

# CAPITAL TRADE LINKS LIMITED

Registered Office: - 101-102, 1st Floor, Rohit House, 3 Tolstoy Marg, Connaught Place, New Delhi - 110001

## Advertisement under Regulation 18(7) in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This Advertisement is being issued by D & A Financial Services (P) Limited (the "Manager to the Offer"), on behalf of the Acquirers, namely, namely, Krishan Kumar & Sons (HUF) and Neeraj Kumar & Sons (HUF) ("Hereinafter Collectively referred to as "Acquirers") pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, in respect of the open offer to acquire shares of **Capital Trade Links Limited ("CTL"/ "Target Company")**. The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published on Wednesday, December 10, 2013 in Business Standard (English-All Editions) and Business Standard (Hindi-All Editions).

1. Offer Price is Rs 1.00 (Rupees One Only) per equity share.
2. Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company recommends that the open offer price of Rs 1.00 per fully paid up equity shares is fair and reasonable based on the following reasons:
  - (a) The Offer Price of Rs. 1/- per fully paid up equity share offered by Acquirers is more than the price paid by the acquirers during a period of preceding 12 months for acquisition of shares of target company and which is Rs 0.30 per share.
  - (b) The Offer Price is higher than the price as arrived after taking into consideration Net Asset Value Per Share, PECV Value per share and Market Value per share as calculated by the valuer.The IDC's recommendation was published on February 12, 2014 (Wednesday) in the same newspapers where Detailed Public Statement was published.
3. This Offer is not a Competing Offer.
4. The Letter of Offer dated February 04, 2014 has been dispatched to the shareholders on February 07, 2014. A Copy of the Letter of Offer (including Form of Acceptance cum acknowledgement) will also be available on SEBI's website ([www.sebi.gov.in](http://www.sebi.gov.in)) during the offer period and shareholders can also apply by downloading such forms from the 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:  
Name(s) & Address(es) of Joint Holder(s) (if any), Number of Shares held, Number of Shares tendered, Distinctive Numbers, Folio Number, Original share Certificate(s) and duly signed share transfer form(s).
6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer was submitted to SEBI on December 17, 2013. All the observations made by SEBI vide letter no. CFD/DCR-1/3124/14 dated January 28, 2014, has been incorporated in the Letter of Offer.
7. There have been no material changes in relation to the Open Offer since the date of the PA, save as otherwise disclosed in the DPS, and the Letter of Offer.
8. As on the date, there are no statutory approvals required to implement this offer. However, the Offer shall be subject to all statutory approvals that may become applicable on a later date.
9. **Schedule of Activities:**

S.No	Activity	Days & Dates
1.	<b>Date of Public Announcement</b>	<b>Tuesday, December 03, 2013</b>
2.	Date of Publication of Detailed Public Statement	Tuesday, December 10, 2013
3.	Filing of the Draft letter of Offer to SEBI	Tuesday, December 17, 2013
4.	Last Date for a competitive offer(s)	Wednesday, January 08, 2014
5.	<b>Identified Date*</b>	<b>Friday, January 31, 2014</b>
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	Friday, February 07, 2014
7.	<b>Last Date for revising the Offer Price/ number of shares.</b>	<b>Tuesday, February 11, 2014</b>
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	Wednesday, February 12, 2014
9.	<b>Date of Publication of Offer Opening Public Announcement</b>	<b>Thursday, February 13, 2014</b>
10.	<b>Date of Commencement of Tendering Period (Offer Opening date)</b>	<b>Friday, February 14, 2014</b>
11.	<b>Date of Expiry of Tendering Period (Offer Closing date)</b>	<b>Monday, March 03, 2014</b>
12.	Last Date of communicating rejection/acceptance and payment of consideration for applications accepted/ return of unaccepted share certificates/ credit of unaccepted Equity Shares to Demat Account.	Tuesday, March 18, 2014

\*The identified date is only for the purpose of determining the public shareholders as on such date to whom the Letter of Offer would be mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.

The Acquirers accept full responsibility for the information contained in this Pre Offer Advertisement and also shall be jointly or severally responsible for the fulfillment of the obligations under the Offer and as laid down in SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

This Pre Issue Advertisement will also be available on SEBI's website at [www.sebi.gov.in](http://www.sebi.gov.in)

Issued by Manager to the Offer on behalf of the Acquirers



### D & A Financial Services (P) Limited

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Contact Person: **Mr. Priyaranjan**

Date : February 12, 2014  
Place: New Delhi