



Chartered Capital And Investment Limited

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CCIL/TO-DFL/2017

July 9, 2018

By Email and Speed Post / Courier / Hand Delivery

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
MUMBAI – 400 001

Dear Sir/Madam,

Ref: Open Offer for acquisition of upto 35,10,000 Equity Shares representing 26% of the total Expanded Equity Share Capital/ Voting Capital of Dhanvarsha Finvest Limited (Target Company) By Truvalue Agro Ventures Private Limited (“the acquirer”) at an offer price of Rs.21 per equity share of Rs. 10 each payable in cash.


Sub: Submission of Offer Opening Advertisement cum Corrigendum

We have been appointed as a “Manager to the Offer” by the above mentioned acquirer for their proposed acquisition of upto 35,10,000 Equity Shares representing 26% of the total Expanded Equity Share Capital/ Voting Capital of Dhanvarsha Finvest Limited (Target Company) from the public shareholders, pursuant to and in compliance with Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [“SEBI (SAST) Regulations”].

In terms of regulation 18(7) of SEBI (SAST) Regulations, we submit herewith a copy of newspaper cutting of Offer Opening Advertisement cum Corrigendum relating to the offer which was published on Monday, July 9, 2018 in all the newspapers in which the detailed public statement pursuant to the public announcement was made.

We request you to notify copy of this Offer Opening Advertisement cum Corrigendum on the notice board of your exchange and disseminate such information to the public immediately.

Yours sincerely,
For **Chartered Capital And Investment Limited**


Manoj Kumar Ramrakhyani
Company Secretary



Encl.: As above

Copy to:
Board of Directors,
Dhanvarsha Finvest Limited
B Wing, 813/2, Mondeal Square,
Opp. Karnavati Club,
S G Highway, Ahmedabad - 380015

DHANVARSHA FINVEST LIMITED

CIN: L24231GJ1994PLC023528

Registered Office: B Wing, 813/2, Mondeal Square, Opp. Karnavati Club, S G Highway, Ahmedabad -380015, Gujarat
E-Mail ID: dhanvarshafinvest@gmail.com | Phone No.: +91-79-40320311

This Advertisement cum corrigendum is being issued by **Chartered Capital And Investment Limited**, ("Manager to the Offer"), for and on behalf of **Truvalue Agro Ventures Private Limited** ("Acquirer") pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("Takeover Regulations") in respect of the Open Offer to acquire shares of **Dhanvarsha Finvest Limited** ("Target Company"). Further this Corrigendum to the Detailed Public Statement ("Corrigendum") is also being issued pursuant to changes/amendments advised by SEBI vide its letter dated June 22, 2018. The Detailed Public Statement with respect to the aforementioned offer made by the Acquirers had appeared in Financial Express (English) (all editions), Jansatta (Hindi) (all editions), Financial Express (Gujarati) (Ahmedabad edition) and Mumbai Tarun Bharat (Marathi) (Mumbai edition) on Thursday, August 3, 2017.

- The Offer Price is ₹ 21 (Rupees Twenty One Only) per Equity Share of ₹ 10 each ("Offer Price"). There has been no revision in the Offer Price.
- A committee of Independent Directors ("IDC") of the Target Company have opined that the Offer Price of ₹ 21 is fair and reasonable and in accordance with Takeover Regulations. The IDC's recommendation was published on Friday, July 6, 2018 in the same newspapers in which the DPS was published, as mentioned above.
- This is not a competing offer. There has been no competitive bid to this Open Offer.
- Bigshare Services Private Limited, ("Registrar to the Offer"), has confirmed that the Letter of Offer has been dispatched on Tuesday, July 3, 2018 to all the Shareholders as on identified date i.e. June 26, 2018.
- Please note that a copy of the Letter of Offer, including Form of Acceptance cum Acknowledgment is also available on the website of SEBI and BSE at www.sebi.gov.in and www.bseindia.com respectively. A summary of the procedure for tendering Equity Shares in the Offer is as below. For further details, please refer to point 9 titled "Procedure for Acceptance and Settlement of Offer" on page 16 of the Letter of Offer.
- In the case of the Equity Shares held in dematerialised form:** An Eligible Public Shareholder holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker indicating the details of Equity Shares intended to be tendered in the Offer. The resident Eligible Public Shareholders holding Equity Shares in dematerialised form are not required to fill any Form of Acceptance-cum-Acknowledgement. The non-resident Eligible Public Shareholders holding Equity Shares in dematerialised form are required to fill the Form of Acceptance-cum-Acknowledgement and send the same along with other documents specified in the Letter of Offer ("LOO") to the Registrar to the Offer.
- In the case of the Equity Shares held in physical form:** An Eligible Public Shareholder holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker and by providing their respective Form of Acceptance-cum-Acknowledgment (signed by all Eligible Public Shareholders) along with the documents specified in the LOO (including original share certificate(s), valid share transfer deed and self attested copy of the Eligible Public Shareholder's PAN card) to the Registrar to the Offer not later than 2 (two) days from Closure of the Tendering Period i.e. July 19, 2017 (by 5 p.m.). The envelope should be superscribed as ("Dhanvarsha Finvest Limited-Open Offer").

In case of non-receipt of the Letter of Offer, such eligible shareholders of the Target Company may download the same from the SEBI website (www.sebi.gov.in) or BSE website (www.bseindia.com) or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares of the Target Company. Alternatively, in case of non-receipt of the Letter of Offer, shareholders holding shares may participate in the Offer by providing their application in plain paper in writing signed by all shareholder, stating name, address, number of shares held, client ID number, DP name, DP ID number, number of shares tendered and other relevant documents such as physical share certificate and Form SH 4 in case of shares being held in physical form. Such shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Offer.

- All observations received from SEBI vide its letter no. SEBI/HO/CFD/DCR1/OW/P/2018/017810/1 dated June 22, 2018 in terms of Regulation 16(4) of the Takeover Regulations have been incorporated in the Letter of Offer.
- The Target Company has allotted 57,42,200 Equity Shares to the Acquirer on June 29, 2018.
- To the best of knowledge and belief of the Acquirer, as on date, except approval of Reserve Bank of India ("RBI") in terms of Paragraph 59 of Master Direction DNBR.PD.007/03.10.119/2016-17, September 01, 2016 [Master Direction - Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016], there are no other statutory approvals required for this Offer. RBI has granted its prior approval for change in shareholding and management vide its letter dated June 18, 2018. However, if any other statutory approvals are required or become applicable prior to completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.

9. Schedule of Activities:

SCHEDULE OF MAJOR ACTIVITIES RELATING TO THE OFFER

Sr. No.	Activity	Original Day and Date	Revised Day and Date
1	Date of Public Announcement	Thursday, July 27, 2017	Thursday, July 27, 2017
2	Date of publication of the DPS	Thursday, August 3, 2017	Thursday, August 3, 2017
3	Last date for a Competitive Bid / Offer	Tuesday, August 29, 2017	Tuesday, August 29, 2017
4	Identified Date*	Thursday, September 7, 2017	Tuesday, June 26, 2018
5	Date by which Letter of offer will be dispatched to the Shareholders	Thursday, September 14, 2017	Tuesday, July 3, 2018
6	Last date for upward revision of Offer Price and/or Offer Size	Friday, September 15, 2017	Wednesday, July 4, 2018
7	Last date by which Board of the Target Company shall give its recommendation	Tuesday, September 19, 2017	Friday, July 6, 2018
8	Offer opening PA releasing date	Wednesday, September 20, 2017	Monday, July 9, 2018
9	Date of commencement of tendering period (offer opening date)	Thursday, September 21, 2017	Tuesday, July 10, 2018
10	Date of closing of tendering period (offer closing date)	Thursday, October 5, 2017	Monday, July 23, 2018
11	Date by which all requirements including payment of consideration would be completed	Monday, October 23, 2017	Monday, August 6, 2018

* Date for the purposes of determining the public shareholders of the Target Company to whom the Letter of Offer shall be sent.

The changes in point 9 above, wherever appeared in DPS dated August 3, 2017 should be read accordingly.

Capitalised terms used but not defined in this advertisement shall have the meanings assigned to such terms in the PA and/or DPS and/or Letter of Offer. The Acquirer and its Board of Directors accept full responsibility for the information contained in this Advertisement cum Corrigendum and also accept responsibility for the obligations of the Acquirer laid down under the Takeover Regulations.

ISSUED BY MANAGER TO THE OFFER



CHARTERED CAPITAL AND INVESTMENT LIMITED

Contact Person: Mr. Manoj Kumar Ramrakhiani/Mr. Sagar Bhatt

711, Mahakant, Opp. V S Hospital, Ellisbridge, Ahmedabad - 380006

Tel: +91-79-2657 7571/2657 5337 | Fax: +91-79-2657 5731

Email: info@charteredcapital.net | SEBI Registration No.: INM000004018

Place: Ahmedabad

Date: July 7, 2018

For and on behalf of the Acquirer,
M/s Truvalue Agro Ventures Private Limited