

**SANMIT INFRA LIMITED (SIL)**  
**(Formerly called as Asia HR Technologies Limited)**  
**(CIN No: L70109TN2000PLC044664)**

**Regd Office : 5, Damodharan Street, Kellys, Chennai - 600 010**  
**Tel: +91-44-4275 2301; email ID: [sanmitinfra@gmail.com](mailto:sanmitinfra@gmail.com)**

-----

This Advertisement is being issued by Chartered Finance Management Ltd ('Manager to the Offer'), on behalf of Shri Sanjay K Makhija, (the 'Acquirer') and Shri Haresh K Makhija, Shri Dinesh K Makhija, Shri Kamal K Makhija, Shri Kanayalal C Makhija and Smt Rhea Makhija (all PACs) pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto in respect of the open offer to acquire shares of Sanmit Infra Limited ("Target Company"). The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published on January 13, 2015 in The Financial Express (English), Jansatta (Hindi), Mumbai Lakshadeep (Marathi) and Makkal Kural (Regional). Subsequently, corrigendum to DPS was published on June 30, 2015 ("Corrigendum") in the same newspapers in which the DPS was published.

The shareholders of the Target Company are requested to kindly note the following:

1. Offer Price is ₹ 7.38/- (Rupees Seven and Paise Thirty Eight Only) (Inclusive of Interest of ₹ 1.38 @10% Per Annum for the delay of 836 Days in making the Public Announcement) per Equity Share. The Offer Price has been revised from ₹ 6.50 per share to ₹ 7.38 per share in the Offer Price.
2. Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company has recommended that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations. The IDC's recommendation was published on July 02, 2015 in the same newspapers in which the DPS was published.
3. The Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.
4. The Letter of Offer ("LoF") with respect to the Offer, dated June 24, 2015, was dispatched to all the Eligible Shareholders on June 29, 2015 as per the letter received from Registrar to the Open Offer.
5. Please note that a copy of the LoF (including Form of Acceptance-cum-Acknowledgement) will also be available on SEBI's website ([www.sebi.gov.in](http://www.sebi.gov.in)) during the Tendering Period and Eligible Shareholders can also apply by downloading such forms from SEBI's website. Further, in case of non-receipt/non-availability of the Form of Acceptance-cum-Acknowledgement, the application can be made on plain paper along with the following details:
  - a. In case of Equity Shares held in physical form: Name and address of first holder, name(s) and address(es) of joint holder(s) (if any), registered folio number, share certificate number, distinctive numbers, number of Equity Shares held, number of Equity Shares offered, original share certificate(s), original broker contract note of a registered broker (in case of unregistered shareholders) and valid share transfer form(s). The details of the Acquirer should be kept blank. In case the share certificate(s) and the transfer deed(s) are lodged with the Target Company/its transfer agents for transfer, then the acceptance shall be accompanied by the acknowledgment of lodgment with, or receipt by, the Target Company/its transfer agents, of the share certificate(s) and the transfer deed(s);
  - b. In case of Equity Shares held in dematerialized form: Name, address, number of Equity Shares held, number of Equity Shares tendered, depository participant ("DP") name, DP ID, beneficiary account number and a photocopy or counterfoil of the delivery instructions in "Off-Market" mode, duly acknowledged by the DP in favor of the special depository account.

The details of the special depository account are as under:

DP Name	RRS Shares & Stock Brokers Pvt. Ltd.
DP ID	12029000

Client Name	PSIPL Escrow A/c – Sanmit Open Offer
Client Id	00038096

Shareholders having their beneficiary account in NSDL have to use the inter-depository Delivery Instruction slip for the purpose of crediting their Equity Shares in favour of Special Account with CDSL.

6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was submitted to SEBI on January 19, 2015. All observations received from SEBI by way of their letter no. CFD/DCR/OW/RK/16980/2015 dated June 18, 2015 in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the LoF.

7. There have been no other material changes in relation to the Offer, since the date of the DPS on January 13, 2015, save as otherwise disclosed in the DPS and Corrigendum.

8. To the best of the knowledge of the Acquirer there are no other statutory approvals required to acquire the Shares that are validly tendered pursuant to the Offer. However in case of any statutory approvals being required by the Acquirer at a later date, the Offer shall be subject to receipt of such additional statutory approvals.

9. Schedule of Activities:

Activity	Revised Day and Date
Public Announcement (PA)	Tuesday, December 30, 2014
Detailed Public Statement (DPS) (Delayed)	Tuesday, January 13, 2015
Last date for a competing Offer	Wednesday, February 4, 2015
Identified Date*	Friday, June 19, 2015
Letter of Offer to be dispatched to shareholders	Monday, June 29, 2015
Last date for revising the Offer price/ number of shares	Wednesday, July 01, 2015
Last Date by which Board of TC shall give its recommendation	Thursday, July 2, 2015
Offer Opening PA Date	Friday, July 03, 2015
Date of commencement of Tendering Period (Offer Opening Date)	Monday, July 6, 2015
Date of Expiry of Tendering Period (Offer closing Date)	Friday, July 17, 2015
Last date of communicating rejection/ acceptance and payment of consideration for applications accepted/return of unaccepted Share Certificates/credit of unaccepted Shares to demat account	Friday, July 31, 2015

*\*Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all the shareholders (registered or unregistered) of the Target Company (except the Acquirers and the Selling shareholders) are eligible to participate in this Offer any time during the tendering period of the Offer.*

Capitalised terms used but not defined in this Advertisement shall have the same meanings assigned to such terms in the Public Announcement and/or DPS and/or LoF and/or Corrigendum. The Acquirer accepts full responsibility for the information contained in this Advertisement and also for the obligations of the Acquirer as laid down in SEBI (SAST) Regulations. This Advertisement will also be available on SEBI's website at [www.sebi.gov.in](http://www.sebi.gov.in).

Issued by the Manager to the Offer on behalf of the Acquirer and PACs :



**Chartered Finance Management Ltd**

CIN: U99999MH1999PLC122702

SEBI Regn. No. INM000012052

2<sup>nd</sup> Floor, Wakefield House, Sprott Road

Ballard Estate, Mumbai - 400 038

Tel. Nos. (022) 2269 6944

Fax No. (022) 2262 4943

Website: [www.charteredfinance.in](http://www.charteredfinance.in)

E Mail ID: [santosh.pande@cfml.in](mailto:santosh.pande@cfml.in)

Contact Person: Shri Santosh Pande

Place: Mumbai

Date: July 03, 2015