

**PUBLIC ANNOUNCEMENT UNDER REGULATION 15 (1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (“SEBI (SAST) REGULATIONS, 2011”)**

OPEN OFFER FOR ACQUISITION OF 1,248,827 EQUITY SHARES FROM SHAREHOLDERS OF **M/S. REAL REALTY MANAGEMENT COMPANY LIMITED** (HEREINAFTER REFERRED AS “**TARGET COMPANY**”) HAVING ITS REGISTERED OFFICE AT 3<sup>rd</sup> FLOOR, F/F AMICHAND PARK, C H SOC. LTD. TRADE CENTRE, NEXT TO STADIUM HOUSE, STADIUM ROAD, NAVRANGPURA, AHMEDABAD, GUJARAT – 380009, BY **MR. DHARM SWETANK PATEL** RESIDING AT DHARM FARM, NEAR SHAN BUNGLOW, OPP-SHILAJ LAKE, SHILAJ, AHMEDABAD, GUJARAT – 380058 (HEREINAFTER REFERRED AS “**ACQUIRER**”) PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND 4 OF SEBI (SAST) REGULATIONS, 2011.

**This Public Announcement (“PA” / “Public Announcement”) is being issued by Corporate Professionals Capital Private Limited (“Manager to the Offer”) for and on behalf of the Acquirer to the Equity Shareholders of the Target Company (“Shareholders”) pursuant to, and in compliance with, amongst others, Regulation 3(1) and Regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (“SEBI (SAST) Regulations”).**

**1. OFFER DETAILS**

- **Size:** 1,248,827 (Twelve Lacs Forty Eight Thousand Eight Hundred and Twenty Seven Only) Equity Shares constituting 26.00% of the present issued subscribed and paid-up equity share capital of the Target Company.
- **Price/ consideration:** Rs. 7.50/- (Rupees Seven and Fifty Paise Only) for each Equity Share of the Target Company.
- **Mode of payment (cash/ security):** Cash
- **Type of offer (Triggered offer, voluntary offer/ competing offer etc):** Triggered Offer

**2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)**

DETAILS OF UNDERLYING TRANSACTION						
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/ Market Purchase/ Allotment/)	Shares / Voting rights acquired/proposed to be acquired	Total Consideration for shares/Voting Rights (VR) acquired (Rs. In Lacs)	Mode of payment (Cash/ securities)	Regulation which has triggered	
		Number	% vis a vis total Equity/voting capital			
Direct	Share Purchase Agreement dated November 23, 2015	3,384,000	70.46%	Rs. 118.44	Cash	Regulation 3(1) and 4 of SEBI (SAST) Regulations, 2011

**3. ACQUIRER**

Details	Acquirer	Total
Name of Acquirer	Mr. Dharm Swetank Patel	NA
Address	Dharm Farm, Near Shan Bunglow, Opp-Shilaj Lake, Shilaj, Ahmedabad, Gujarat – 380059	NA
Name(s) of persons in control /promoters of acquirers	NA	NA
Name of the Group, if any, to which the Acquirer company belongs to	NA	NA
Pre Transaction shareholding	Nil	Nil

<ul style="list-style-type: none"> <li>• Number</li> <li>• % of total share capital</li> </ul>		
Proposed shareholding (*) after the acquisition of shares which triggered the Open Offer	3,384,000 Equity Shares constituting 70.46% of the paid-up share capital of the Target Company.	3,384,000 Equity Shares constituting 70.46% of the paid-up share capital of the Target Company.
Any other interest in the TC	Other than the shareholding as disclosed above, the Acquirer does not have any other interest in the Target Company.	

#### 4. DETAILS OF SELLING SHAREHOLDERS

Name	Part of Promoter/promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number	%	Number	%
Rajesh Rajyaguru	Yes	405,576	8.44	Nil	N.A
Paresh Joshi	Yes	5,400	0.11	Nil	N.A
Darshan Dashani	Yes	658,800	13.72	Nil	N.A
Haresh Tank	Yes	5,400	0.11	Nil	N.A
Harish Rajyaguru	Yes	13,212	0.28	Nil	N.A
Tushar Rajyaguru	Yes	13,212	0.28	Nil	N.A
Shilpa Rajyaguru	Yes	72,000	1.50	Nil	N.A
Preeti Rajyaguru	Yes	72,000	1.50	Nil	N.A
Bindu Rajyaguru	Yes	216,000	4.50	Nil	N.A
Deepjit Rajyaguru	Yes	162,000	3.37	Nil	N.A
Madhusudan Rajyaguru	Yes	72,000	1.50	Nil	N.A
Nilesh Joshi	Yes	198,000	4.12	Nil	N.A
Jayshree Joshi	Yes	396,000	8.24	Nil	N.A

Urvashi Joshi	Yes	426,600	8.88	Nil	N.A
Samir Dashani	Yes	3,600	0.07	Nil	N.A
Hasit Dashani	Yes	3,600	0.07	Nil	N.A
Bindu Tank	Yes	367,200	7.64	Nil	N.A
Manoj Tank	Yes	293,400	6.11	Nil	N.A
<b>TOTAL</b>		<b>3,384,000</b>	<b>70.46</b>		

#### 5. TARGET COMPANY

<b>Name</b>	:	Real Realty Management Company Limited
<b>CIN</b>	:	L45200GJ1993PLC019930
<b>Exchange where listed</b>	:	BSE Limited ("BSE") Ahmedabad Stock Exchange Limited ("ASE")

#### 6. OTHER DETAILS

- The Detailed Public Statement pursuant to this Public Announcement and which carries all such other information of the offer including the detailed information on the offer price, detailed information on the Acquirer, detailed information on the Target Company, detailed reasons for the offer, statutory approvals for the offer, delisting option, details of financial arrangement, other terms of the offer, conditions to the offer etc. shall be published in all editions of any one English national daily newspaper with wide circulation, any one Hindi national daily newspaper with wide circulation, any one Gujarati national daily as the registered office of the Target Company is situated in Gujarat and any one Marathi national daily newspaper with wide circulation. The Detailed Public Statement shall be published on or before November 30, 2015.
- The Acquirer undertakes that it is aware of and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirer has adequate resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.

**ISSUED ON BEHALF OF ACQUIRER BY MANAGER TO THE OFFER**



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**SEBI Regn. No:** INM000011435

**On Behalf of Acquirer:**

**Mr. Dharm Swetank Patel**

**Place:** New Delhi

**Date:** November 23, 2015