

MACK TRADING COMPANY LIMITED

(CIN: L51900MH1980PLC022532)

Registered Office: 5-C, Sindhu House, Nanabhai Lane, Flora Fountain, Fort, Mumbai – 400 001

Tel: +91 22 2204 7404; Email: info@macktradingcompany.com

Website: www.macktradingcompany.com; Contact Person: Mr. Vikas Pavankumar, Director

This Post Offer Public Announcement ("Post Offer PA") is being issued by Mrs. Rita Pavankumar (hereinafter referred to as the "Acquirer") to the Public Shareholders of Mack Trading Company Limited (hereinafter referred to as the "Company") in respect of the proposed acquisition and voluntary delisting of the equity shares of face value of ₹ 10/- each ("Equity Shares") of the Company from the BSE Limited (hereinafter referred to as the "BSE"/ "Stock Exchange") pursuant to Regulation 18 and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time ("Delisting Regulations") ("Delisting Offer"). This Post Offer PA should be read in conjunction with the Public Announcement dated June 6, 2019 ("Public Announcement"/ "PA") and the Letter of Offer ("LOF") dated June 7, 2019. The capitalized terms used but not defined in this Post Offer PA shall have the same meaning assigned to them in the PA and the LOF.

The Acquirer had issued the PA seeking to acquire, in accordance with the Delisting Regulations and on the terms and conditions set out therein and in the LOF, 1,54,450 Equity Shares representing 45.03% of paid-up equity share capital of the Company from its Public Shareholders. The Public Shareholders holding Equity Shares were invited to submit bids pursuant to the reverse book-building Process ("RBB Process") conducted through the Stock Exchange Mechanism made available by the BSE Limited during the bid period (i.e. June 14, 2019 to June 20, 2019), in accordance with the Delisting Regulations.

1. Discovered Price and Exit Price

In terms of Regulation 15(1) of the Delisting Regulations, the price determined as Discovered Price (being the price at which shares accepted through eligible bids tendered in the RBB Process results in the shareholding of the Promoter and Promoter Group reaches to 90% of the paid-up equity share capital of the Company) is ₹ 75/- (Rupees Seventy Five Only) per Equity Share. The Acquirer has accepted the Discovered Price of ₹ 75/- (Rupees Seventy Five Only) per Equity Share as the final price for the Delisting Offer ("Exit Price").

2. Success of the Delisting Offer

a) In terms of Regulation 17(1)(a) of the Delisting Regulations, and as stated in clause 9.2 of the PA and clause 9.2 of the LOF, the Delisting Offer will be deemed to be successful only if a minimum of 1,20,150 Equity Shares were tendered and acquired in the Delisting Offer at or below the Exit Price so as to cause the cumulative number of Equity Shares held by the Promoter and Promoter Group post acquisition under the Delisting Offer through the Acquisition Window Facility to be equal to or in excess of 3,08,700 Equity Shares constituting 90% of the paid-up equity share capital of the Company.

b) The Acquirer will acquire 1,33,094 Equity Shares which were validly tendered at the Exit Price, which is higher than the minimum number of Equity Shares (i.e. 1,20,150) required for the Delisting Offer to be successful in terms of Regulation 17(1)(a) of the Delisting Regulations. After the completion of such acquisition, the shareholding of the Promoters shall be 93.77% of the paid-up equity share capital of the Company.

c) In terms of Regulation 17(1)(b) of the Delisting Regulations, and as stated in clause 9.3 of the PA and clause 9.3 of the LOF, at least 10 (Ten) Public Shareholders i.e., minimum of 25% of the number of Public Shareholders holding Equity Shares in dematerialized form as on March 15, 2019 (i.e. being the date of the meeting in which the proposal for Delisting was approved by the Board of Directors) were required to participate in the RBB Process, provided that if the Acquirer along with the Manager to the Offer demonstrate that she has delivered the LOF of this Delisting Offer to all the Public Shareholders either through registered post or speed post or courier or hand delivery with proof of dispatch or through email as a text or as an attachment to the email or as a notification providing electronic link or uniform resource locator including a read receipt (referred to as the "LOF Delivery Requirement"), then the mandatory participation of aforementioned number of the Public Shareholders is not required. Further, pursuant to Explanation I of Regulation 17(1)(b) of the Delisting Regulations the LOF Delivery Requirement is deemed to have been complied with (i) if the Acquirer or the Manager to the Offer dispatches the Letter of Offer to all the Public Shareholders of the Company by registered post or speed post through the India Post and is able to provide a detailed account regarding the status of delivery of the Letter of Offer (whether delivered or not) sent through India Post; (ii) if the Acquirer or the Manager to the Offer is unable to deliver the Letter of Offer to certain Public Shareholders of the Company by modes other than speed post or registered post of India Post, efforts should have been made to dispatch the Letter of Offer to them by speed post or registered post of India Post and is able to provide a detailed account regarding the status of delivery of the Letter of Offer (whether delivered or not) sent through India Post.

d) Universal Capital Securities Pvt. Ltd., Registrar to the Offer has dispatched the Letter of Offer on June 10, 2019 to all the Public Shareholders as on the Specified Date i.e., June 7, 2019 through Speed Post / Email (where email ids were available). The Registrar has confirmed that the LOF has been dispatched to all the Public Shareholders by Speed Post / Email (where email ids were available) and the Acquirer is able to provide a detailed account regarding the status of delivery of LOF.

e) The Delisting Offer is thus deemed to be successful in terms of the Delisting Regulations.

3. All the Public Shareholders who have validly tendered their Equity Shares at or below the Exit Price will be paid consideration at the Exit Price of ₹ 75/- (Rupees Seventy Five Only). The last date of payment of consideration to all the Public Shareholders who have validly tendered their Equity Shares at or below the Exit Price and whose Bids have been accepted will be Thursday, July 4, 2019.

4. In regard to the Equity Shares of the Public Shareholders whose Bids have been rejected, the demat shares would be returned to the respective Public Shareholders in accordance with Methods of Settlement contained in clause 13.5 of the PA, the clause 13.5 of the LOF, read along with SEBI Circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and CFD/DCR2/CIR/P/2016/131 dated December 09, 2016.

5. Subsequently, the Company will initiate the necessary steps to delist the Equity Shares of the Company from the BSE. The date of delisting of Equity Shares shall be announced in the same newspapers in which the PA and this Post Offer PA has appeared.

6. Outstanding Equity Shares after Delisting

In accordance with Regulation 21 of the Delisting Regulations, all Public Shareholders who did not participate or were not able to participate or who unsuccessfully tendered their Equity Shares in the RBB Process will be able to offer their Equity Shares to the Acquirer at the Exit Price during a period of one year starting from the date of delisting of the Equity Shares from the BSE ("Exit Window"). A separate exit offer letter ("Exit Offer Letter") in this regard will be sent to such Residual Public Shareholders which will contain terms and conditions for participation in the Exit Window.

7. All other terms and conditions set forth in the PA and LOF remain unchanged.

8. This Post Offer PA is issued by the Acquirer in terms of Regulation 18 of the Delisting Regulations. If the Public Shareholders have any query with regard to the Delisting Offer, they may contact the Manager to the Offer or the Registrar to the Offer.

MANAGER TO THE DELISTING OFFER



KJMC Corporate Advisors (India) Limited
SEBI Regn No.: INM000002509
162, 16th Floor, Atlanta,
Nariman Point, Mumbai 400021
Telephone: +91 22 4094 5500;
Fax: +91 22 2285 2892
Email: mack.delisting@kjmc.com
Website: www.kjmc.com
Contact Person: Mr. Kaushal Patwa/
Mr. Ghanshyam Kapadia

REGISTRAR TO THE DELISTING OFFER



Universal Capital Securities Pvt. Ltd.
(Formerly known as Mondkar Computers Pvt Ltd.)
SEBI Regn. No.: INR000004082
21, Shakil Niwas, Opp. Satya Saibaba Temple,
Mahakali Caves Road, Andheri (East),
Mumbai - 400 093. Tel. No.: +91 22 2820 7203;
Fax No.: +91 22 2820 7207
E-mail: info@uniseq.in
Website: www.uniseq.in
Contact Person: Mr. Devanand Dalvi

For and Behalf of the Acquirer

Place : Mumbai
Date : June 26, 2019

Sd/-
[Rita Pavankumar]