

December 05, 2018  
SCSL/18-19/089

The Manager  
Dept. of Corporate Services  
Bombay Stock Exchange Limited,  
Phirozejeebhoy Towers,  
Dalal Street, Fort  
Mumbai - 400 001

Dear Sir,

**Sub: Open Offer to acquire upto 1,88,46,516 Equity Shares of Rs.10/- each at a price of Rs.14/- per Equity Share of Trescon Limited (Formerly known as Pushpanjali Floriculture Limited) ("the Target Company") representing 26% of its Diluted Share & Voting Capital by the Acquirers and the PACs under Regulation 3(1) & 4 of the SEBI (SAST) Regulations, 2011.**


**Ref: Submission of Second Corrigendum to Letter of Offer ("LOF")**

In respect of the above captioned Open Offer and in furtherance to extension of the deadline for the requirement of transfer of securities only in demat form from December 5, 2018 to April 1, 2019 vide SEBI Press Release No. 49/2018 dated December 03, 2018, we have released the Second Corrigendum to LOF in all editions of Financial Express (English), in all the editions of Jansatta (Hindi), Mumbai edition of Mumbai Lakshadeep (Marathi) and Ahmedabad edition of Financial Express (Gujarati) on Wednesday, December 05, 2018 in compliance with the provisions of the Takeover Regulations.

We are enclosing herewith a copy of the Second Corrigendum for your kind perusal and request you to take this Second Corrigendum on your records and disseminate the same on your website at the earliest. We also confirm that copy of the Second Corrigendum is already filed with SEBI.

Thanking You,  
Yours truly,

For Systematix Corporate Services Limited

  
Amit Kumar  
Vice President – Investment Banking



Encl: As above.

CC: Trescon Limited (Formerly known as Pushpanjali Floriculture Limited), Ahmedabad

## 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](mailto:pushpanjaliltd@gmail.com); Web: [www.pushpanjalifloriculture.com](http://www.pushpanjalifloriculture.com)

This advertisement ("**Second Corrigendum**") 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/-** per Equity Share.

The terms used but not defined in this Second Corrigendum shall have the same meanings assigned to them in the PA, the DPS and Letter of Offer (LOF). The Shareholders are requested to note the following in relation to the Open Offer made by the Acquirers & the PACs vide the PA dated September 21, 2018:

1. The Board of Directors of the Target Company in their meeting held on December 03, 2018, has allotted 3,93,07,300 Equity Shares and 2,01,80,000 Warrants of the Target Company at a price of Rs. 14/- (Rupees Fourteen only) per Equity Shares aggregating to Rs. 5880.89 Lakh representing 82.07% of the Diluted Share & Voting Capital of the Target Company on preferential basis to the Acquirers, the PACs and Others (public shareholders) for "Cash".
2. In the Letter of Offer (LOF) dated November 29, 2018, on page 3 point no. 8 of 'Risk Factors' and in 'Procedure for tendering Equity Shares held in Physical Form' on page no 33 Para no. 7.13, we have mentioned that 'As per the proviso to Regulation 40(1) of the SEBI LODR, 2015 (notified by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018), effective from December 5, 2018, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In this Open Offer, considering the timelines of activities prescribed under the Takeover Regulations, the acceptance of tendered shares will be undertaken after December 5, 2018. Accordingly, the Public Shareholders who are holding Equity Shares in physical form and are desirous of tendering their Equity Shares in the Open Offer can do so only after the Equity Shares are dematerialized. Such Public Shareholders are advised to approach any Depository Participant (DP) to have their Equity Shares dematerialized.' However, SEBI extended the deadline for the aforesaid requirement of transfer of securities only in demat form from December 5, 2018 to April 1, 2019 vide its Press Release No. 49/2018 dated December 03, 2018.

In furtherance to the above, Physical Shareholders of the Target Company are requested to note the following:

- a. All the physical shares validly tendered in the Offer shall be accepted by the Acquirers and the PACs in terms of the Takeover Regulations.
  - b. Procedure for tendering Equity Shares held in Physical Form shall be available on SEBI's website, [www.sebi.gov.in](http://www.sebi.gov.in) and on Target Company's website [www.pushpanjalifloriculture.com](http://www.pushpanjalifloriculture.com). Shareholders holding physical shares are requested to refer the said procedure while tendering their physical shares in the Offer.
  - c. Form of Acceptance (FOA) alongwith Blank Securities Transfer Form (SH-4) and Acknowledgement shall be available on SEBI's website, [www.sebi.gov.in](http://www.sebi.gov.in) and on Target Company's website [www.pushpanjalifloriculture.com](http://www.pushpanjalifloriculture.com). Duly Signed FOA and Transfer Deed(s) together with Share Certificate(s) in case of physical shares should be dispatched by Registered Post / Courier or hand delivered to **Satellite Corporate Services Private Limited ("**Registrar to the Offer**")** to their office address as mentioned in the LOF so as to arrive not later than 18:00 hours on or before December 26, 2018 i.e. within two working days from closure of the TP.
  - d. The Target Company has uploaded 'Procedure for tendering Physical Shares in the Offer' and 'Form of Acceptance alongwith Securities Transfer Form' under "Investors" tab on their website.
3. The Acquirers and the PACs jointly & severally accept full responsibility for the information contained in this Second Corrigendum and also for the obligations of the Acquirers and the PACs laid down in the Takeover Regulations.
  4. A copy of this Second Corrigendum is expected to be available on the SEBI website at <http://www.sebi.gov.in>.

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

### 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](mailto:ecm@systematixgroup.in); Website: [www.systematixgroup.in](http://www.systematixgroup.in)

Contact Person: Mr. Amit Kumar

  
SYSTEMATIX GROUP  
Investments Re-defined

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: December 04, 2018.

Place: Mumbai.

For himself and on behalf of the Acquirer 4:

Sd/-  
Rohit Vilas Kharche ("**Constituted Attorney**")