charging any cost, on specific request received from a unitholder.</p> |
| 3 | <p>Annual Report:</p> <p>The scheme wise annual report and abridged summary thereof shall be hosted on the website of the Mutual Fund (www.invescomutualfund.com) and on the website of AMFI (www.amfiindia.com) not later than four months (or such other period as may be specified by SEBI from time to time) from the date of closure of the relevant accounting year (i.e. 31st March each year) and link for the same will be displayed prominently on the website of the Mutual Fund (www.invescomutualfund.com).</p> <p>In case of Unit holders whose e-mail addresses are registered with the Mutual Fund, the AMC shall e-mail the annual report or an abridged summary to such unit holders.</p> <p>The Unitholders whose e-mail addresses are not registered with the Mutual Fund will have an option to opt-in to continue receiving physical copy of the scheme wise annual report or an abridged summary thereof.</p> <p>Mutual Fund / AMC shall publish an advertisement in the all India edition of at least two daily newspapers, one each in English and Hindi, every year disclosing the hosting of the scheme wise annual report on the website of the Mutual Fund (www.invescomutualfund.com) and on the website of AMFI (www.amfiindia.com).</p> <p>Physical copies of Full annual report / abridged summary thereof shall also be available for inspection at all times at the Head Office of the Mutual Fund at 2101-A, 21st Floor, Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai - 400013.</p> <p>The Unitholder may request for physical or electronic copy of annual report or abridged summary thereof by writing to the AMC at the e-mail address mfservices@invesco.com or calling the AMC on 022-67310000 or on 1800-209-0007 (Toll Free) or by submitting the request letter to any of the Investor Services Centre of Invesco Mutual Fund or of Karvy Computershare Private Limited. The physical copy of annual report and abridged summary of annual report will be provided without charging any cost.</p> |

II. The following numerical examples explaining the calculation of sale / subscription price and repurchase / redemption price of units shall be inserted under the heading "B. Ongoing Offer Details" under section "III. Units and Offer" of the Scheme Information Document(s) of all the Open Ended Schemes:

1. Sale / Subscription Price:

Example: The applicable NAV of the Scheme is Rs. 11.00 p.u. Since Entry load is not applicable, the sale / subscription price will be calculated as follows:
Sale / Subscription Price = Applicable NAV*(1+ Entry Load)

$$= \text{Rs. } 11 * (1+0)$$

$$= \text{Rs. } 11.00 * 1$$

$$= \text{Rs. } 11.00$$

2. Repurchase / Redemption Price*

Example 1: The applicable NAV of the Scheme is Rs. 11.00 p.u. If the applicable Exit Load at the time of investments is 1%, then the repurchase / redemption price will be calculated as follows:

Repurchase / Redemption Price = Applicable NAV*(1-Exit Load)

$$= \text{Rs. } 11.00 * (1-0.1)$$

$$= \text{Rs. } 11.00 * 0.99$$

$$= \text{Rs. } 10.89$$

Example 2: The applicable NAV of the Scheme is Rs. 11.00 p.u. If the applicable Exit Load at the time of investment is Nil, then the repurchase / redemption price will be calculated as follows:

Repurchase / Redemption Price = Applicable NAV*(1-Exit Load)

$$= \text{Rs. } 11.00 * (1-0)$$

$$= \text{Rs. } 11.00 * 1$$

$$= \text{Rs. } 11.00$$

*Pursuant to above change, the existing example of calculation of repurchase / redemption price appearing in the SID of Open-ended schemes, as applicable, will be deleted.

III. The following numerical example of calculation of repurchase / redemption price shall be inserted / revised, as applicable, under the heading "B. Ongoing Offer Details" under section "III. Units and Offer" of the Scheme Information Document(s) of all the Close Ended Schemes:

Example: The applicable NAV of the Scheme is Rs. 11.00 on the Maturity / Final Redemption Date. Since Exit Load is not applicable on maturity date / final redemption date, the repurchase / redemption price will be calculated as follows:

Repurchase / Redemption Price = Applicable NAV*(1-Exit Load)

$$= \text{Rs. } 11.00 * (1-0)$$

$$= \text{Rs. } 11.00 * 1$$

$$= \text{Rs. } 11.00$$

Note: The above are just numerical examples to explain calculation of sale/repurchase price of units. The above examples may be suitably modified based on the face value of the Schemes of Invesco Mutual Fund.

IV. Additional expenses of upto 0.20% of daily net assets of the scheme as permitted under Regulation 52 (6A)(c) of SEBI (Mutual Fund) Regulations, 1996 has been substituted with 0.05% of daily net assets of the Scheme.

V. Pursuant to SEBI Circular vide ref. no. SEBI/HO/IMD/DF2/CIR/P/2018/18 dated February 5, 2018 read with Circular No. SEBI/HO/IMD/DF2/CIR/P/2018/91 dated June 5, 2018 pertaining to "Total Expense Ratio - change and disclosure", the existing provision under the heading "B. Annual Scheme Recurring Expenses" under the section "IV - Fees and Expenses" of Scheme Information Documents (SIDs) shall be substituted as:

The Fund will update the current expense ratios on its website at least three working days prior to the effective date of the change. The investors can refer to <https://invescomutualfund.com/about-us?tab=Statutory> for Total Expense Ratio (TER) details.

Additionally, the Fund will disclose the Total Expense Ratio (TER) of the Scheme on daily basis on the website of AMFI (www.amfiindia.com).

Further, any change in the base TER (i.e. TER excluding additional expenses provided in Regulation 52 (6A) (b) and 52 (6A) (c) of SEBI (Mutual Funds) Regulations, 1996) and Goods & Services Tax on investment and advisory fees in comparison to previous base TER of the Scheme/Plan shall be communicated to investors of the Scheme/Plan through notice via email or SMS and the notice of change in base TER will be published on the website (<https://www.invescomutualfund.com/about-us?tab=Statutory>) at least three working days prior to effecting such change.

Pursuant to above, necessary changes will be carried out at relevant places in SIDs / KIMs of the Scheme(s), as applicable, and SAI of the Fund.

All other terms & conditions of SIDs / KIMs of the Scheme(s) of Invesco Mutual Fund, as applicable, and Statement of Additional Information of Invesco Mutual Fund will remain unchanged.

This addendum forms an integral part of Scheme Information Document(s) / Key Information Memorandum(s) of the Scheme(s) of Invesco Mutual Fund, as applicable, and Statement of Additional Information of Invesco Mutual Fund, as amended from time to time.

Date: June 29, 2018

For Invesco Asset Management (India) Pvt. Ltd.
(Investment Manager for Invesco Mutual Fund)

Sd/-
Saurabh Navavati
Chief Executive Officer

Convenience is just a click away.
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Call 1800-209-0007
sms 'Invest' to 56677

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Mutual Fund investments are subject to market risks, read all scheme related documents carefully.