

# VITESSE AGRO LIMITED

Registered Office: 322/A, Gunj Bazar, Madhavpura, Ahmedabad – 380004, Gujarat, India

CIN: L01200GJ1980PLC093159

**Open Offer ("Offer") for acquisition of upto 25,44,100 (Twenty Five Lakhs Forty Four Thousand One Hundred) equity shares of ₹ 10 each representing 26% of the Emerging Voting Share capital of the Target Company on a fully diluted basis, as of the tenth working day from the closure of the tendering period of the open offer, from the equity shareholders of Vitesse Agro Limited ("VAL"/"Target Company"), by Mr. Avadhesh Kumar Gola and Mr. Roop Kishore Gola ("the Acquirers").**

This Post Offer Advertisement is being issued by Finshore Management Services Limited, ("Manager to the Offer"), for and on behalf of ("the Acquirers") pursuant to Regulation 18 (12) 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 the Vitesse Agro Limited. The Detailed Public Statement ("DPS") and Corrigendum to Detailed Public Statement and Offer Opening Advertisement ("OOA") with respect to the aforementioned offer made by the Acquirers had appeared in Financial Express (English), Jansatta (Hindi), Financial Express (Gujarati) (Ahmedabad and Mumbai Lakshadweep (Marathi) on Thursday March 28, 2019 and Tuesday, May 28, 2019 respectively.

1. Name of the Target Company : Vitesse Agro Limited
2. Name of the Acquirer(s) and PAC : **Mr. Avadhesh Kumar Gola and Mr. Roop Kishore Gola**
3. Name of the Manager to the Offer : Finshore Management Services Limited
4. Name of the Registrar to the Offer : Skyline Financial Services Private Limited
5. Offer Details :
  - a. Date of Opening of the Offer : May 29, 2019, Wednesday
  - b. Date of Closure of the Offer : June 12, 2019, Wednesday
6. Date of Payment of Consideration : Tuesday, June 18, 2019
7. Details of Acquisition :

Sr. No.	Particulars	Proposed in the Offer Document	Actuals
7.1	Offer Price	₹ 13.00	₹ 13.00
7.2	Aggregate number of shares tendered	25,44,100 *	7,03,386
7.3	Aggregate number of shares accepted	25,44,100*	7,03,386
7.4	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 3,30,73,300*	₹ 91,44,018
7.5	Shareholding of the Acquirer before Agreements/Public Announcement (No. & %)	NIL Not Applicable	NIL Not Applicable
7.6	Shares proposed to be acquired by way of Preferential Allotment ("Preferential Allotment") ^ <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Emerging Voting Share Capital**</li> </ul>	62,50,000 63.87%	62,50,000 63.87%
7.7	Shares Acquired by way of Open Offer <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Fully Diluted Equity Share Capital**</li> </ul>	25,44,100* 26.00%	7,03,386 7.19%
7.8	Shares acquired after Detailed Public Statement <ul style="list-style-type: none"> <li>• Number of shares acquired</li> <li>• Price of the shares acquired</li> <li>• % of the shares acquired</li> </ul>	NIL NA NA	NIL NA NA
7.9	Post offer share holding of Acquirer <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Emerging Voting Share Capital**</li> </ul>	87,94,100* 89.87%	69,53,386* 71.06%
7.10	Pre offer shareholding of the Public <ul style="list-style-type: none"> <li>• Number</li> <li>• % of Emerging Voting Share Capital</li> </ul> Post offer shareholding of the Public <ul style="list-style-type: none"> <li>• Number</li> <li>• of Emerging Voting Share Capital**</li> </ul>	9,16,500 9.36% 28,73,000* 29.36%	9,16,500 9.36% 21,69,615 31.20%

\* Assuming full acceptance in Offer.

^ in progress

\*These percentages have been calculated on the basis of paid-up share capital of the Target Company post Bonus (1:1 i.e., 12,47,500 @ ₹ 10 each) and Conversion of Preference shares in the ratio of 4:1, i.e., 10,40,000 equity shares @ ₹ 10 each)

\*These percentages has been calculated on the basis of Expanded Share Capital of the Target Company i.e. 97,85,000 (Ninety Seven Lakhs Eighty Five Thousand) Equity Shares of face value of INR 10.00 (Indian Rupees Ten Only) each

\*\*Computed as a percentage of Emerging Share Capital of the Company

The Board of the Directors of the Target Company in their meeting held on March 20, 2019 and shareholders in their meeting held on April 01, 2019 approved allotment of 62,50,000 equity shares of face value of ₹ 10 each to the Acquirers by way of preferential allotment in terms of section 62 read with section 42 of the Companies act, 2013 and in compliance with applicable provisions of ICDR Regulations at a price of ₹ 11.19 assuming completion of allotment.

8. The Acquirers severally and jointly accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers), 2011.

9. A copy of this Post Offer Advertisement will be available on the websites of SEBI (www.sebi.gov.in), BSE Limited, Calcutta Stock Exchange Limited and registered office of the Target Company.

Capitalized terms used but not defined in this advertisement shall have the meanings assigned to such terms in the PA and / or DPS and / or COOA and /or Letter of Offer.

## ISSUED BY MANAGER TO THE OFFER

**Finshore Management Services Limited**  
**Contact Person:** Mr. S. Ramakrishna Iyengar / Ms. Menka Jha  
 Anandlok, Block – A, 2nd Floor, Room No. 207  
 227, A.J.C. Bose Road, Kolkata – 700 020,  
 West Bengal – India  
**Tel. No.:** +91 33-22895101 / 9920379029  
**Email:** info@finshoregroup.com  
**SEBI Registration No.:** INM000012185



Place: Mumbai

Place: June 24, 2019

For and on behalf of the Acquirers  
**Mr. Avadhesh Kumar Gola and Mr. Roop Kishore Gola**