

PUBLIC ANNOUNCEMENT UNDER REGULATION 3 (1) and 4 READ WITH REGULATION 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, (THE "SEBI (SAST) REGULATIONS" or "REGULATIONS")

FOR THE ATTENTION OF THE SHAREHOLDERS OF JAUSS POLYMERS LIMITED

Open Offer for acquisition of up to 12,02,650 Equity Shares, representing 26% of the total Paid-Up/Voting Share Capital of Jauss Polymers Limited, ("Hereinafter referred to as "Target Company") from the Public Shareholders (as defined below) by M/s Innovative Tech Pack Limited having its registered office at 51, Rozka Meo, Industrial Area, Mewat, Distt. Nuh, Haryana and Mr. Ketineni Sayaji Rao resident of P. No. 47, Phase-1, Road No. 4, Gunrock Enclave, Secunderabad, Andhra Pradesh (Hereinafter collectively referred to as "Acquirers") , for the purpose of this Open Offer.

On May, 06, 2015, the Acquirers signed a share purchase agreement ("**SPA**") with the Sellers/Promoters (as mentioned in paragraph 4 below) of the target company to acquire 15,52,200 equity shares constituting 33.56% of the fully paid up equity share capital of the Target Company along with complete Control and Management of the Target Company. Presently one of the acquirer M/s Innovative Tech Pack Limited holds 8,46,809 equity shares of Target Company representing 18.31% of the paid up share capital of target company. Consequently, the acquirers shall acquire substantial shares/ voting rights along with complete control over the management and affairs of Target Company after the successful completion of Open Offer.

This Public Announcement ("**Public Announcement**" or "**PA**") is being issued by D & A Financial Services (P) Limited ("**Manager to the Offer**") for and on behalf of the acquirers to the equity shareholders of the Target Company excluding the parties to the SPA, persons acting in concert or deemed to be acting in concert with these parties ("**Public Shareholders**") pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

1. Offer Details

(a) **Size:** The Acquirers hereby make this Open Offer to the Public Shareholders of the Target Company to acquire up to 12,02,650 fully paid up equity shares of face value of Rs 10/- (Rupee Ten only) each of the Target Company ("**Equity Shares**") Constituting 26% of the paid up equity share capital of the Target Company ("**Offer Size**").



(b) **Price / Consideration:** The Offer Price of Re 13/- (Rupees Thirteen Only) per Equity Share is Calculated in accordance with Regulation 8(2) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

(c) **Mode of Payment:** The Offer Price is payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

(d) **Type of Offer:** The Offer is in Compliance with Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

2. Transaction which has triggered the Open Offer Obligations (Underlying Transaction)

Details of Underlying Transaction						
Types of Transaction (direct/indirect)	Mode of Transaction (Agreement/Allotment/Market Purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration of shares / Voting Rights (VR) acquired (Rs. In Crores)	Mode of Payment (Cash / Cheque/ Securities)	Regulation which has triggered
		Number	% vis a vis total equity / Voting Capital			
Direct	Share Purchase Agreement	15,52,200	33.55	1.94	Cash	Regulations 3(1) and 4 of the SEBI (SAST) Regulations

3. Details of Acquirers/PACs

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirers(s)/ PAC(s)	M/s Innovative Tech Pack Limited	Mr. Ketineni Sayaji Rao	2
Address	51, Rozka Meo, Industrial Area, Sohna, Distt. Gurgaon, Haryana	P. No. 47, Phase-1, Road No. 4, Gunrock Enclave, Secunderabad, Andhra Pradesh	-



Name(s) of persons in control/promoters of Acquirer/ PAC where Acquirer/PAC are Companies	K Sayaji Rao, K Satish Rao and Ketineni Pratibha Rao	N.A	-
Name of the Group, if any, to which the Acquirer/PAC belongs to	No Group	N.A	-
Pre Transaction shareholding □□Number	846809	Nil	846809
□□% of total share capital	18.31	N.A	18.31
Proposed shareholding after the acquisition of shares which triggered the Open Offer	1902009 equity shares constituting 41.12% of the total paid up equity share capital of the Target Company.	500000 equity shares constituting 10.81% of the total paid up equity share capital of the Target Company.	2402009 equity shares constituting 51.93% of the total paid up equity share capital of the Target Company.
Any other interest in the Target Company	Mr Ketineni Sayaji Rao, Managing Director of acquirer company is also acting as a Non Executive Non Independent director in target company.	He is acting as Non executive non independent director of target company.	-

4. Details of Selling Shareholders (Together the "Sellers")

Name of the Selling Shareholders	Part of promoter group (Yes/No)	Details of shares / voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number of Shares	%	Number of Shares	%
Dildeep Singh Sethi	Yes	732900	15.84	Nil	Not Applicable
Shelly Sethi	Yes	60500	1.31	Nil	Not Applicable
Darsh Polymers (P) Limited	Yes	758800	16.40	Nil	Not Applicable



5. Target Company

- (a) **Name:** Jauss Polymers Limited
- (b) **Registered Office Address:** 1111, 11TH Floor, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019
- (c) **Exchanges where listed:** The Equity Shares are listed on the Bombay Stock Exchange Limited, Jaipur Stock Exchange Ltd, Ahmedabad Stock Exchange Ltd, The Delhi Stock Exchange Limited, The Calcutta Stock Exchange Limited and The Ludhiana Stock Exchange Limited.

6. Other Details

- (a) The Detailed Public Statement ("DPS") to be issued in accordance with Regulation 13(4) and 14(3) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto shall be published by May 13, 2015. The DPS shall contain details of the Offer including the detailed information of the Offer Price, detailed information on the Acquirers / PAC and Target Company, detailed reasons for the Offer, statutory approvals required for the Offer, details of financial arrangements, other terms of the Offer and conditions to the Offer.
- (b) The Acquirers undertakes that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto and that they have adequate financial resources to meet their obligations under the Offer.
- (c) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.
- (d) This PA is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto

Issued by the Manager to the Offer on behalf of the Acquirers



Manager to the Offer

D & A FINANCIAL SERVICES (P) LIMITED

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New Delhi - 110065.

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Contact Person: Mr. Priyaranjan.

Place: New Delhi

Date: May 06, 2015

