

OFFER OPENING PUBLIC ANNOUNCEMENT

IN TERMS OF REGULATION 18(12) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

TRESCON LIMITED

(Formerly known as Pushpanjali Floriculture Limited)

(Corporate Identification Number: L70100GJ1995PLC027519)

Registered Office: A-26, 4th Floor, Ajanta Commercial Center, Nr. Income Tax Circle, Opp. Kalupur Bank, Ashram Road, Ahmedabad – 380014, Gujarat, India.

Tel. No. +91-79-27541150; Email: pushpanjaliltd@gmail.com; Web: www.pushpanjalifloriculture.com

This advertisement ("Post Offer PA") is being issued by Systematix Corporate Services Limited ("Manager to the Offer") on behalf of Mr. Dinesh Ravilal Patel ("Acquirer 1"), Mr. Kishor Ravilal Patel ("Acquirer 2"), Mr. Sanjay Navin Mehta ("Acquirer 3") and Mr. Vilas Pralhadrao Kharche ("Acquirer 4") (Acquirer 1, Acquirer 2, Acquirer 3 and Acquirer 4 are jointly referred to as the "Acquirers") along with Ms. Nayana Ravilal Patel ("PAC 1"), Ms. Ranjan Dinesh Patel ("PAC 2"), Ms. Hemlata Manish Patel ("PAC 3"), Ms. Trupti Mitul Patel ("PAC 4"), Mr. Viraj Dinesh Patel ("PAC 5"), Ravilal Shivgan Patel HUF ("PAC 6"), Ms. Krupa Manish Patel ("PAC 7"), Kishor Ravilal Patel HUF ("PAC 8"), Mr. Rajesh Ravilal Patel ("PAC 9"), Mr. Ravilal Keshra Patel ("PAC 10"), Mr. Hiralal Keshra Patel ("PAC 11"), Ms. Ratilal Keshra Patel ("PAC 12"), Mr. Harilal Keshra Patel ("PAC 13"), Mr. Nemish Sanjay Mehta ("PAC 14") and Mr. Rohit Vilas Kharche ("PAC 15") (PAC 1, PAC 2, PAC 3, PAC 4, PAC 5, PAC 6, PAC 7, PAC 8, PAC 9, PAC 10, PAC 11, PAC 12, PAC 13, PAC 14 and PAC 15 are jointly referred to as the "PACs") pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended (the "Takeover Regulations") in respect of the Open Offer ("the Offer") to acquire upto 1,88,46,516 fully paid-up equity shares of Rs. 10/- each (the "Equity Shares") at a price of Rs. 14/- (Rupees Fourteen only) per Equity Share, representing 26.00% of the Diluted Share & Voting Capital of Trescon Limited (Formerly known as Pushpanjali Floriculture Limited) (the "Target Company"). The Detailed Public Statement ("DPS"), Corrigendum to DPS ("Corrigendum") and Corrigendum to LOF ("Second Corrigendum") with respect to the aforementioned Offer was published on September 28, 2018, November 22, 2018 and December 04, 2018 respectively in the following newspapers:

Sl. No.	Newspapers	Language	Editions
1.	The Financial Express	English	All Editions
2.	Jansatta	Hindi	All Editions
3.	Mumbai Lakshadeep ⁵	Marathi	Mumbai Edition
4.	The Financial Express [#]	Gujarati	Ahmedabad Edition

⁵Where Equity Shares are listed and traded.

[#]Where Registered Office of the Target Company is situated.

The terms used but not defined in this Post-Offer PA shall have the same meanings assigned to them as in the PA, the DPS, the Letter of Offer (LOF), Corrigendum, Second Corrigendum and the Offer Opening PA.

The Shareholders of the Target Company are requested to kindly note the following information relating to the Offer:

1. Name of the Target Company : Trescon Limited
(Formerly known as Pushpanjali Floriculture Limited)
2. Name of the Acquirers and PACs : **Acquirers**
Mr. Dinesh Ravilal Patel ("Acquirer 1"), Mr. Kishor Ravilal Patel ("Acquirer 2"), Mr. Sanjay Navin Mehta ("Acquirer 3") and Mr. Vilas Pralhadrao Kharche ("Acquirer 4")
PACs
Ms. Nayana Ravilal Patel ("PAC 1"), Ms. Ranjan Dinesh Patel ("PAC 2"), Ms. Hemlata Manish Patel ("PAC 3"), Ms. Trupti Mitul Patel ("PAC 4"), Mr. Viraj Dinesh Patel ("PAC 5"), Ravilal Shivgan Patel HUF ("PAC 6"), Ms. Krupa Manish Patel ("PAC 7"), Kishor Ravilal Patel HUF ("PAC 8"), Mr. Rajesh Ravilal Patel ("PAC 9"), Mr. Ravilal Keshra Patel ("PAC 10"), Mr. Hiralal Keshra Patel ("PAC 11"), Ms. Ratilal Keshra Patel ("PAC 12"), Mr. Harilal Keshra Patel ("PAC 13"), Mr. Nemish Sanjay Mehta ("PAC 14") and Mr. Rohit Vilas Kharche ("PAC 15")
3. Name of the Manager to the Offer : Systematix Corporate Services Limited
4. Name of the Registrar to the Offer : Satellite Corporate Services Pvt. Ltd.
5. Offer Details :

a. Date of Opening of the Offer : December 10, 2018 (Monday)

b. Date of Closure of the Offer : December 21, 2018 (Friday)
6. Date for communicating the rejection / acceptance of Equity Shares in the Offer and /or corresponding payment for the acquired Equity Shares and / or refund or credit of the rejected share certificate(s) or Equity Shares to corresponding Shareholders or accounts holders : Not Applicable
7. Details of Acquisition

Sl. No.	Particulars	Proposed in the Offer Document		Actuals	
7.1	Offer Price • Fully Paid-up Shares • Partly Paid-up Shares ⁵	Rs. 14/- per Equity Share Not applicable		Rs. 14/- per Equity Share Not applicable	
7.2	Aggregate number of shares tendered	1,88,46,516		NIL	
7.3	Aggregate number of shares accepted	1,88,46,516		Not Applicable	
7.4	Size of the Offer (Number of shares multiplied by Offer Price per share).	Rs. 26,38,51,224/-		NIL	
7.5	Shareholding of the Acquirers & the PACs before Agreement / Public Announcement • Number • % of Fully Diluted Equity Share Capital & Voting Capital	NIL NIL		NIL NIL	
7.6	Shares acquired by the Acquirers & the PACs by way of Agreement(s) • Number • % of total Share Capital & Voting Capital	6,62,600* (0.91%)		6,62,600* (0.91%)	
7.7	Shares acquired by way of Open Offer by the Acquirers & the PACs • Number • % of total Share Capital & Voting Capital	1,88,46,516 (26.00%)		NIL (0.00%)	
7.8	Shares acquired by the Acquirers & the PACs after Detailed Public Statement • Number of shares acquired • Price of the shares acquired • % of the shares acquired	4,20,06,350* Rs.14/- (57.95%)		4,20,06,350* Rs.14/- (57.95%)	
7.9	Post offer shareholding of the Acquirers & the PACs • Number • % of total Share Capital & Voting Capital	6,15,15,466 (84.86%)		4,26,68,950 (58.86%)	
7.10	Pre & Post offer shareholding of the Public • Number • % of total Share Capital & Voting Capital	Pre-Offer 2,98,17,650 (41.14%)	Post-Offer 1,09,71,134 (15.14%)	Pre-Offer 2,98,17,650 (41.14%)	Post-Offer 2,98,17,650 (41.14%)

Note:

The above table is based on Diluted Share & Voting Capital of the Target Company.

⁵ Offer price for equity shares having calls in arrear were:

- Rs. 2.50 (i.e. for Equity Shares whose call in arrears is Rs. 7.50 per share): Rs. 6.50/-
- Rs. 5.00 (i.e. for Equity Shares whose call in arrears is Rs. 5.00 per share): Rs. 9.00/-

*Agreement means the SPA as defined in the PA, the DPS and the LOF. A total of 6,62,600 Equity Shares were acquired through the SPA by the Acquirers.

A total of 3,20,06,350 Equity Shares and 1,00,00,000 convertible Warrants were allotted to the Acquirers and the PACs for "cash" in the preferential issue made by the Target Company on December 03, 2018.

8. No shares have been tendered by the shareholders in the Open Offer and hence no payment was required to be paid by the Acquirers and the PACs.
9. The Acquirers have completed the acquisition of the Sale Shares on December 28, 2018 in compliance with Regulation 22(1) of the Takeover Regulations.
10. Equity Shares allotted under the Preferential Issue shall be directly credited to the respective DP accounts of the Acquirers and the PACs after the completion of the Offer Period.
11. Post Open Offer, the Acquirers and the PACs of the Target Company jointly holds 4,26,68,950 Equity Shares aggregating to 58.86% of the Diluted Share & Voting Capital of the Target Company.
12. The Acquirers and the PACs are severally and jointly accept full responsibility for the information contained in this Post-Offer PA and also for the obligations under the Takeover Regulations.
13. A copy of this Post-Offer PA will be available on the websites of SEBI and BSE and at the registered office of the Target Company.

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS & THE PACS

 SYSTEMATIX GROUP Investments Re-defined	Systematix Corporate Services Limited SEBI Registration No. INM 000004224 The Capital, A-Wing, 6th Floor, No. 603-606, Plot No. C-70, G-Block, Bandra-Kurla Complex (BKC), Bandra (East), Mumbai 400 051, Maharashtra, India. Telephone: +91-22-6704 8000; Facsimile: +91-22-6704 8022 Email: ecm@systematixgroup.in ; Website: www.systematixgroup.in Contact Person: Mr. Amit Kumar
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For himself and on behalf of the Acquirer 2, Acquirer 3 and the PAC 1 to PAC 14:
Sd/-
Dinesh Ravilal Patel ("Constituted Attorney")
Date: January 03, 2019.
Place: Mumbai.

For himself and on behalf of the Acquirer 4:
Sd/-
Rohit Vilas Kharche ("Constituted Attorney")