

# INTERCONTINENTAL LEASING AND FINANCE COMPANY LIMITED

(CIN: L51900MH1985PLC037452)

Registered Office: Office No. 508, Shree Samarth Plaza Co-operative Housing Society Limited, Gupta Bhuvan, R. R. T Road, Opp. Mulund Railway Station, Mulund (West) Mumbai-400 080  
Tel. No.: +91 70213 24065, E-Mail ID: roc.iclf@gmail.com, Website: www.iclf.co.in

**Open Offer for acquisition of 9,74,700 Equity Shares of Intercontinental Leasing and Finance Company Limited ("ILFC"/"Target Company") by Mr. Samir Dilipkumar Shah ("Acquirer 1") and Mr. Dilipkumar Bhogilal Shah ("Acquirer 2") (collectively being the "Acquirers").**

This Post Offer Advertisement is issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") on behalf of the Acquirers in connection with the Open Offer made by the Acquirers to acquire 9,74,700 Equity Shares of Face Value of ₹10 each ("Equity Shares") of the Target Company, representing 30% of the Equity Share Capital of the Target Company ("Offer"), in compliance with Regulation 18(12) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments thereof ["SEBI (SAST) Regulations, 2011"/"Regulations"]. The Detailed Public Statement with respect to the aforementioned offer was made on March 07, 2018 (Wednesday) in the following newspapers:

Newspapers	Language	Edition(s)
Business Standard	English	All Editions
Business Standard	Hindi	All Editions
Mumbai Lakshadeep	Marathi	Mumbai Edition

1)	Name of the Target Company	:	Intercontinental Leasing & Finance Company Limited
2)	Name of the Acquirers	:	1) Mr. Samir Dilipkumar Shah : Acquirer 1 2) Mr. Dilipkumar Bhogilal Shah : Acquirer 2
3)	Name of the Manager to the Offer	:	Mark Corporate Advisors Private Limited
4)	Name of the Registrar to the Offer	:	Purva Sharegistry (India) Private Limited
5)	Offer Details		
	a) Date of Opening of the Offer	:	May 31, 2018 (Thursday)
	b) Date of Closure of the Offer	:	June 13, 2018 (Wednesday)
6)	Date of Completion of Payment of Consideration and communication of Rejection/Acceptance	:	June 22, 2018 (Friday)

## 7) Details of Acquisition:

Sr. No.	Particulars	Proposed in the Letter of Offer		Actuals	
7.1.	Offer Price (in ₹)	₹11.00 (Rupees Eleven only)		₹11.00 (Rupees Eleven only)	
7.2.	Aggregate number of Shares tendered	9,74,700 Equity Shares*		9,52,886 Equity Shares	
7.3.	Aggregate number of Shares accepted	9,74,700 Equity Shares*		9,52,886 Equity Shares	
7.4.	Size of the Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	₹1,07,21,700 (Rupees One Crore Seven Lacs Twenty One Thousand and Seven Hundred only)		₹1,04,81,746 (Rupees One Crore Four Lacs Eighty One Thousand Seven Hundred and Forty Six only)	
7.5.	Shareholding of the Acquirers before Public Announcement				
	• Number	7,50,000		7,50,000	
	• % of Equity Share Capital	23.08%		23.08%	
7.6.	Shares acquired by way of Share Purchase Agreement ('SPA')				
	• Number	2,011		2,011	
	• % of Equity Share Capital	0.06%		0.06%	
7.7.	Shares Acquired by way of Open Offer				
	• Number	9,74,700*		9,52,886	
	• % of Equity Share Capital	30.00%*		29.33%	
7.8.	Shares acquired after Detailed Public Statement ('DPS')				
	• Number	Nil		Nil	
	• % of Equity Share Capital	Nil		Nil	
	• Price of the Shares acquired	Not Applicable		Not Applicable	
7.9.	Post Offer Shareholding of the Acquirers	No. of Shares	% of Equity Share Capital	No. of Shares	% of Equity Share Capital
		17,26,711*	53.15%*	17,04,897	52.47%
7.10.	Pre & Post Offer Shareholding of the Public	Pre Offer	Post Offer	Pre Offer	Post Offer
	• Number	32,46,989	15,22,289*	32,46,989	15,44,103
	• % of Equity Share Capital	99.94%	46.85%*	99.94%	47.53%

\* Assuming full acceptance in the Open Offer.

- 8) The Acquirers accepts full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under Regulations.
- 9) A copy of this Post Offer Advertisement will be available on the websites of SEBI, BSE Limited and the Target Company.

Capitalized terms used in this advertisement, but not defined herein, shall have the same meanings assigned to such terms in the Letter of Offer dated May 18, 2018.

## Issued by Manager to the Offer:

### MARK CORPORATE ADVISORS PRIVATE LIMITED

CIN: U67190MH2008PTC181996

404/1, The Summit Business Bay,  
Sant Janabai Road (Service Lane),  
Off W. E. Highway, Vile Parle (East),  
Mumbai-400 057

Tel. No.: +91 22 2612 3207

Fax No.: +91 22 2612 3208

Contact Person: Mr. Manish Gaur

E-Mail: openoffer@markcorporateadvisors.com

SEBI Regn No.: INM000012128



For and on behalf of the Acquirers

Sd/-  
Samir Dilipkumar Shah  
("Acquirer 1")

Sd/-  
Dilipkumar Bhogilal Shah  
("Acquirer 2")

Place : Mumbai  
Date : June 28, 2018