

Dated: July 23, 2012

To,
The Manager
Securities and Exchange Board of India
Division of Corporate Restructuring
Corporate Finance Department
Plot No.C4-A,'G' Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400051

Subject: Public Announcement to the shareholders of Rajdhani Leasing and Industries Limited ("Target Company") in terms of Regulation 3(2) of SEBI (SAST) Regulations, 2011

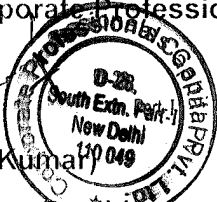
Dear Sir/Madam,

We, Corporate Professionals Capital Private Limited, Manager to the Offer, are hereby submitting the public announcement made by us on behalf of Mr. Sanjay Jain and Rajiv Jain ("Acquirers") to the shareholders of Rajdhani Leasing and Industries Limited ("Target Company").

Kindly take the above information on your records.

For Corporate Professionals Capital Private limited


(Manoj Kumar)
Asst. Vice President



Public Announcement under Regulation 15(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

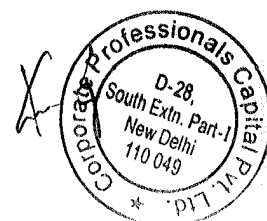
Open Offer for acquisition of 9,28,200 Equity Shares from the shareholders of Rajdhani Leasing and Industries Limited ("Target Company"), a company incorporated and registered under the Companies Act, 1956 and having its registered office at 13-B, IIIrd Floor, Netaji Subhash Marg, Darya Ganj, New Delhi-110002; Tel. 011-45018000 and Fax.: 011-25749113; by Mr. Sanjay Jain and Mr. Rajiv Jain ("Acquirers") pursuant to and in accordance with Regulation 3(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations, 2011")

1. OFFER DETAILS

- **Size:** Open Offer for acquisition of upto 9,28,200 Equity Shares constituting 26% of the post preferential allotment paid up capital of the Target Company approved by its shareholders on July 23, 2012.
- **Price/ consideration:** Rs. 85/- (Rupees Eighty Five Only) per equity share aggregating to Rs.7,88,97,000 (Rupees Seven Crores Eighty Eight Lacs Ninety Seven Thousand Only).
- **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/ Allotment/ market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares / VRs acquired (Rs.)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total Equity / voting capital			
Direct	Proposed allotment of 20,00,000 Equity Shares of the face value of Rs. 10 each	20,00,000	56.02%*	Rs. 17,00,00,000	Cash	Regulation 3(2) of SEBI (SAST) Regulations,



	on Preferential basis at a price of Rs. 85 per share as approved by its shareholders through postal ballot process on July 23, 2012					2011
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*Calculated as a percentage of post preferential allotment paid up capital of the Target Company approved by its shareholders on July 23, 2012.

3. ACQUIRER(S) / PAC

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirer(s)	Mr. Sanjay Jain	Mr. Rajiv Jain	-
Address	I-42, Ashok Vihar, Phase-I, Delhi-110052	I-42, Ashok Vihar, Phase-I, Delhi-110052	-
Name(s) of persons in control /promoters of acquirers	Not Applicable	Not Applicable	-
Name of the Group, if any, to which the Acquirer belongs to	Floriana Group	Floriana Group	-
Pre Transaction shareholding			
• Number	2,68,500 equity shares	2,67,158 equity shares	5,35,658 equity shares
• % of total share capital	17.10%*	17.02%*	34.12%*
Proposed shareholding after the acquisition of shares which triggered the Open Offer			
• Number	16,01,900 equity shares	9,33,758 equity shares	25,35,658 equity shares
• % of total share capital	44.87%**	26.16%**	71.03%**
Any other interest in the TC	The Acquirers are the main promoters and are also on the Board of the Target Company		

For the purpose of this Offer, there is no Persons Acting in Concert with the Acquirers.

* Calculated as a percentage of pre preferential allotment paid up capital of the Target Company.

** Calculated as a percentage of post preferential allotment paid up capital of the Target Company approved by its shareholders on July 23, 2012.

4. DETAILS OF SELLING SHAREHOLDERS: Not Applicable



5. TARGET COMPANY

- **Name:** Rajdhani Leasing and Industries Limited having its registered office at 13-B, IIIrd Floor, Netaji Subhash Marg, Darya Ganj, New Delhi-110002
- **CIN:** L65921DL1985PLC022476
- **Exchanges where listed:** The equity shares of the Target Company are listed on BSE Limited.

6. OTHER DETAILS

- The Detailed Public Statement pursuant to this Public Announcement shall be published on or before July 30, 2012 in all editions of any one English national daily with wide circulation, any one Hindi national daily with wide circulation and one Marathi language daily newspaper – Mumbai edition.
- The Acquirers undertakes that they are aware of and shall comply with all obligations under SEBI (SAST) Regulations, 2011.
- The Acquirers have adequate financial resources and have 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 by

MANAGER TO THE OFFER



Corporate Professionals

WHERE EXCELLENCE IS LAW

CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

D-28 South Extn. Part 1, New Delhi - 110049

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Email: manoj@indiacp.com / ruchi@indiacp.com

SEBI Regn. No: INM000011435

On behalf of Acquirers

Mr. Sanjay Jain and Mr. Rajiv Jain

Place: New Delhi

Date: 23.07.2012

