

SUPRA INDUSTRIAL RESOURCES LIMITED

(CIN: L65999DL1985PLC019987)

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OPEN OFFER FOR ACQUISITION OF 65,000 (SIXTY FIVE THOUSAND) EQUITY SHARES OF RS. 10 EACH FROM THE SHAREHOLDERS OF SUPRA INDUSTRIAL RESOURCES LIMITED (HEREINAFTER REFERRED TO AS ("SUPRA"/ "SIRL"/ "TARGET COMPANY"/ "TC")) BY MR. SAGAR SHASHIKANT KHONA, MRS. KINJAL BHAVIN KHONA, MRS. NIDHI SAGAR KHONA AND MR. BHAVIN SHASHIKANT KHONA (HEREINAFTER REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH REGULATION 4 OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")

This Pre-Offer Advertisement-cum-Corrigendum to the Letter of Offer is issued by Corporate Makers Capital Limited ("Manager to the Offer") for and on behalf of Mr. Sagar Shashikant Khona, Mrs. Kinjal Bhavin Khona, Mrs. Nidhi Sagar Khona and Mr. Bhavin Shashikant Khona (hereinafter collectively referred as "the Acquirers") pursuant to Regulation 18(7) of Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations, 2011), in respect of the Open Offer to acquire upto 65,000 Equity Shares of Rs. 10 each of Supra Industrial Resources Company ("Target Company") at a price of Rs. 9/- per Equity Share, representing 26.00% of the Voting Share Capital of the Target Company. The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published in all editions of Financial Express and Jansatta at New Delhi on 05th July 2024.

THE EQUITY SHAREHOLDERS OF THE TARGET COMPANY ARE REQUESTED TO KINDLY NOTE THE FOLLOWING INFORMATION RELATED TO THE OPEN OFFER:

- Offer Price:** The Offer Price is price of Rs. 9/- (Rupees Nine only) per Equity Share ("Offer Price"). The Offer Price will be paid in cash in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011 and subject to terms and conditions as mentioned in Public Announcement ("PA"), Detailed Public Statement ("DPS"), Corrigendum to PA & DPS, Letter of Offer. There has been no revision in Offer Price.
- Recommendation of the Committee of Independent Directors ("IDC"):** The Committee of Independent Directors has issued recommendation on the Offer, which was published on 20th August 2024, in the Jansatta & Financial Express newspapers and the same are as under:

Recommendation on the Open Offer, as to whether the offer is fair and reasonable	Based on the review of the Public Announcement (PA), Detailed Public Statement (DPS) and Corrigendum to PA & DPS issued by the Manager to the Offer on behalf of the Acquirer(s), IDC Members believe that the offer is fair and reasonable and in line with SEBI SAST Regulations, 2011. Further, IDC Members confirm that the Target Company has not received any complaint from the shareholders regarding the Open Offer process, valuation price or method of valuation.
Summary of reasons for recommendation	IDC has evaluated the PA, DPS, Corrigendum to PA & DPS and DLOO issued / submitted by Corporate Makers Capital Limited (Manager to the Offer) for and on behalf of the Acquirers and believe that the Offer Price of Rs. 9/- (Rupees Nine only) per fully paid-up Equity Shares ("Offer Price") offered by the Acquirers being the highest price amongst the selective criteria is in line with the Takeover Regulations and prime face appears to be fair and reasonable. The Shareholders of the Target Company are advised to independently evaluate the Offer and take informed decision whether or not to offer their shares in the Open Offer.

- The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The dispatch of Letter of Offer (along with Form of Acceptance & acknowledgment) to the Public Shareholders as on the identified date i.e. 04th September 2024 is in accordance with Regulation 18(2) of SEBI (SAST) Regulations, 2011 and has been completed (either through electronic or physical mode) on 11th September 2024.
- The Letter of Offer is also available on SEBI's website (www.sebi.gov.in) and is available on the Manager to the Offer website (www.corporatemakers.in) and the shareholders can also apply by downloading the form of acceptance from the websites as mentioned above.
- The Public Shareholders are requested to refer to Section IX (Procedure for Acceptance and Settlement of the Open Offer) of the Letter of Offer in relation to, inter alia, the procedure for tendering their Equity Shares in the Open Offer and are also required to adhere to and follow the procedure outlined therein. A summary of the procedure for tendering Equity Shares in the Offer is below:
 - In case of Equity Shares held in dematerialized form:** Public Shareholders who desire to tender their Equity Shares in the dematerialized form under the Offer and as per the procedure specified in paragraph 9.2 of the Letter of Offer.
 - In case of Equity Shares held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Open Offer through the selling broker by providing the relevant information and documents as mentioned in paragraph 9.3 of the Letter of Offer along with Form SH-4.
 - In case of non-receipt of Letter of Offer:** Public Shareholders may (i) download the same from SEBI website (www.sebi.gov.in) and can apply by using the same; or (ii) obtain a physical copy of the same from Registrar to the Offer on providing suitable documentary of holding the Equity Shares. Alternatively, in case of non-receipt of the Letter of Offer, Public Shareholders holding the Equity Shares may participate in the Open Offer by providing their application in plain paper in writing signed by all shareholder(s) stating name, address, number of Shares held, Client ID number, DP name, DP ID number, number of Shares being tendered and other relevant documents as mentioned in the Letter of Offer. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE/MSEI before the Offer Closing Date.
- The Draft Letter of Offer was submitted to SEBI on 12th July 2024, in accordance with Regulation 16(1) of the SEBI (SAST) Regulations, 2011. All observations from SEBI via letter number SEBI/HO/CFD/CFD-RAC-DCR2/P/OW/2024/000028098/1 dated 02nd September 2024, have been duly incorporated in the Letter of Offer, according to Regulation 16(4) of the SEBI (SAST) Regulations, 2011.
- There have been no other material changes in relation to the Offer, since details of the Public Announcement dated 28th June 2024, save as otherwise disclosed in the Detailed Public Statement and the Letter of Offer and the changes disclosed in the Corrigendum and published on dated 12th July 2024 in Financial Express and Jansatta.
- As of the date of this Offer Opening, no statutory approvals were required by the Acquirers to complete this Offer. However, in case of any statutory approval being required by the Acquirers at a later date before the closure of the Tendering Period, the Offer may be subject to all such statutory approvals and the Acquirers shall make the necessary applications for such approvals.
- Kindly take note that in view of "Notice No.- 20240914-4" dated 14th September 2024 from BSE ("Stock Exchange") and "Notification No. PHD-1124/C.R.106/Japuk (29)" dated 13th September 2024 ("Gazette Notification") September 18, 2024 is declared as public holiday declared. Therefore, except following Schedule of Activities nothing has been changed after dispatch of Letter of Offer to the eligible shareholders of the Target Company:

Tentative Schedule of Activities	Original Schedule of Activities Day and Date as mentioned in Letter of Offer dispatched to eligible shareholders	Revised Schedule of Activities Day and Date (At the time of filing of Letter of Offer)	Updated Schedule of Activities pursuant to Open Offer
Date of the Public Announcement	Friday, 28 June 2024	Friday, 28 June 2024	Friday, 28 June 2024
Date of publication of the Detailed Public Statement	Friday, 05 July 2024	Friday, 05 July 2024	Friday, 05 July 2024
Date of publication of Corrigendum to Public Announcement and Detailed Public Statement	Friday, 12 July 2024	Friday, 12 July 2024	Friday, 12 July 2024
Last date of filing of Draft Letter of Offer with SEBI	Friday, 12 July 2024	Friday, 12 July 2024	Friday, 12 July 2024
Last date for a Competing Offer [^]	Monday, 29 July 2024	Monday, 29 July 2024	Monday, 29 July 2024
Last Date for receipt of SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought any clarifications or additional information from the Manager)	Monday, 05 August 2024	Monday, 02 September, 2024#	Monday, 02 September, 2024#
Identified Date*	Wednesday, 07 August 2024	Wednesday, 04 September 2024	Wednesday, 04 September 2024
Last Date by which Letter of Offer will be dispatched to the Shareholders after incorporating SEBI's comments to the Draft Letter of Offer, is required to be dispatched to the Public Shareholders whose names appear on the register of members on the Identified Date	Wednesday, 14 August 2024	Wednesday, 11 September 2024	Wednesday, 11 September 2024
Last date by which an independent committee of the Board of Target Company shall give its recommendation	Tuesday, 20 August 2024	Tuesday, 20 August 2024	Tuesday, 20 August 2024
Last Date for revising the Offer Price/Offer Size	Tuesday, 20 August 2024	Tuesday, 17 September 2024	Tuesday, 17 September 2024
Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspaper	Wednesday, 21 August 2024	Tuesday, 17 September 2024	Tuesday, 17 September 2024
Date of commencement of tendering period (Offer Opening Date)	Thursday, 22 August 2024	Wednesday, 18 September 2024	Thursday, 19 September 2024**
Date of expiry of tendering period (Offer Closing Date)	Wednesday, 04 September 2024	Tuesday, 01 October 2024	Thursday, 03 October 2024**
Date by which all requirements including payment of consideration would be completed	Wednesday, 18 September 2024	Wednesday, 16 October 2024	Thursday, 17 October 2024

* Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of Equity Shares of the Target Company (except the Acquirers and the parties to the Share Purchase Agreement) are eligible to participate in the Offer any time before the closure of the Offer.

** Kindly take note that Offer Opening Date has been changed from 18 September 2024 to 19 September 2024 and Offer Closing Date has been changed from 01 October 2024 to 03 October 2024 and the same will not prejudice to the interest of shareholders of the Target Company.

The Acquirer accept the responsibility for the information contained in this Advertisement and also for the obligations of the Acquirer as laid down in the SEBI(SAST) Regulations, 2011 and subsequent amendments made thereof. All other terms and condition of the Offer shall remain unchanged. This Advertisement will also be available on the website of SEBI i.e www.sebi.gov.in

Issued by the Manager to the Open Offer



Corporate Makers Capital Limited
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SEBI Registration Number: INM000013095
Validity: Permanent
CIN: U65100DL1994PLC063880

For and on behalf of

Sd/- Sagar Shashikant Khona Acquirer 1	Sd/- Kinjal Bhavin Khona Acquirer 2	Sd/- Nidhi Sagar Khona Acquirer 3	Sd/- Bhavin Shashikant Khona Acquirer 4
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Date: 16-09-2024

Place: New Delhi