



CHARTERED CAPITAL AND INVESTMENT LIMITED

MERCHANT BANKER

Registered & Head Office

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Ellisbridge, **Ahmedabad** - 380 006

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Branch Office

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Mumbai – 400 057

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COMPANY PROFILE

Hardcore professional approach to the assignment makes CCIIL distinct Merchant Banker amongst its competitors

- A SEBI registered Merchant Banker with over 15 years of existence
 - A hi-tech financial services company promoted and managed by hardcore professionals
 - Excellent infrastructure & manpower support
 - Established contacts & good clientele base
 - Successfully managed various public / rights issues as a Book Running Lead Manager/ Lead Manager, various takeover / buyback/ delisting offers as manager to the offer, restructuring assignments. **Almost Monopoly in Takeovers and Delisting offers because of its expertise in these fields.**
 - Financial consultant for various companies
 - Facilitating in placement of shares
 - Deep understanding of intricacies of capital market and aggressive in approach.
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THE COMPANY

One of the oldest Merchant Banker in Indian Capital Market

Chartered Capital And Investment Limited (CCIL) originally incorporated as a Private Limited Company, was converted into Public Limited Company in 1994. CCIL got Certificate of Registration to act as a category I Merchant Banker from SEBI with effect from 1st April, 1994 and started the Merchant Banking activities. With effect from 20th April, 2006, CCIL has also got Certificate of Registration to act as an Underwriter from SEBI.

CCIL entered the Capital Market in February 1995 and issued the shares on premium. The shares of the company are listed at Bombay Stock Exchange Limited (BSE) and Ahmedabad Stock Exchange Limited (ASE).

CCIL is basically engaged in Merchant Banking activities, which include Public Issue Management, Right Issue Management, Takeover assignments, Qualified Institutional Placement, Buyback offer, Delisting of securities, Placement of Equity/ Debenture/ Preference



Chartered Capital And Investment Limited

Shares, Syndicating short term and long term fund requirement of Corporate, and other related non-fund based activities.

In the arena of the Merchant Banking activities, CCIL's focus is to ensure prompt and absolutely transparent services, which are in the best interest of clients and potential investors. CCIL has managed more than 24 Public / Rights Issues as Lead Manager, acted as advisor to the issue in more than 6 Public issues and managed more than 60 Takeover Offers/ Buyback offer / Delisting offer as Manager to the Offer.

“CCIL is a one stop shop for Merchant Banking activities”



MANAGEMENT

Professionals having core competencies in the field of finance have promoted CCIL. The prime objective was to organise resources and expertise of the promoters in the respective areas within the financial markets, and offering a broad spectrum of specialised financial services.

The existing Board of Directors consists of 4 Chartered Accountants and one director is having 30 years of experience in Banking.

Apart from Board of Directors, CCIL equipped with a team of experienced professionals like Chartered Accountants, Company Secretaries, MBAs, who are strongly committed to offer efficient and timely services resulting in maximum satisfaction to its clients.



Promoters and Directors

The Board of Directors of CCIL are:

Sr. No.	Name	Designation
1	Mr. Sanatan N. Munsif	Chairman
2	Mr. Amrit Lal Sanghvi	Vice Chairman
3	Mr. Mohib N. Khericha	Managing Director
4	Mr. Ashok Kavdia	Director
5	Mr. Deepak P. Singhvi	Director

Mr. Sanatan N. Munsif (Chairman)

Has over 30 years of experience in Banking which includes 20 years with Bank of India and 10 years with American Express Bank (1979-1989), in senior positions. He has worked overseas for a considerable period and possesses the right experience to lead CCIL. He has the experience of liaisoning and finalising deals with all Financial Intermediaries and Institutions including the Reserve Bank of India, Unit Trust of India, Development Banks, Corporates etc. and guides the Company to achieve its goals.

Mr. Amrit Lal Sanghvi (Promoter and Vice Chairman)

A Chartered Accountant who is active in professional practice for over 35 years. He has established himself as well known Chartered Accountant in Ahmedabad. His



activities includes corporate finance, advising on Taxation and other allied matters. He was earlier Chairman of Finance, Economy and Banking committee of Gujarat Chamber of Commerce & Industry. He has been on the Board of Bank of Baroda for the period from September 2001 to October, 2005.

Mr. Mohib N Khericha (Promoter and Managing Director)

A Chartered Accountant who was in active practice for over 25 years, in the area of Capital structuring, Restructuring, Financial Management and Loan syndication etc. before venturing into Merchant Banking activities in the year 1994, Mr. Khericha is also Corporate Financial advisor to Kirloskar group of Companies. He is also on Board of various Public Limited Companies including Mazda Ltd, Photoquip India Ltd., Ravindu Motors Ltd., Kirloskar Power build Ltd, T D Power Systems Pvt. Ltd and Chartered Carriers Ltd.

He is having wide contacts/ relations with brokers, underwriters, NRIs and High Networth Investors and also has wide experience in marketing the issue effectively and getting accurate feedback during the IPO.



He has been Chairman of the Capital Market committee of the Gujarat Chambers of Commerce and Industry during the year 2003-04.

Mr. Ashok Kavdia (Director)

A Chartered Accountant in practice having 15 years of experience in Project Finance and other allied activities.

Mr. Deepak P. Singhvi (Director)

A Chartered Accountant with an experience of 20 years specializing in company law & finance and has been actively assisting in Merchant Banking activities since last 17 years.



INFRASTRUCTURE & HUMAN RESOURCES

Registered & Head Office

The Registered and head office of the Company is situated in the heart of the city at 711, Mahakant, Opp. V.S. Hospital, Ellisbridge, Ashram Road, Ahmedabad – 380 006. It has the spacious modern office fully equipped with all infrastructural facilities.

Branch Office

CCIL is having branch office at:

- 26, Kamdar Shopping Centre, 2nd floor, Opp Railway Station Vile Parle (East), Mumbai – 400 057.

Tel: (022) 26121742/43 & Fax (022) 26121743

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PRESENT ACTIVITIES AND ASSIGNMENTS

A one stop shop for Merchant Banking Activities

As an Investment Banker, CCIL provides solutions to corporate, who are desirous of mobilizing capital. It provides wide range of services which includes investment research, preparation of offer documents, legal compliances and post issue monitoring. There exists a long lasting relationship between the Client Company and the Investment Banker. A “Merchant Banker” could be defined as “An organization that acts as an intermediary between the issuers and the ultimate purchasers of securities in the primary security market”



CCIL provides following service

- **Management of Public Issue/ Right Issue**
- **Underwriting**
- **Management of Takeover Offer**
- **Management of Buyback and Delisting Offer**
- **Qualified Institutional Placement**
- **Valuation of Equity Shares for
ESOP/Takeover/Merger/Listing**
- **ESOP**
- **Private Placement of Debt and Equity**
- **Mergers, Amalgamations and Corporate
Restructuring**
- **Asset Reconstruction**
- **Project & Financial Management**
- **Loan Syndication**
- **Advisor to Sick Company**



PUBLIC / RIGHTS ISSUES

CCIL offers following services during Management of Public/Rights Issue:

- Advising in finalization of capital structure
- Compliance of all due-diligence formalities
- Preparation of Offer Document
- Preparation of detailed marketing plan
- Obtaining statutory and other approvals required in connection with the issue.
- Pre-Issue marketing and finalization of advertising campaign
- To act as a Syndicate Member
- Typing up underwriting and placement through book building process.
- Organizing various road-shows, Conferences, Media coverage
- Co-ordination with various intermediaries like Registrars, Bankers, Printers, Brokers, Advertisers, etc. for successful completion of the issue.
- Completion of Post-issue formalities which includes assistance in listing of securities



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CCIL has handled various Public/Right Issues as Book Running Manager/Lead Manager/Manager to the Offer, some of them are, which are recently handled:

Sr. No.	Name of the Company	Nature of Assignment	CCIL as
1.	Syncom Healthcare Ltd	Public Issue	BRLM
2.	Thinksoft Global Services Ltd	Public Issue	Co-BRLM
3.	Excel Infoways Limited	Public Issue	BRLM
4.	Alkali Metals Limited	Public Issue	Co-BRLM
5.	Birla Cotsyn (India) Limited	Public Issue	Co-BRLM
6.	Rathi Bars Limited	Public Issue	Lead Manager
7.	Celestial Labs Limited	Public Issue	Lead Manager
8.	Ankit Metal & Power Ltd	Public Issue	BRLM
9.	Decolight Ceramics Ltd	Public Issue	Co-BRLM
10.	Gremach Infrastructure Equipments & Project Ltd	Public Issue	Co-BRLM
11.	Bhagwati Banquets & Hotels Ltd	Public Issue	BRLM
12.	AMD Metplast Limited	Public Issue	BRLM
13.	Kew Industries Limited	Public Issue	Lead Manager
14.	Kamdhenu Ispat Limited	Public Issue	Lead Manager
15.	Spice Net Limited	Right Issue	Lead Manager
16.	MSK Projects (India) Ltd	Public Issue	Lead Manager
17.	DENA BANK	Public Issue	Co-Manager to Issue
18.	Kaycee Industries Ltd	Right Issue	Lead Manager
19.	Money Matters Financial Services Limited (Formerly Dover Securities Limited)	Right Issue	Lead Manager
20.	Shri Nataraj Ceramic And Chemical Industries Limited	Right Issue	Lead Manager



TAKEOVERS

Takeover is technically known as Substantial Acquisition of Shares. The purpose of a Takeover is to gain management control of the Target Company. Plans of Horizontal Diversification, Elimination of Competition, Backward and Forward Integration are the motives behind any Takeover bid. The Taking-over Company buys the shares of the Target Company by making an offer to the existing shareholders at a specified price.

In takeover offers, a **Merchant Banker** has to be appointed to manage the acquisition of shares. The process starts with the Acquirer executing an MOU with us. The Due Diligence exercise is carried out in accordance with the relevant SEBI Rules/Regulations/Guidelines and the Public Announcement and offer document is prepared and submitted to SEBI for their observation. **CCIL** also undertakes preparation of the legal documentation connected with Takeover.



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CCIL has handled various Takeover offers as Manager to the Offer, some of them are:

Sr. No.	Name of the Clients
1.	Ak Spintex Ltd
2.	Alkyl Amines Chemicals Ltd
3.	Amit Spinning Industries Ltd
4.	Anand Lease Finance Limited
5.	Anil Special Steel Industries Ltd
6.	Asian Oilfield Services Ltd
7.	Bhilwara Texfin Limited
8.	Bluechip Stockspin Limited
9.	Brahmaputra Infraproject Ltd
10.	Commitment Capital Services Ltd.
11.	Consolidated Securities Ltd
12.	Contech Software Ltd
13.	Corporate Merchant Bankers Limited
14.	Devasara Gas Chem Ltd
15.	Dhruv Makhan (India) Limited
16.	Dover Securities Ltd
17.	Duroflex Engineering Limited
18.	Eweb Univ Limited
19.	Facts Securities Ltd
20.	Fusion Fittings (India) Ltd.
21.	Gujarat Guaranty & Financials Ltd
22.	IFL Promoters Limited
23.	IID Forgings Ltd. (presently known as Arshhiya International Technology Ltd.)
24.	IMP Finance Ltd
25.	Insul Electronics Ltd
26.	Integrated Capital Services Ltd
27.	Intra Infotech Limited
28.	J K Jute Mills Company Limited
29.	Jaipur Polyspin Ltd



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30.	Kriti Industries (India) Ltd
31.	La-Mere Apparels Limited
32.	Madan Financial Services Ltd
33.	Mafatlal Finance Company Limited
34.	Magnum Limited
35.	Marda Commercial & Holding Ltd
36.	Mayur Uniquoters Ltd
37.	Moving Picture (Company) India Limited
38.	Multipurpose Trading And Agencies Limited
39.	Nam Credit & Invest. Consultants Ltd
40.	Natraj Commercial Enterprises Ltd
41.	Navkar Builders Limited
42.	Network Limited
43.	New Horizon Leasing & Finance Limited
44.	Niryat Sam Apparels (India) Ltd
45.	Rana Sugars Limited
46.	RGN Securities And Holdings Ltd
47.	Rubfila International Ltd
48.	S & Y Mills Ltd
49.	Sarika Paints Ltd
50.	Shri Chlochem Ltd
51.	Som Dutt Finance Corporation
52.	Spentex Industries Limited
53.	Sunil Healthcare Ltd.
54.	The Pratappur Sugar & Inds Ltd
55.	TRC Financial Services Ltd
56.	Vanasthali Textiles Industries Limited
57.	Woolite Mercantile Company Ltd
58.	Ravindra Trading & Agencies Limited
59.	Natraj Financial & Service Limited
60.	Lifestyle Fabrics Limited



BUYBACK

Buyback is a tool in the hands of the managements of cash rich companies for:-

- Enhancing the intrinsic worth of shares by cutting the flab of floating stock
- Making the company closely held and getting the same delisted
- Defense against hostile takeover attempts
- The procedure for buyback involves compliance of the provisions of Company Law and SEBI Regulations.

The Buyback process starts with the company executing an MOU with Merchant Banker. The Due Diligence exercise is carried out in accordance with the relevant SEBI Rules/Regulations/Guidelines and the Public Announcement and offer document are prepared.

List of Buyback offers handled

Sr. No.	Name of the Clients
1.	Winsome Textiles Limited
2.	Kemp & Company Ltd.
3.	ANG Auto Limited



DELISTING

Delisting is an exit-route available under SEBI (Delisting of Equity Shares) Regulations, 2009, to the company whose shares are listed on recognized stock-exchange. Where exit opportunity through Reverse Book Building is to be given to the shareholder, a Merchant Banker is required to be appointed by the Promoter to complete the Delisting process.

List of “Delisting of Securities” handled

Sr. No.	Name of the Clients
1.	Shree Nirman Ltd
2.	Bagrry India Ltd
3.	Accurate Traders Ltd
4.	KPL International Ltd.
5.	DLF Commercial Developers Limited
6.	UP Twiga Fiberglass Ltd
7.	Sealord Containers Ltd.
8.	Azimuth Investments Limited
9.	Datt Mediproducts Limited
10.	Mayuka Investment Limited
11.	Subhadra Trade and Finance Limited
12.	Agro Chem Punjab Limited
13.	Bagrrys Finance Limited
14.	Dhankari Investments Limited
15.	Lifetree Convergence Limited
16.	Lucrative Leasing Finance And Investment Company Limited



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17.	Parteek Finance and Investment Company Limited
18.	Sharda Solvents Limited
19.	Umananda Trade & Finance Limited
20.	Ajay Home Products Limited
21.	Ankita Pratisthan Limited
22.	Mothersonsumi Infotech & Design Ltd
23.	Niryat Sam Apparels (India) Ltd
24.	Maneesha Finlease Limited
25.	Sai Service Station Limited



QUALIFIED INSTITUTIONS PLACEMENT (QIP)

In Qualified Institutions Placement, a **Merchant Banker** has to be appointed to manage the issue and allotment of the securities as per the SEBI DIP Guidelines. The process starts with the Company executing an MOU with us. The Due Diligence exercise is carried out in accordance with the relevant SEBI Rules/Regulations/Guidelines and the offer document is prepared and submitted to the stock Exchanges. The Offer Document is circulated either in electronic form or physical form to the QIBs along with the Bid Cum Revision Form. The final Offer Document is filed with SEBI for record purpose.

CCIL has completed the QIP of Ganesh Housing Corporation Limited amounting to Rs. **22500 Lacs**.

List of QIPs

Sr. No.	Name of the Clients
1.	Ganesh Housing Corporation Limited
2.	Birla Power Solutions Limited



**VALUATION OF EQUITY SHARES FOR
ESOP/TAKEOVER/MERGER/LISTING**

List of Valuations

Sr. No.	Name of the Clients	Purpose of Valuation
1.	AlertMe.com Ltd	ESOP
2.	Alstom Projects India Ltd.	Valuation
3.	American Express Bank	Valuation
4.	Dalmia Cement Meghalaya Ltd.	Listing
5.	Diamond Management & Technology Consultants Inc.	ESOP
6.	Edwards Lifesciences Corporation	ESOP
7.	Gateway Rail Freight Ltd	FBT Valuation
8.	Goodluck Steel Tubes Ltd.	Listing
9.	Gopal Iron & Steel Co. (Gujarat) Ltd.	Listing
10.	Honeywell International Inc	ESOP
11.	i2 Technologies Inc	ESOP
12.	Indiabulls Securities Ltd.	Listing
13.	Konark Minerals Ltd.	Listing
14.	Media Video Ltd.	Listing
15.	OCL India Ltd	Listing
16.	Rids Securities Limited	Listing
17.	Rollatainers Ltd.	Listing
18.	Sanjay Leasing Limited	Listing
19.	Seax Global Ventures Limited	Listing
20.	Secure Meters Ltd.	Valuation according to RBI Guidelines
21.	Spencer Stuart Management Consultants N.V.	ESOP
22.	VTM Limited	Listing



ESOS & ESPS

Employee Stock Option Scheme (ESOS) and Employee Stock Purchase Scheme (ESPS) are designed by the Companies to give an option to the Employees of the Company to purchase the Shares of the Company at a later stage at a specified price as a right.

The Purpose of ESOS & ESOP is to retain the Valuable Employees of the Companies by offering them Benefit in terms of Shares of the Company at a specified price. The ESOS & ESOP involves the Preparation of Scheme, Preparation of various Schedules, Agreements Certification of Compliance of the Guidelines, Listing Compliances Required under Listing Agreement with Stock Exchanges in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.



List of ESOS & ESPS Assignments

Sr. No.	Name of the Clients
1.	Arshiya International Limited
2.	Cera Sanitaryware Ltd
3.	HCL Infosystems Limited
4.	Indiabulls Financial Services Limited
5.	Jamuna Auto Industries Ltd.
6.	KEI Industries Limited
7.	KLG Systel Limited
8.	Nalwa Sons Investment Limited (Formally Jindal Strips Limited)
9.	Omaxe Limited
10.	ORG Informatics Limited
11.	Polaris Software Lab Limited



DEMUTUALISATION

Ahmedabad Stock Exchange Limited (hereinafter, referred as “company”, “the Exchange”, or “ASEL”) was required to reduce the shareholding of its Trading members of the Exchange up to 49% of the Equity capital of the company i.e. minimum 51% holding is required to be owned by non-trading members of any recognised Exchange as per The Stock Exchange - Ahmedabad (Corporatisation And Demutualisation) Scheme, 2005, notified by Securities and Exchange Board of India in the Official Gazette on 15 the September, 2005.

CCIL was appointed to advise and manage the process of Demutualisation by Ahmedabad Stock Exchange Ltd and the same was successfully completed by the CCIL.



Merchant Banking assignments in Hand

Sr. No.	Name of the Company	Nature of Assignment	Stage	CCIL as
1.	Sea TV Network Limited	Public Issue	Observation Letter Received	BRLM
2.	Aravali Infrapower Limited	Public Issue	Observation Letter Received	BRLM
3.	J P Infrastructure Ltd	Public Issue	Preparation of DRHP	BRLM
4.	RDB Rasayan Ltd	Public Issue	Preparation of DRHP	BRLM
5.	Gyscoal Alloys Ltd	Public Issue	DRHP filed with SEBI	BRLM

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