

June 25, 2024

To,
The General Manager,
Department of Corporate Services, **BSE Limited**P.J.Towers, Dalal Street,
Mumbai – 400 001

By E-Mail

Dear Sir(s),

BSE Scrip Code: 522029; NSE Symbol: WINDMACHIN

<u>Sub: Detailed Public Statement in relation to the open offer to the equity shareholders of Windsor Machines</u>
<u>Limited under the Securities and Exchange Board of India (Substantial acquisition of Shares and Takeovers)</u>

Regulations 2011, as amended ("Takeover Code")

We, Choice Capital Advisors Private Limited (SEBI Regn. No. INM000011872), have been appointed as Managers to the Open Offer ("Open Offer") to the equity shareholders of Windsor Machines Limited ("Target Company"), a company listed on The BSE Limited and the National Stock Exchange of India Limited (NSE) The Open Offer is being made pursuant to Regulations 3(1) and 4 read with 13(1) and 15(1) of the Takeover Code for the purpose of substantial acquisition of equity shares and control by Plutus Investments and Holding Private Limited ('Acquirer').

The Open Offer is to acquire upto **1,68,82,268** (One Crore Sixty Eight Lakhs Eighty Two Thousand Two Hundred and Sixty Eight) Equity Shares of face value of ₹ 2/- each ("Equity Shares") representing 26.00% fully paid-up equity shares capital of the Target Company on a fully diluted basis as of the 10th (tenth) working day from the closure of the tendering period of the Open Offer at a price of ₹ **100.00** (Rupees One Hundred Only) per fully paid Share, consequent to the acquisition of 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares, constituting 53.90% of the Voting Share Capital of the Target Company through Share Purchase Agreement dated June 18, 2024 ("SPA") entered into between the Acquirer and Castle Equipments Private Limited, the promoter seller.

In this connection, we enclose herewith the Detailed Public Statement in .pdf format along with the following documents:

- a) DPS as published in Financial Express (English National Daily) with nationwide circulation
- b) DPS as published in Jansatta (Hindi National Daily) with nationwide circulation
- c) DPS as published in Mumbai Lakshadeep (Marathi Daily) for Stock Exchange where the shares of the Target Company are listed and where the Registered Office of the Target Company is located.

Thanking you,

Yours faithfully, For Choice Capital Advisors Private Limited (SEBI Regn. No. INM000011872

NIMISHA Digitally signed by NIMISHA VIKAS JOSHI Date: 2024.06.25 12:34:05 +05'30'

Nimisha Joshi Vice President Contact No. 9819252365

Encl.:- a.a.

SEBI Regn. No. INM000011872

Choice Capital Advisors Pvt. Ltd.
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CIN No. U65990MH2010PTC198262
SEBI Regn. No. INM000011872
www.choiceindia.com

WINDSOR MACHINES LIMITED

Registered Office: 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, L B S Road, Thane (W) - 400 604, MaharashtraTel. No.: +91 22 25836592; Fax: +91 22 25836285; Email: cs@windsormachines.com Website: www.windsormachines.com; Corporate Identification Number: L99999MH1963PLC012642

OPEN OFFER FOR ACQUISITION OF UP TO 1.68.82.268 (ONE CRORE SIXTY EIGHT LAKH EIGHTY TWO THOUSAND TWO HUNDRED AND SIXTY EIGHT) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES"), REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE TOTAL VOTING SHARE CAPITAL (DEFINED BELOW), OF WINDSOR MACHINES LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (DEFINED BELOW), BY PLUTUS INVESTMENTS AND HOLDING PRIVATE LIMITED ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

THIS DETAILED PUBLIC STATEMENT ("DPS") IS BEING ISSUED BY CHOICE CAPITAL ADVISORS PRIVATE LIMITED, ("MANAGER TO THE OFFER" OR "MANAGER"), FOR AND ON BEHALF OF THE ACQUIRER IN COMPLIANCE WITH REGULATIONS 3 (1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SEBI (SAST) REGULATIONS, PURSUANT TO THE PUBLIC ANNOUNCEMENT DATED JUNE 18 2024, ("PA") IN RELATION TO THE OPEN OFFER, FILED WITH BSE LIMITED ("BSE"), NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) (COLLECTIVELY REFERRED TO AS "STOCK EXCHANGES") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") AND WITH THE TARGET COMPANY ON JUNE 18, 2024, IN TERMS OF REGULATIONS 14(1) AND 14(2) OF THE SEBI (SAST) REGULATIONS.

For the purposes of this DPS, the following terms would have the meaning assigned to them herein below:

- "Equity Shares" or "Shares" shall mean the fully paid-up Equity Shares having a face value of ₹ 2/- (Rupees Two Only) each of the Target Company.
- "Identified Date" shall mean the date falling on the 10th (tenth) Working Day prior to the commencement of the "Public Shareholders" shall mean all the equity shareholders of the Target Company, other than: (i) the
- Acquirer;(ii) promoter other than the selling shareholder; and (iii) the parties to the Share Purchase Agreement (defined below), pursuant to and in compliance with the SEBI (SAST) Regulations;
- "Sale Shares" shall mean 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company held by the Seller on the date of the SPA (as defined below), constituting 53.90% (fifty three point nine zero percent) of Total Voting Share Capital of the Target Company:
- "SEBI" shall mean the Securities and Exchange Board of India;
- "Seller" / "Promoter Seller" shall mean Castle Equipments Private Limited, one of the Promoters of the Target Company, as disclosed in its publicly available shareholding pattern for the quarter ended March 31, 2024,
- "Share Purchase Agreement" or "SPA" shall mean the Share Purchase Agreement dated June 18, 2024 executed between the Acquirer and Seller, pursuant to which the Acquirer has agreed to acquire 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company constituting 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital of the Target Company at a price of₹ 100//- (Rupees One Hundred Only)
- "SPA date" shall mean the execution date of the SPA;
- "Stock Exchanges" shall mean BSE and NSE.
- "Tendering Period" shall mean the period of 10 (ten) Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be disclosed in the LOF
- "Total Voting Share Capital" shall mean the total voting share capital of the Target Company on a fully diluted basis as of the 10th (tenth) Working Day from the closure of the Tendering Period of the Open Offer
- "Working Day" shall mean any working day of SEBI, Mumbai. ACQUIRER, SELLER, TARGET COMPANY AND OFFER
- A. INFORMATION ABOUT THE ACQUIRER
- Plutus Investments and Holding Private Limited ("Acquirer"):
- The Acquirer is a private company limited by shares incorporated in India on December 09, 2021, under the
- Companies Act, 2013. The Corporate Identity Number of the Company is U65990GJ2021PTC127865.
- The primary business of the Acquirer is to invest, acquire and hold, sell, buy or otherwise deal in shares and securities and other financial instruments whether listed on recognized stock exchanges or otherwise in
- There has been no change in the name of the Acquirer since its incorporation
- The Acquirer does not belong to any group
- No other person is acting in concert with the Acquirer for the purpose of this Open Offer
- 1.6 As on date of the DPS, the Acquirer is not listed on any stock exchange 1.7 The authorised capital of the Acquirer is ₹ 125,00,00,000 (Rupees One Hundred and Twenty Five Crore
 - Only) comprising of 12,50,00,000 (Twelve Crore Fifty Lakh) equity shares of ₹ 10/- (Rupees Ten Only) each. The total issued and paid-up capital of the Acquirer is ₹120,00,00,000 (Rupees One Hundred and Twenty Crore Only) comprising of 12,00,00,000 (twelve crore) equity shares of ₹ 10/- (Rupees Ten Only) each. The shareholding pattern of the Acquirer is as under

Name	Category	Number of Shares held (%)			
Ramesh Keshubhai Siyani	Promoter	6,00,06,000 (50.005%)			
Arpit Khandelwal	Promoter	5,99,94,000 (49.995%)			
Total 12,00,00,000 (100.000%)					
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- 1.8 The registered office of the Acquirer is located at Chamber No: 1, Second Inning, 150 Feet Ring Road, Rajkot - 360 005, Gujarat The Acquirer does not hold any Equity Shares of the Target Company as on the date of this DPS. Further.
- the Acquirer has not acquired any equity shares after the date of the PA. The directors and key managerial personnel of the Acquirer do not hold any Equity Shares of or voting rights in the Target Company. None of the directors of the Acquirer are on the board of directors of the Target Company The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of the provisions of
- Section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") or under any other regulation made under the SEBI Act. The Acquirer has not been categorized or declared as "wilful defaulter" by any bank or financial institution or
- consortium thereof in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, in terms of Regulation 2(1) (ze) of the SEBI (SAST) Regulations. None of the Directors or key managerial personnel of the Acquirer have been categorized as a "fugitive
- economic offender" under Section 12 of Fugitive Economic Offender Act, 2018, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations. The key financial information of the Acquirer on the basis of the standalone audited financial information for
- the financial years ending March 31, 2024, March 31, 2023, and March 31, 2022, are as follows

(₹ in lakh, except per share data)

Particulars	Audited Financial Statements for the Financial Year ending March 31		
	2024	2023	2022
Total Revenue (including other income)	18.90	30.57	0.02
Profit/(Loss) after tax	(280.69)	(48.02)	(11.52)
Earnings per Share (EPS) (In ₹)	(0.42)	(1.04)	(11.52)
Net Worth	11,659.89	1,940.58	(1.52)

The net worth of the Acquirer as on March 31, 2024, is ₹ 116.59 Crore (Rupees One Hundred Sixteen Crore Fifty Nine Lakh Only) and the same is certified through Mr. Dhiraj Lalpuria, (Membership No. 146268), Partner M/s SK Patodia & Associates, LLP, Chartered Accountants, Firm registration Number, 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai – 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024, bearing Unique Document Identification Number (UDIN) - 24146268BKCSPJ3866

INFORMATION ABOUT THE SELLER

- The Seller is a private company limited by shares
- There has been no change in the name of the Seller since its incorporation
- The Promoter Seller forms part of the promoter and promoter group of the Target Company, and prior to the execution of the SPA it held 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the Voting Share Capital of the Target Company. Pursuant to the execution of the SPA on June 18. 2024, the Acquirer has agreed to purchase 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the equity share capital of the Target Company from the Promoter
- The registered office of the Promoter Seller is located at 1, Parijat Mulund Sahakar Vishwa CHS., Hira Nagar, Nahur Road, Mulund (W), Mumbai, Maharashtra, India, 400080
- The details of the Promoter Seller, are as under

Sr. No	Name of the Seller	Part of	Details of s	shares / voting	rights held b	y the Seller
		Promoter/	Pre-Transaction		Post Tra	nsaction
		Promoter group	No. of equity shares	% of total voting share capital	No. of equity shares	% of total voting share capital
1.	Castle Equipments Private Limited	Yes	3,50,00,000	53.90	Nil	Nil
	Total		3,50,00,000	53.90	Nil	Nil

Pursuant to the consummation of the underlying transaction (contemplated under the SPA) and the Open Offer, subject to compliance with the SEBI (SAST) Regulations, the Acquirer will acquire control over the Target Company and will become the promoter of the Target Company in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"). Further, pursuant to the consummation of the underlying transaction of sale of the Sale Shares to the Acquirer, the Seller along with the other promoter, Ghodbunder Developers Private Limited is desirous that they cease to be the Promoters of the Target Company and be reclassified as public shareholders in accordance with the procedures contained in the SEBI (LODR) Regulations

The Seller is not prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or under any other regulation made under the SEBI.

C. INFORMATION ABOUT THE TARGET COMPANY

- The Target Company is a public company limited by shares. It was incorporated on May 04, 1963, under the provisions of Companies Act. 1956, with the Registrar of Companies, Maharashtra, Mumbai as Windsor Engineering Private Limited vide Certificate of Incorporation bearing registration no. 12642. The Company was converted to a public limited company and the name of the Company was changed to R.H.Windsor (India) Limited vide certificate dated April 14, 1964. The name of the Company was once again changed to Klockner Windsor India Limited vide certificate dated March 07, 1986. The name of the Company was once again changed to DGP Windsor India Limited vide certificate dated June 03, 1994, and to its current name vide certificate dated February 15, 2005. There has been no change in the name of the Target Company in the last 3 (three) years.
- The Registered Office of the Target Company is located at 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, LBS Road, Thane (W) - 400 604, Maharashtra. There has been no change in the registered office of the $company in the \ last\ 3 \ (three)\ years. The\ CIN\ Number\ of\ the\ Company\ is\ L99999MH1963PLC012642.$
- The Target Company is primarily engaged in the business of manufacturing plastic injection moulding machines and extrusion machines for pipe extrusion and blown film extrusion catering to a wide variety of application segments ranging from household, furniture, industrial, medical, infrastructure, automobiles and the electrical
- The authorized Equity Share Capital of the Target Company is ₹ 40,00,00,000 /- (Rupees Forty Crore Only) comprising 20,00,00,000 (twenty crore) Equity Shares of face value ₹ 2/- (Rupees Two Only) each. The issued, subscribed and paid-up Equity Share Capital of the Target Company as on the date is ₹ 12,98,63,600/- (Rupees Twelve Crore Ninety Eight Lakh Sixty Three Thousand Six Hundred Only) comprising 6,49,31,800 (Six Crore Forty Nine Lakh Thirty One Thousand Eight Hundred) Equity Share of face value ₹2/- (Rupees Two Only) each.

- As on date of this DPS, the Voting Share Capital is as follows
 - Issued and Paid-up Equity Share No. of shares/voting rights | % of shares/voting rights of Target Company 6,49,31,800 100.00 Fully paid-up Equity Shares Partly paid-up Equity Shares 6,49,31,800 100.00 Total paid-up Equity Shares Total Voting Rights in Target Company 6,49,31,800 100.00
- As on the date of this DPS, there is only one class of Equity Shares and there are no: (i) partly paid-up Equity Shares; (ii) Equity Shares carrying differential voting rights; and/ or (iii) outstanding convertible instruments (such as depository receipts, fully convertible debentures, warrants, convertible preference shares, etc.) issued by the Target Company which are convertible into Equity Shares of the Target Company
- The Equity Shares of the Target Company are presently listed on BSE (Scrip Code: 522029 and NSE (Symbol: WINDMACHIN). The ISIN of the Equity Shares is INE052A01021. The entire issued, subscribed and paid-up share capital of the Target Company is listed on the Stock Exchanges and has not been suspended from trading by any of the Stock Exchanges. The Equity Shares of the Target Company have not been delisted from any stock
- The Equity Shares are frequently traded on the stock exchanges in terms of the explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations. (Source: www.bseindia.com; www.nseindia.com). (Further details provided in Part IV (Offer Price) below of this DPS).
- The promoters of the Company are Castle Equipments Private Limited and Ghodbunder Developers Private Limited. (Source: www.bseindia.com; www.nseindia.com)
- The key financial information of the Target Company as extracted from its audited consolidated financial statements as at and for each of the three financial years ended March 31, 2024, March 31, 2023, and March 31, 2022 are as follows:

(₹ in lakh, except per share data)

Particulars	Financial Year ended March 31, 2024 (Audited)	Financial Year ended March 31, 2023 (Audited)	Financial year ended March 31, 2022 (Audited)
Total Income	35,691.75	38,410.33	37,186.80
Profit / (Loss) After Tax	(771.38)	464.20	222.48
Earnings Per Share (Basic and Diluted)	(1.19)	0.71	0.34
Net Worth	26,669.01	28,027.97	28,421.62

D. DETAILS OF THE OFFER:

- This Offer is made by the Acquirer in terms of Regulation 3 (1) and 4 of SEBI (SAST) Regulations, pursuant to the execution of SPA for the substantial acquisition of shares/voting rights and control over the Target Company, to all the Public Shareholders, to acquire up to 1,68,82,268 (one crore sixty eight lakh eight two thousand two hundred sixty eight) Equity Shares ("Offer Shares") representing 26.00% (twenty six percent) of the Total Voting Share Capital ("Offer Size"), at an offer price of ₹ 100/- (Rupees One Hundred Only) per Equity Share ("Offer Price"), aggregating to a total consideration of up to ₹168,82,26,800 /- (Rupees One Hundred Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only), ("Maximum Consideration").
- The Offer Price shall be payable in cash by the Acquirer in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the letter of offer ("LOF"). The Offer is not conditional on any minimum level of acceptance by the Public Shareholders in terms of Regulation
- 19 of the SEBI (SAST) Regulations The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The Equity Shares of the Target Company will be acquired by the Acquirer as fully paid up, free from all lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Equity Shares on the foregoing basis If the aggregate number of Equity Shares validly tendered by the Public Shareholders under this Open Offer is
- more than the Offer Size, the Acquirer shall accept the Equity Shares on a proportionate basis, subject to acquisition of a maximum of 1,68,82,268 (one crore sixty eight lakh eighty two thousand two hundred sixty eight) Equity Shares, representing 26% (twenty six percent) of the Total Voting Share Capital, in consultation with the Manager to the Offer. All the Equity Shares validly tendered by the Public Shareholders in this Open Offer will be acquired by the Acquirer in accordance with the terms and conditions set forth in this DPS, and those which will be set out in the LOF to be sent to all Public Shareholders in relation to the Offer.
- As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of sale of Sale Shares to the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or becomes applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer will not $proceed\ with\ the\ Offer\ in\ the\ event\ such\ statutory\ approvals\ are\ refused\ in\ terms\ of\ Regulation\ 23\ (1)(a)\ of\ the\ SEBI$ (SAST) Regulations.
- In terms of Regulation 25(2) of the SEBI (SAST) Regulations, other than as stated in this DPS, as at the date of this DPS, the Acquirer does not have any plans to alienate any significant assets of the Target Company and, or any of its subsidiaries, in the next 2 (two) years, except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in the accordance with business requirements); or (ii) to the extent required for the purpose of restructuring and / or rationalization of assets, investments, liabilities or business of the Target Company and, or its subsidiaries including the possible sale of factory lands / surplus lands / assets and shifting of the production facilities to any other location. The Target Company's future policy for disposal of its assets, if any, within 2 (two) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law, including SEBI (SAST) Regulations
- The Acquirer has no intention to delist the Target Company pursuant to this Open Offer. Pursuant to the completion of this Open Offer, the shareholding of the public shareholders in the Target Company is
- likely to be below the minimum public shareholding requirement as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") read with SEBI (LODR) Regulations. The Acquirer will ensure that the Target Company satisfies the minimum public shareholding set out in Rule 19A of the SCRR in compliance with applicable laws and, or the applicable provisions of the SEBI (SAST) Regulations, within the prescribed time
- The Manager to the Offer does not hold any Equity Shares in the Target Company as on the date of appointment as Manager to the Offer and as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its account in the Equity Shares during the Open Offer period.

BACKGROUND TO THE OFFER:

- The Acquirer has entered into a Share Purchase Agreement ("SPA"), dated June 18, 2024 with the Seller whereby the Acquirer has agreed to acquire 3,50,00,000 (Three Crore Fifty Lakh) Equity Shares ("Sale Shares"), representing 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital, from the Seller at a price of ₹100/- (Rupees One Hundred Only) per Sale Share, aggregating to ₹350,00,00,000 (Rupees Three Hundred and Fifty Crore Only) ("Sale Consideration"), subject to and in accordance with the terms and conditions contained in the SPA.
- The salient features of SPA are as follows:
- The SPA sets forth the terms and conditions agreed between the Acquirer and the Seller and their respective rights and obligations;
- The Acquirer has agreed to purchase the Sale Shares and the Seller has agreed to sell and transfer the Sale Shares, subject to the terms and conditions of the SPA
- The consummation of the proposed purchase of the Sale Shares is subject to the fulfillment of inter alia the conditions precedent as specified under the SPA, including the following key conditions precedent among
 - Receipt of consent/ no objection from certain statutory authorities and lenders of the Company; and no material adverse change in accordance with the SPA, shall have occurred or be subsisting
- For some of the above terms more specifically defined in the SPA and other details of SPA, Public Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection during the Tendering Period at the Office of the Manager to the Offer
- As a consequence of the direct acquisition of shares, voting rights and control over the Target Company by the Acquirer, this Open Offer is a mandatory offer being made by the Acquirer in compliance with Regulations 3(1) and The primary objective of the Acquirer for the above-mentioned acquisition is substantial acquisition of shares and
- voting rights accompanied with the change in control and management in the Target Company and acquisition of management control of the Target Company. The Acquirer intends to expand the Target Company's business activities by carrying on additional business for commercial reasons and operational efficiencies. The Acquirer reserves the right to modify the present structure of the business in a manner which is useful to the larger interest of the shareholders. Any change in the structure that may be carried out, will be in accordance with applicable laws.
- The Offer Price will be payable in cash by the Acquirer, in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the LOF that will be dispatched to the Public Shareholders in accordance with the provisions of SEBI (SAST) Regulations. As per Regulations 26(6) and 26(7) of SEBI (SAST) Regulations, 2011, the board of directors of the Target
- Company is required to constitute a committee of Independent Directors, to provide its written reasoned recommendation on the Offer to the Shareholders of the Target Company and such recommendations shall be published at least 2 (two) Working Days before the commencement of the Tendering Period in the same newspapers where the DPS of the Offer is published. A copy of the above shall be sent to SEBI, BSE, NSE and Manager to the Open Offer and in case of a competing offer/s to the Manager/s to the Open Offer for every
- SHAREHOLDING AND ACQUISITION DETAILS:
- The current and proposed shareholding of the Acquirer in the Target Company and the details of the acquisition are

Details	Acquirer Total Number of Equity Shares and %^	Total Number of Equity Shares and %
Shareholding as on the PA date	Nil	Nil
Equity Shares proposed to be acquired through SPA	3,50,00,000 (53.90%)	3,50,00,000 (53.90%)
Equity Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer Shareholding, as on 10th Working Day after closing of Tendering Period (assuming full acceptance under the Open Offer and subject to the provisions of the SPA)	5,18,82,268 (79.90%)	5,18,82,268 (79.90%)

- As on the date of this DPS, neither the Acquirer nor any of its directors or key managerial personnel hold any Equ
- Shares of the Target Company. No other person is acting in concert with the Acquirer for the purpose of this Open Offer.
- OFFER PRICE:
- The Equity Shares of the Target Company are listed on BSE (Scrip Code: 522029 and NSE (Symb
- WINDMACHIN). The ISIN of the Equity Shares is INE052A01021. The trading turnover in the Equity Shares, based on the trading volumes on the Stock Exchanges during the twel

up Equity Shares during

the Relevant Period

11.04

64.72

- calendar months prior to the calendar month of the PA, i.e., from June 01, 2023, to May 31, 2024 ("Releva Period"), is as given below Stock Exchanges Total traded volumes Total number of paid-Trading turnover %
 - BSE 71.69.711 6.49.31.800 NSE 4,20,25,277 6,49,31,800 (Source: www.bseindia.com; www.nseindia.com)

during the Relevant

Period

Based on the above, the Equity Shares of the Target Company are frequently traded on the BSE and the NSE within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations.

Price

Not Applicable

The Offer Price of ₹ 100 (Rupees One Hundred Only) per Equity Shares has been determined in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters

The highest negotiated price per Equity Share of the Target Company for any

	acquisition under the agreement attracting the obligation to make a public announcement of an open offer i.e., the price per Equity Share under the SPA	
b)	The volume-weighted average price paid or payable per Equity Share for acquisitions, whether by the Acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the PA	Not Applicable
c)	The highest price paid or payable per Equity Share for any acquisition, whether by the Acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the PA	Not Applicable
d)	The volume-weighted average market price per Equity Share for a period of sixty trading days immediately preceding the date of the PA as traded on NSE, being the stock exchange where the maximum volume of trading in the Equity Shares was recorded during such period, and such shares being frequently traded	₹ 87.10
e)	Where the shares are not frequently traded, the price determined by the acquirer and the manager taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable

In view of the parameters considered and presented in the table in paragraph 4 above, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of above parameters, ., ₹ 100 /- (Rupees One Hundred Only) per Equity Share. Accordingly, the Offer Price is justified in terms of the SEBI (SAST) Regulations.

- As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters in terms of Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirer, in consultation with the Manager, in the event of any corporate action(s) such as issuances pursuant to rights issue, bonus issue, stock consolidations, stock splits, payment of dividend, demergers, reduction of capital, etc. where the record date for effecting such corporate action(s) falls prior to the 3rd (third) Working Day before the commencement of the Tendering Period, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
- There has been no revision in the Offer Price or to the size of this Offer as on the date of this DPS.

The per Equity Share value computed under Regulation 8(5) of the SEBI (SAST)

- An upward revision in the Offer Price or to the size of this Offer, if any, on account of competing offers or otherwise shall be done any time prior to the commencement of the last 1 (one) Working Day before the commencement of the tendering period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall (i) make corresponding increases to the escrow amounts as more particularly set out in section V of this DPS, in accordance with Regulation 18 (5) of the SEBI (SAST) Regulations; (ii) make a public announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE and the Target Company at its registered office of such
- $If the Acquirer acquires additional \ Equity \ Shares \ of the \ Target \ Company \ during \ the \ period \ of \ twenty-six \ weeks \ after \ acquirer \$ the tendering period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Offer within 60 (sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Delisting Regulations, or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of shares of the Target Company in any form.

FINANCIAL ARRANGEMENTS:

Regulations, if applicable

- The Maximum Consideration for the Open Offer, assuming full acceptance, i.e. for the acquisition of up to 1,68,82,268 (One Crore Sixty-Eight Lakh Eighty Two Thousand Two Hundred Sixty Eight) Equity Shares, at the Offer Price of ₹100/- (Rupees One Hundred Only) per Equity Share is ₹168,82,26,800 (Rupees One Hundred and Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only).
- In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, the Acquirer has opened an escrow cash account bearing Account No: 924020015123911 ("Escrow Cash Account") with Axis Bank Limited, a banking company duly incorporated under the Companies Act, 1956 and registered as a banking company within the meaning of the Banking Regulation Act, 1949 and having its registered office at Trishul, 3rd Floor, Opp Samartheshwar Temple, Near Law Garden, Ellisbridge, Ahmedabad 380 006, Gujarat and acting through its branch situated at Gokhale Road, Parel, Mumbai ("Escrow Agent") and have made a cash deposit of ₹ 42,20,56,700 (Rupees Forty Two Crore Twenty Lakh Fifty Six Thousand Seven Hundred Only) in the Escrow Cash Account. The cash deposited in Escrow Cash Account represents 25% of the Offer Consideration (assuming full acceptance) payable to the Equity Shareholders under this Offer. The cash deposit has been confirmed by the EscrowAgent by way of a confirmation letter dated June 21, 2024.
- The Acquirer has confirmed that it has adequate financial resources to meet their obligations under the Open Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations.
- The Acquirer has adequate financial resources and has made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The Open Offer obligation will be met by the Acquirer through his own resources and no borrowings from any bank and/or financial institution are envisaged. Dhiraj Lalpuria, (Membership No. 146268) Partner, M/s S K Patodia & Associates, LLP, Chartered Accountants, Firm registration Number. 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai – 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024 and bearing Unique Document Identification Number (UDIN) – 24146268BKCSPI8265 has certified that sufficient resources are available with the Acquirer for fulfilling the obligations under this Offer in full.
- Based on the above, the Manager to the Offer, is satisfied that firm arrangements have been put in place by the Acquirer to fulfill its obligations in relation to this Open Offer through verifiable means in accordance with the SEBI (SAST) Regulations.
- The Acquirer has authorized the Manager to operate and realize the value of Escrow Account as per the provisions of the SEBI (SAST) Regulations.
- In case of any upward revision in the Offer Price or the Offer size, a corresponding increase to the escrow amounts as mentioned above shall be made by the Acquirer, in terms of Regulation 17(2) of the SEBI (SAST) Regulations, prior to effecting such revision.

STATUTORY AND OTHER APPROVALS:

- As on the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of purchase of the Sale Shares by the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or become applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The
- $\label{lem:constraints} Acquirer shall \ make the \ necessary \ applications \ for \ such \ statutory \ approvals.$ In terms of Regulation 23 (1) (c) of the SEBI (SAST) Regulations, 2011, in the event that, for reasons outside the reasonable control of the Acquirer, the approvals specified in this DPS as set out in this part or those which become applicable prior to completion of the Open Offer are not received or refused, and, or any other condition stipulated in the SPA for acquisition attracting the obligation to make the Open Offer is not met for reasons outside the reasonable control of the Acquirer, and such agreement is rescinded then the Acquirer shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirer, through the Manager to the Open Offer, shall, within 2 (Two) Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2)(a) of the SEBI (SAST) Regulations
- The underlying transaction of purchase of the Sale Shares by the Acquirer is subject to satisfaction of certain conditions precedent specified in the Share Purchase Agreement (unless waived in accordance with the Share
- The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges, encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, free from all liens and together with all rights attached thereto, including all the rights to the dividends, bonuses and rights offers declared thereof in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the

Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.

- All Public Shareholders, including resident or non-residents holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India (including non-resident Indians, foreign institutional investors and foreign portfolio investors) had required any approvals (including from the Reserve Bank of India, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares. Public Shareholders classified as overseas corporate bodies ("OCB"), if any, may tender the Equity Shares held by them in the Open Offer pursuant to receipt of approval from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. Such OCBs shall approach the Reserve Bank of India independently to seek approval to tender the Equity Shares held by them in the Open Offer
- Subject to the receipt of the statutory approval, if applicable, and other approvals set out herein, the Acquirer shall mplete payment of consideration within 10 (ten) Working Days from the closure of the tendering period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer in accordance with Regulation 21(2) of the SEBI (SAST) Regulations. Where statutory or other approval(s) extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approval(s) are required in order to complete this Open Offer.
- In case of delay in receipt of any statutory approval, if applicable, the SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any wilful default or neglect of the Acquirer or the failure of the Acquirer to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer agreeing to pay interest to the shareholders as directed by the SEBI, in terms of Regulation 18(11) of the SEBI igulations. Further, if delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals. Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable for forfei TENTATIVE SCHEDULE OF ACTIVITY:

Sr. No Activity Public Announcement (PA)

.	2	Publication of DPS in the newspapers	Tuesday, June 25, 2024
$\overline{}$	3	Last date for filing of draft letter of offer with SEBI	Tuesday, July 02, 2024
,	4	Last date for public announcement of competing offer(s)	Tuesday, July 16, 2024
	5	Last date for receipt of comments from SEBI on draft LOF (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Wednesday, July 24, 2024
	6	Identified Date ⁽²⁾	Friday, July 26, 2024
uity	7	Last date by which the LOF to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Friday, August 02, 2024
	8	Last date for upward revision of the Offer Price and/or Offer Size	Wednesday, August 07, 2024
ool:	9	Last Date by which the committee of the independent directors of the Target Company is required to publish its recommendation to the Public Shareholders for this Open Offer	Wednesday, August 07, 2024
lve ant	10	Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Thursday, August 08, 2024
	11	Date of commencement of the Tendering Period ("Offer Opening Date")	Friday, August 09, 2024
	12	Date of closure of the Tendering Period ("Offer Closing Date")	Friday, August 23, 2024
	13	Last date of communicating the rejection/acceptance and completion of payment of consideration or return of Equity Shares to the Public Shareholders of the Target Company	Friday. September 06, 2024
)	14	Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Friday, September 13, 2024

Continued on next page..

Schedule (Day and Date)(1)

Tuesday, June 18, 2024

and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

in this Offer at any time prior to the closure of this Offer.

...continued from previous page Notes:

Offer Opening Date till the Offer Closing Date. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the LOF, may also participate in this Offer. Accidental omission to send the LOF to any person to whom the Offer is made or the non-receipt or delayed receipt of the LOF by any such person will not invalidate the Offer in any way The Public Shareholders may also download the LOF from the SEBI's website (www.sebi.gov.in) or obtain a copy

(1) The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations)

^[2]The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the

LOF would be mailed. It is clarified that all the Equity Shareholders of the Target Company (registered or

unregistered) of the (except the Acquirer and remaining Promoter of the Target Company) are eligible to participate

All Public Shareholders, whether holding shares in physical form or dematerialized form, registered or

unregistered, are eligible to participate in this Offer at any time during the Tendering Period, i.e., the period from the

of the same from the Registrar to the Offer (detailed at Part X (Other Information) of this DPS) on providing suitable

PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

- documentary evidence of holding of the Equity Shares and their folio number, DP identity- Client identity, current address and contact details The Open Offer will be implemented by the Target Company through stock exchange mechanism made available by the Stock Exchanges in the form of separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations and SEBI's Master Circular dated SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 ("SEBI Master Circular").
- BSE shall be the Designated Stock Exchange for the purpose of tendering shares in the Open Offer. The Acquirer has appointed Choice Equity Broking Private Limited ("Buying Broker") for the Open Offer through whom the purchases and the settlement of the Offer Shares tendered in the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below: Name: Choice Equity Broking Private Limited
- Address: Sunil Patodia Tower, J B Nagar, Andheri (East), Mumbai-400099, Maharashtra, India
- Contact Person: Jeetender Joshi
- Email: jeetender.joshi@choiceindia.com

- Telephone: + 91 22 67079832; SEBI Registration INZ000160131
- All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their

respective stockbrokers ("Selling Brokers") within the normal trading hours of the secondary market, during the Tendering Period. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares. All the shareholders who desire to tender their Equity Shares under the Open Offer would be required to make available their shares for bidding to their respective stock broker ("Selling Broker"). The shareholders have to intimate their Selling Broker to place the bid during the normal trading hours of the secondary market during the

Tendering Period. Upon placing the bid, the Selling Broker(s) shall provide the Transaction Registration Slip

accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations. Shareholders who wish to offer their physical Equity Shares in the Offer are requested to send their original documents as will be mentioned in the LOF to the Registrar to the Offer so as to reach them no later than the Offer Closing Date. It is advisable to first email scanned copies of the original documents as will be mentioned in the LOF to the Registrar to the Offer and then

send physical copies to the address of the Registrar to the Offer as will be provided in the LOF. The process for

tendering the Offer Shares by the Public Shareholders holding physical Equity Shares will be separately

The cumulative quantity tendered shall be displayed on Designated Stock Exchange's website

("TRS") generated by the exchange bidding system to the shareholder, TRS will contain details of order submitted

A separate Acquisition Window will be provided by BSE to facilitate the placing of orders. The Selling Broker would

be required to place an order / bid on behalf of the Public Shareholders who wish to tender Equity Shares in the

Open Offer using the Acquisition Window of BSE. Before placing the order / bid, the Selling Broker will be required

to mark lien on the tendered Equity Shares. Details of such Equity Shares marked as lien in the demat account of

the Public Shareholders shall be provided by the depository to the BSE and Indian Clearing Corporation Limited

In terms of the SEBI Master Circular, a lien shall be marked against the Equity Shares tendered in the Offer, Upon

finalization of the entitlement, only the accepted quantity of Equity Shares will be debited from the demat account of

In the event the Selling Broker of a shareholder is not registered with any of BSE, then the Public Shareholders can

approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC")

facility through BSE registered stock broker (after submitting all details as may be required by such NSE registered

stock broker in compliance with applicable law). In case the Public Shareholders are unable to register using UCC

facility through any other BSE registered broker, Public Shareholders may approach Buying Broker i.e., Choice

Equity Broking Private Limited for guidance to place their Bids. The requirement of documents and procedures may

As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated

December 03, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed

unless the securities are held in dematerialised form with a depository with effect from April 01, 2019. However, in

like Bid ID No., DP ID, Client ID, No. of equity shares tendered, etc.

("Clearing Corporation")

vary from broker to broker.

enumerated in the LOF

the concerned Public Shareholder.

- (www.bseindia.com) throughout the trading session at specific intervals by Designated Stock Exchange during the Tendering Period Upon finalization of the entitlement, only accepted quantity of Equity Shares will be debited from the demat account
- of the concerned Public Shareholder
- Shareholders who wish to bid /offer their physical shares in the Offer are requested to send their original documents as mentioned in the LOF to the Registrar to the Offer to reach them within 2 (two) days from closure of the Tendering Period. It is advisable to email scanned copies of the original documents mentioned in the LOF, first
- to the Registrar to the Offer then send physical copies to the Registrar's address as provided in the LOF. Equity Shares should not be submitted / tendered to the Manager, the Acquirer or the Target Company.

Contact Person: Pradnya Karaniekar In this DPS, all references to "Rupees" or "₹" are references to the Indian Rupee(s). Any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or

- regrouping.
- Unless otherwise stated, the information set out in this DPS reflects the position as of the date of this DPS.

THE DETAILED PROCEDURE FOR TENDERING THE OFFER SHARES IN THIS OPEN OFFER WILL BE

AVAILABLE IN THE LETTER OF OFFER. WHICH SHALL ALSO BE MADE AVAILABLE ON THE WEBSITE OF

SEBI (www.sebi.gov.in). EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN

The Acquirer and its directors, in their capacity as directors, accept the full and final responsibility for the

information contained in the Public Announcement and this DPS and also for the obligations of the Acquirer laid

All the information pertaining to the Target Company and/or the Seller contained in the PA and this DPS or the

Letter of Offer or any other advertisement/publications made in connection with the Open Offer has been compiled

from information published or provided by the Target Company or the Sellers, as the case may be, or publicly

available sources. The Acquirer and the Manager to the Open Offer have not been independently verified such

information and do not accept any responsibility with respect to information provided in the PA and this DPS or the

The Acquirer has appointed Link Intime India Private Limited, as Registrar to the Offer. The details of the Registrar

Tel. No: + 91 810 811 4949

Website: www.linkintime.co.in

Link Intime India Private Limited

Mumbai 400 083, Maharashtra, India

Email id: Windsormachine.offer@linkintime.co.in

Address: C-101, 1st Floor, 247 Park, L.B. S. Marg, Vikhroli (West)

Investor grievance e-mail: Windsormachine.offer@linkintime.co.in

- The Public Announcement, this DPS is expected to be available on SEBI website: www.sebi.gov.in
- Manager to the Offer

BY THE SHAREHOLDERS

down in the SEBI (SAST) Regulations in respect of this Offer.

Letter of Offer pertaining to the Target Company and / or the Seller.

OTHER INFORMATION

are as under:

The Joy of Earning

Choice Capital Advisors Private Limited

LINK Intime

Sunil Patodia Tower, Plot No. 156-158, J.B. Nagar, Andheri (East), Mumbai, 400 099, Maharashtra, India.

Telephone: +91 22 6707 9999 / 7919: E-mail: openoffer@choiceindia.com

Investor Grievance E-mail: regulator_advisors@choiceindia.com; Contact Person: Nimisha Joshi

Website: www.choiceindia.com/merchant-investment-banking; SEBI Registration No.: INM000011872

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

Place: Ahmedahad Authorised Signatory Date: June 24 2024 Plutus Investments and Holding Private Limited

CONCEPT

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS"), TO THE PUBLIC SHAREHOLDERS OF:

WINDSOR MACHINES LIMITED

Registered Office: 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, L B S Road, Thane (W) - 400 604, MaharashtraTel. No.: +91 22 25836592; Fax: +91 22 25836285; Email: cs@windsormachines.com Website: www.windsormachines.com; Corporate Identification Number: L99999MH1963PLC012642

OPEN OFFER FOR ACQUISITION OF UP TO 1.68.82.268 (ONE CRORE SIXTY EIGHT LAKH EIGHTY TWO THOUSAND TWO HUNDRED AND SIXTY EIGHT) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES"), REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE TOTAL VOTING SHARE CAPITAL (DEFINED BELOW), OF WINDSOR MACHINES LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (DEFINED BELOW), BY PLUTUS INVESTMENTS AND HOLDING PRIVATE LIMITED ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

THIS DETAILED PUBLIC STATEMENT ("DPS") IS BEING ISSUED BY CHOICE CAPITAL ADVISORS PRIVATE LIMITED, ("MANAGER TO THE OFFER" OR "MANAGER"), FOR AND ON BEHALF OF THE ACQUIRER IN COMPLIANCE WITH REGULATIONS 3 (1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SEBI (SAST) REGULATIONS, PURSUANT TO THE PUBLIC ANNOUNCEMENT DATED JUNE 18 2024, ("PA") IN RELATION TO THE OPEN OFFER, FILED WITH BSE LIMITED ("BSE"), NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) (COLLECTIVELY REFERRED TO AS "STOCK EXCHANGES") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") AND WITH THE TARGET COMPANY ON JUNE 18, 2024, IN TERMS OF REGULATIONS 14(1) AND 14(2) OF THE SEBI (SAST) REGULATIONS.

For the purposes of this DPS, the following terms would have the meaning assigned to them herein below:

- "Equity Shares" or "Shares" shall mean the fully paid-up Equity Shares having a face value of ₹ 2/- (Rupees Two Only) each of the Target Company;
- "Identified Date" shall mean the date falling on the 10th (tenth) Working Day prior to the commencement of the
- "Public Shareholders" shall mean all the equity shareholders of the Target Company, other than: (i) the Acquirer; (ii) promoter other than the selling shareholder; and (iii) the parties to the Share Purchase Agreement (defined below), pursuant to and in compliance with the SEBI (SAST) Regulations;
- "Sale Shares" shall mean 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company held by the Seller on the date of the SPA (as defined below), constituting 53.90% (fifty three point nine zero percent) of Total Voting Share Capital of the Target Company;
- "SEBI" shall mean the Securities and Exchange Board of India:
- "Seller" / "Promoter Seller" shall mean Castle Equipments Private Limited, one of the Promoters of the Target Company, as disclosed in its publicly available shareholding pattern for the quarter ended March 31, 2024;
- "Share Purchase Agreement" or "SPA" shall mean the Share Purchase Agreement dated June 18, 2024 executed between the Acquirer and Seller, pursuant to which the Acquirer has agreed to acquire 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company constituting 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital of the Target Company at a price of ₹ 100//- (Rupees One Hundred Only) per Equity Share:
- "SPA date" shall mean the execution date of the SPA;
- "Stock Exchanges" shall mean BSE and NSE;
- "Tendering Period" shall mean the period of 10 (ten) Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be disclosed in the LOF.
- "Total Voting Share Capital" shall mean the total voting share capital of the Target Company on a fully diluted basis as of the 10th (tenth) Working Day from the closure of the Tendering Period of the Open Offer;
- "Working Day" shall mean any working day of SEBI, Mumbai.
- ACQUIRER, SELLER, TARGET COMPANY AND OFFER
- INFORMATION ABOUT THE ACQUIRER:
- Plutus Investments and Holding Private Limited ("Acquirer"):
- The Acquirer is a private company limited by shares incorporated in India on December 09, 2021, under the Companies Act, 2013. The Corporate Identity Number of the Company is U65990GJ2021PTC127865.
- The primary business of the Acquirer is to invest, acquire and hold, sell, buy or otherwise deal in shares and securities and other financial instruments whether listed on recognized stock exchanges or otherwise in
- There has been no change in the name of the Acquirer since its incorporation.
- 1.4 The Acquirer does not belong to any group.
- No other person is acting in concert with the Acquirer for the purpose of this Open Offer. As on date of the DPS, the Acquirer is not listed on any stock exchange.
- The authorised capital of the Acquirer is ₹ 125,00,00,000 (Rupees One Hundred and Twenty Five Crore
- Only) comprising of 12,50,00,000 (Twelve Crore Fifty Lakh) equity shares of ₹ 10(- (Rupees Ten Only) each. The total issued and paid-up capital of the Acquirer is ₹120,00,00,000 (Rupees One Hundred and Twenty Crore Only) comprising of 12,00,00,000 (twelve crore) equity shares of ₹ 10/- (Rupees Ten Only) each. The shareholding pattern of the Acquirer is as under:

Name	Category	Number of Shares neid (%)
Ramesh Keshubhai Siyani	Promoter	6,00,06,000 (50.005%)
Arpit Khandelwal	Promoter	5,99,94,000 (49.995%)
Total		12,00,00,000 (100,000%)

- Rajkot-360 005, Gujarat. The Acquirer does not hold any Equity Shares of the Target Company as on the date of this DPS. Further,
- the Acquirer has not acquired any equity shares after the date of the PA. The directors and key managerial personnel of the Acquirer do not hold any Equity Shares of or voting rights in the Target Company. None of the directors of the Acquirer are on the board of directors of the Target Company. 1.10 The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of the provisions of
- Section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") or under any other regulation made under the SEBI Act.
- 1.11 The Acquirer has not been categorized or declared as "wilful defaulter" by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, in terms of Regulation 2(1) (ze) of the SEBI (SAST) Regulations.
- 1.12 None of the Directors or key managerial personnel of the Acquirer have been categorized as a "fugitive" economic offender" under Section 12 of Fugitive Economic Offender Act, 2018, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations. 1.13 The key financial information of the Acquirer on the basis of the standalone audited financial information for
- the financial years ending March 31, 2024, March 31, 2023, and March 31, 2022, are as follows: (₹ in lakh, except per share data)

Particulars	Audited Financial Statements for the Financia Year ending March 31			
	2024	2023	2022	
Total Revenue (including other income)	18.90	30.57	0.02	
Profit/(Loss) after tax	(280.69)	(48.02)	(11.52)	
Earnings per Share (EPS) (In ₹)	(0.42)	(1.04)	(11.52)	
Net Worth	11,659.89	1,940.58	(1.52)	

Fifty Nine Lakh Only) and the same is certified through Mr. Dhiraj Lalpuria, (Membership No. 146268), Partner M/s SK Patodia & Associates, LLP, Chartered Accountants, Firm registration Number. 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai – 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024, bearing Unique Document Identification Number (UDIN) - 24146268BKCSPJ3866

INFORMATION ABOUT THE SELLER

The Seller is a private company limited by shares.

- There has been no change in the name of the Seller since its incorporation.
- The Promoter Seller forms part of the promoter and promoter group of the Target Company, and prior to the execution of the SPA it held 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the Voting Share Capital of the Target Company. Pursuant to the execution of the SPA on June 18, 2024, the Acquirer has agreed to purchase 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the equity share capital of the Target Company from the Promoter
- The registered office of the Promoter Seller is located at 1, Parijat Mulund Sahakar Vishwa CHS., Hira Nagar, Nahur Road, Mulund (W), Mumbai, Maharashtra, India, 400080.
- The details of the Promoter Seller are as under:

Sr. No. Name of the Seller	lame of the Seller Part of	Details of shares / voting rights held by the Seller				
	Promoter/ Pre-Tran	Pre-Transaction		ransaction		
		Promoter group	No. of equity shares	% of total voting share capital	No. of equity shares	% of total voting share capital
1.	Castle Equipments Private Limited	Yes	3,50,00,000	53.90	Nil	Nil
	Total		3,50,00,000	53.90	Nil	Nil

Pursuant to the consummation of the underlying transaction (contemplated under the SPA) and the Open Offer, subject to compliance with the SEBI (SAST) Regulations, the Acquirer will acquire control over the Target Company and will become the promoter of the Target Company in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"). Further, pursuant to the consummation of the underlying transaction of sale of the Sale Shares to the Acquirer, the Seller along with the other promoter, Ghodbunder Developers Private Limited is desirous that they cease to be the Promoters of the Target Company and be reclassified as public shareholders in accordance with the procedures contained in the SEBI (LODR) Regulations.

The Seller is not prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or under any other regulation made under the SEBI.

INFORMATION ABOUT THE TARGET COMPANY

- The Target Company is a public company limited by shares. It was incorporated on May 04, 1963, under the provisions of Companies Act, 1956, with the Registrar of Companies, Maharashtra, Mumbai as Windsor Engineering Private Limited vide Certificate of Incorporation bearing registration no. 12642. The Company was converted to a public limited company and the name of the Company was changed to R.H. Windsor (India) Limited vide certificate dated April 14, 1964. The name of the Company was once again changed to Klockner Windsor India Limited vide certificate dated March 07, 1986. The name of the Company was once again changed to DGP Windsor India Limited vide certificate dated June 03, 1994, and to its current name vide certificate dated February 15, 2005. There has been no change in the name of the Target Company in the last 3 (three) years.
- The Registered Office of the Target Company is located at 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, LB S Road, Thane (W) - 400 604, Maharashtra. There has been no change in the registered office of the company in the last 3 (three) years. The CIN Number of the Company is L99999MH1963PLC012642.
- The Target Company is primarily engaged in the business of manufacturing plastic injection moulding machines and extrusion machines for pipe extrusion and blown film extrusion catering to a wide variety of application segments ranging from household, furniture, industrial, medical, infrastructure, automobiles and the electrical industry.
- The authorized Equity Share Capital of the Target Company is ₹ 40,00,00,000 /- (Rupees Forty Crore Only) comprising 20,00,00,000 (twenty crore) Equity Shares of face value ₹ 2/- (Rupees Two Only) each. The issued, subscribed and paid-up Equity Share Capital of the Target Company as on the date is ₹ 12,98,63,600/- (Rupees Twelve Crore Ninety Eight Lakh Sixty Three Thousand Six Hundred Only) comprising 6,49,31,800 (Six Crore Forty Nine Lakh Thirty One Thousand Eight Hundred) Equity Share of face value ₹2/- (Rupees Two Only) each.

As on date of this DPS, the Voting Share Capital is as follows:

Issued and Paid-up Equity Share of Target Company	No. of shares/voting rights	% of shares/voting rights
Fully paid-up Equity Shares	6,49,31,800	100.00
Partly paid-up Equity Shares	Nil	Nil
Total paid-up Equity Shares	6,49,31,800	100.00
Total Voting Rights in Target Company	6,49,31,800	100.00

- As on the date of this DPS, there is only one class of Equity Shares and there are no: (i) partly paid-up Equity Shares; (ii) Equity Shares carrying differential voting rights; and/ or (iii) outstanding convertible instruments (such as depository receipts, fully convertible debentures, warrants, convertible preference shares, etc.) issued by the Target Company which are convertible into Equity Shares of the Target Company
- The Equity Shares of the Target Company are presently listed on BSE (Scrip Code: 522029 and NSE (Symbol: WINDMACHIN). The ISIN of the Equity Shares is INE052A01021. The entire issued, subscribed and paid-up share capital of the Target Company is listed on the Stock Exchanges and has not been suspended from trading by any of the Stock Exchanges. The Equity Shares of the Target Company have not been delisted from any stock
- The Equity Shares are frequently traded on the stock exchanges in terms of the explanation provided in Regulation. 2(1)(i) of the SEBI (SAST) Regulations. (Source: www.bseindia.com; www.nseindia.com). (Further details provided in Part IV (Offer Price) below of this DPS).
- The promoters of the Company are Castle Equipments Private Limited and Ghodbunder Developers Private Limited. (Source:www.bseindia.com; www.nseindia.com) The key financial information of the Target Company as extracted from its audited consolidated financial
- statements as at and for each of the three financial years ended March 31, 2024, March 31, 2023, and March 31, 2022 are as follows:

(₹ in lakh, except per share data)

Particulars	Financial Year ended March 31, 2024 (Audited)	Financial Year ended March 31, 2023 (Audited)	Financial year ended March 31, 2022 (Audited)
Total Income	35,691.75	38,410.33	37,186.80
Profit / (Loss) After Tax	(771.38)	464.20	222.48
Earnings Per Share (Basic and Diluted)	(1.19)	0.71	0.34
Net Worth	26,669.01	28,027.97	28,421.62

- DETAILS OF THE OFFER:
- This Offer is made by the Acquirer in terms of Regulation 3 (1) and 4 of SEBI (SAST) Regulations, pursuant to the execution of SPA for the substantial acquisition of shares/ voting rights and control over the Target Company, to all the Public Shareholders, to acquire up to 1,68,82,268 (one crore sixty eight lakh eight two thousand two hundred sixty eight) Equity Shares ("Offer Shares") representing 26.00% (twenty six percent) of the Total Voting Share Capital ("Offer Size"), at an offer price of ₹ 100/- (Rupees One Hundred Only) per Equity Share ("Offer Price") aggregating to a total consideration of up to ₹168,82,26,800 /- (Rupees One Hundred Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only), ("Maximum Consideration")
- The Offer Price shall be payable in cash by the Acquirer in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the letter of offer ("LOF").
- The Offer is not conditional on any minimum level of acceptance by the Public Shareholders in terms of Regulation 19 of the SEBI (SAST) Regulations.
- The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The Equity Shares of the Target Company will be acquired by the Acquirer as fully paid up, free from all lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Equity Shares on the foregoing basis.
- If the aggregate number of Equity Shares validly tendered by the Public Shareholders under this Open Offer is more than the Offer Size, the Acquirer shall accept the Equity Shares on a proportionate basis, subject to acquisition of a maximum of 1,68,82,268 (one crore sixty eight lakh eighty two thousand two hundred sixty eight) Equity Shares, representing 26% (twenty six percent) of the Total Voting Share Capital, in consultation with the Manager to the Offer. All the Equity Shares validly tendered by the Public Shareholders in this Open Offer will be acquired by the Acquirer in accordance with the terms and conditions set forth in this DPS, and those which will be set out in the LOF to be sent to all Public Shareholders in relation to the Offer.
- As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of sale of Sale Shares to the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or becomes applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 (1)(a) of the SEBI (SAST) Regulations.
- In terms of Regulation 25(2) of the SEBI (SAST) Regulations, other than as stated in this DPS, as at the date of this DPS, the Acquirer does not have any plans to alienate any significant assets of the Target Company and, or any of its subsidiaries, in the next 2 (two) years, except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in the accordance with business requirements); or (ii) to the extent required for the purpose of restructuring and / or rationalization of assets, investments, liabilities or business of the Target Company and, or its subsidiaries including the possible sale of factory lands / surplus lands / assets and shifting of the production facilities to any other location. The Target Company's future policy for disposal of its assets, if any, within 2 (two) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law, including SEBI (SAST) Regulations.
- The Acquirer has no intention to delist the Target Company pursuant to this Open Offer.
- Pursuant to the completion of this Open Offer, the shareholding of the public shareholders in the Target Company is likely to be below the minimum public shareholding requirement as per Rule 19A of the Securities Contracts. (Regulation) Rules, 1957 ("SCRR") read with SEBI (LODR) Regulations. The Acquirer will ensure that the Target Company satisfies the minimum public shareholding set out in Rule 19A of the SCRR in compliance with applicable laws and, or the applicable provisions of the SEBI (SAST) Regulations; within the prescribed time.
- The Manager to the Offer does not hold any Equity Shares in the Target Company as on the date of appointment as Manager to the Offer and as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its account in the Equity Shares during the Open Offer period.
- BACKGROUND TO THE OFFER:
- The Acquirer has entered into a Share Purchase Agreement ("SPA"), dated June 18, 2024 with the Seller whereby the Acquirer has agreed to acquire 3,50,00,000 (Three Crore Fifty Lakh) Equity Shares ("Sale Shares"), representing 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital, from the Seller at a price of ₹ 100/- (Rupees One Hundred Only) per Sale Share, aggregating to ₹ 350,00,00,000 (Rupees Three Hundred and Fifty Crore Only) ("Sale Consideration"), subject to and in accordance with the terms and conditions contained
- in the SPA.
- The salient features of SPA are as follows: The SPA sets forth the terms and conditions agreed between the Acquirer and the Seller and their
- respective rights and obligations;
- The Acquirer has agreed to purchase the Sale Shares and the Seller has agreed to sell and transfer the
- Sale Shares, subject to the terms and conditions of the SPA; The consummation of the proposed purchase of the Sale Shares is subject to the fulfillment of inter alia the
- conditions precedent as specified under the SPA, including the following key conditions precedent among Receipt of consent/ no objection from certain statutory authorities and lenders of the Company; and
 - (ii) no material adverse change in accordance with the SPA, shall have occurred or be subsisting. For some of the above terms more specifically defined in the SPA and other details of SPA, Public
- Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection
- during the Tendering Period at the Office of the Manager to the Offer As a consequence of the direct acquisition of shares, voting rights and control over the Target Company by the Acquirer, this Open Offer is a mandatory offer being made by the Acquirer in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations.
- The primary objective of the Acquirer for the above-mentioned acquisition is substantial acquisition of shares and voting rights accompanied with the change in control and management in the Target Company and acquisition of management control of the Target Company. The Acquirer intends to expand the Target Company's business activities by carrying on additional business for commercial reasons and operational efficiencies. The Acquirer reserves the right to modify the present structure of the business in a manner which is useful to the larger interest of
- the shareholders. Any change in the structure that may be carried out, will be in accordance with applicable laws. The Offer Price will be payable in cash by the Acquirer, in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the LOF that will be dispatched to the Public Shareholders in accordance with the provisions of SEBI (SAST) Regulations.
- As per Regulations 26(6) and 26(7) of SEBI (SAST) Regulations, 2011, the board of directors of the Target Company is required to constitute a committee of Independent Directors, to provide its written reasoned recommendation on the Offer to the Shareholders of the Target Company and such recommendations shall be published at least 2 (two) Working Days before the commencement of the Tendering Period in the same newspapers where the DPS of the Offer is published. A copy of the above shall be sent to SEBI, BSE, NSE and Manager to the Open Offer and in case of a competing offer/s to the Manager/s to the Open Offer for every

SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirer in the Target Company and the details of the acquisition are

Details	Acquirer Total Number of Equity Shares and %^	Total Number of Equity Shares and %
Shareholding as on the PA date	Nil	Nil
Equity Shares proposed to be acquired through SPA	3,50,00,000 (53.90%)	3,50,00,000 (53,90%)
Equity Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer Shareholding, as on 10th Working Day after closing of Tendering Period (assuming full acceptance under the Open Offer and subject to the provisions of the SPA)	5,18,82,268 (79.90%)	5,18,82,268 (79.90%)

- ^ calculated on the total voting share capital of Target Company. As on the date of this DPS, neither the Acquirer nor any of its directors or key managerial personnel hold any Equity
- Shares of the Target Company.
- No other person is acting in concert with the Acquirer for the purpose of this Open Offer.
- WINDMACHIN). The ISIN of the Equity Shares is INE052A01021. The trading turnover in the Equity Shares, based on the trading volumes on the Stock Exchanges during the twelve calendar months prior to the calendar month of the PA, i.e., from June 01, 2023, to May 31, 2024 ("Relevant Period"), is as given below
- Stock Exchanges Total traded volumes Total number of paid-Trading turnover % during the Relevant up Equity Shares during Period the Relevant Period BSE 6,49,31,800 71,69,711 11.04 NSE 4,20,25,277 6,49,31,800 64.72 (Source: www.bseindia.com; www.nseindia.com)

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- Based on the above, the Equity Shares of the Target Company are frequently traded on the BSE and the NSE within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations: The Offer Price of ₹ 100 (Rupees One Hundred Only) per Equity Shares has been determined in terms of
- Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

Sr. No.	Particulars	Price
a)	The highest negotiated price per Equity Share of the Target Company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer i.e., the price per Equity Share under the SPA	₹100/-
b)	The volume-weighted average price paid or payable per Equity Share for acquisitions, whether by the Acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the PA	Not Applicable
c)	The highest price paid or payable per Equity Share for any acquisition, whether by the Acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the PA	Not Applicable
d)	The volume-weighted average market price per Equity Share for a period of sixty trading days immediately preceding the date of the PA as traded on NSE, being the stock exchange where the maximum volume of trading in the Equity Shares was recorded during such period, and such shares being frequently traded	₹ 87.10
e)	Where the shares are not frequently traded, the price determined by the acquirer and the manager taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable
f)	The per Equity Share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, if applicable	Not Applicable

In view of the parameters considered and presented in the table in paragraph 4 above, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of above parameters, i.e., ₹ 100 /- (Rupees One Hundred Only) per Equity Share. Accordingly, the Offer Price is justified in terms of the

- As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters in terms of Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirer, in consultation with the Manager, in the event of any corporate action(s) such as issuances pursuant to rights issue, bonus issue, stock consolidations, stock splits, payment of dividend, demergers, reduction of capital, etc. where the record date for effecting such corporate action(s) falls prior to the 3rd (third) Working Day before the commencement of the Tendering Period, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
- There has been no revision in the Offer Price or to the size of this Offer as on the date of this DPS.
 - An upward revision in the Offer Price or to the size of this Offer, if any, on account of competing offers or otherwise. shall be done any time prior to the commencement of the last 1 (one) Working Day before the commencement of the tendering period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall (i) make corresponding increases to the escrow amounts as more particularly set out in section V of this DPS, in accordance with Regulation 18 (5) of the SEBI (SAST) Regulations; (ii) make a public announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE and the Target Company at its registered office of such
 - If the Acquirer acquires additional Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Offer within 60 (sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Delisting Regulations, or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of shares of the Target Company in any form.

FINANCIAL ARRANGEMENTS:

- The Maximum Consideration for the Open Offer, assuming full acceptance, i.e. for the acquisition of up to 1.68.82.268 (One Crore Sixty-Eight Lakh Eighty Two Thousand Two Hundred Sixty Eight) Eguity Shares, at the Offer Price of ₹100/- (Rupees One Hundred Only) per Equity Share is ₹ 168,82,26,800 (Rupees One Hundred and Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only).
- In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, the Acquirer has opened an escrow cash account bearing Account No: 924020015123911 ("Escrow Cash Account") with Axis Bank Limited, a banking company duly incorporated under the Companies Act, 1956 and registered as a banking company within the meaning of the Banking Regulation Act, 1949 and having its registered office at Trishul, 3rd Floor, Opp. Samartheshwar Temple, Near Law Garden, Ellisbridge, Ahmedabad 380 006, Gujarat and acting through its branch situated at Gokhale Road, Parel, Mumbai ("Escrow Agent") and have made a cash deposit of ₹ 42,20,56,700 (Rupees Forty Two Crore Twenty Lakh Fifty Six Thousand Seven Hundred Only) in the Escrow Cash Account. The cash deposited in Escrow Cash Account represents 25% of the Offer Consideration (assuming full acceptance) payable to the Equity Shareholders under this Offer. The cash deposit has been confirmed by the Escrow Agent by way of a confirmation letter dated June 21, 2024.
- The Acquirer has confirmed that it has adequate financial resources to meet their obligations under the Open Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations.
- The Acquirer has adequate financial resources and has made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The Open Offer obligation will be met by the Acquirer through his own resources and no borrowings from any bank and/or financial institution are envisaged. Dhiraj Lalpuria, (Membership No. 146268) Partner, M/s S K Patodia & Associates, LLP, Chartered Accountants, Firm registration Number. 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai - 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024 and bearing Unique Document Identification Number (UDIN) - 24146268BKCSPI8265 has certified that sufficient resources are available with the Acquirer for fulfilling the obligations under this Offer in full.
- Based on the above, the Manager to the Offer, is satisfied that firm arrangements have been put in place by the Acquirer to fulfill its obligations in relation to this Open Offer through verifiable means in accordance with the SEBI
- The Acquirer has authorized the Manager to operate and realize the value of Escrow Account as per the provisions of the SEBI (SAST) Regulations.
- In case of any upward revision in the Offer Price or the Offer size, a corresponding increase to the escrow amounts as mentioned above shall be made by the Acquirer, in terms of Regulation 17(2) of the SEBI (SAST) Regulations. prior to effecting such revision.

STATUTORY AND OTHER APPROVALS:

- As on the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of purchase of the Sale Shares by the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or become applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer shall make the necessary applications for such statutory approvals.
- In terms of Regulation 23 (1) (c) of the SEBI (SAST) Regulations, 2011, in the event that, for reasons outside the reasonable control of the Acquirer, the approvals specified in this DPS as set out in this part or those which become applicable prior to completion of the Open Offer are not received or refused, and, or any other condition stipulated in the SPA for acquisition attracting the obligation to make the Open Offer is not met for reasons outside the reasonable control of the Acquirer, and such agreement is rescinded then the Acquirer shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirer, through the Manager to the Open Offer, shall, within 2 (Two) Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2)(a) of the SEBI (SAST) Regulations,
- The underlying transaction of purchase of the Sale Shares by the Acquirer is subject to satisfaction of certain conditions precedent specified in the Share Purchase Agreement (unless waived in accordance with the Share Purchase Agreement).
- The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges, encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, free from all liens and together with all rights attached thereto, including all the rights to the dividends, bonuses and rights offers declared thereof in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.
- All Public Shareholders, including resident or non-residents holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India (including non-resident Indians, foreign institutional investors and foreign portfolio investors) had required any approvals (including from the Reserve Bank of India, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares. Public Shareholders classified as overseas corporate bodies ("OCB"), if any, may tender the Equity Shares held by them in the Open Offer pursuant to receipt of approval from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. Such OCBs shall approach the Reserve Bank of India independently to seek approval to tender the Equity Shares held by them in the Open Offer
- Subject to the receipt of the statutory approval, if applicable, and other approvals set out herein, the Acquirer shall complete payment of consideration within 10 (ten) Working Days from the closure of the tendering period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer in accordance with Regulation 21(2) of the SEBI (SAST) Regulations. Where statutory or other approval(s) extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approval(s) are required in order to In case of delay in receipt of any statutory approval, if applicable, the SEBI may, if satisfied that delayed receipt of
- the requisite approvals was not due to any wilful default or neglect of the Acquirer or the failure of the Acquirer to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer agreeing to pay interest to the shareholders as directed by the SEBI, in terms of Regulation 18(11) of the SEBI (SAST) Regulations: Further, if delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals. Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable for forfeiture.

Schedule (Day and Date)(1)

Tuesday, June 18, 2024

Continued on next page...

TENTATIVE SCHEDULE OF ACTIVITY: Sr. No Activity

Public Announcement (PA)

	The state of the s	36.030	K1D		I I Demokratia melangga ang mengga ang kalang	
the DPS date	res acquired between the PA date and Nil Nil Nil		2	Publication of DPS in the newspapers	Tuesday, June 25, 2024	
The second second second			3	Last date for filing of draft letter of offer with SEBI	Tuesday, July 02, 2024	
	Post Offer Shareholding, as on 10th Working Day 5,18,82,268 5,18,82,268 fter closing of Tendering Period (assuming full (79.90%) (79.90%) cceptance under the Open Offer and subject to the provisions of the SPA)		4	Last date for public announcement of competing offer(s)	Tuesday, July 16, 2024	
acceptance under the			(19.30%)	5	Last date for receipt of comments from SEBI on draft LOF (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Wednesday, July 24, 2024
^ calculated on the total voting share capital of Target Company,					Identified Date ¹⁰	Friday, July 26, 2024
As on the date of this DPS, neither the Acquirer nor any of its directors or key managerial personnel hold any Equity Shares of the Target Company.					Last date by which the LOF to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Friday, August 02, 2024
No other person is acting	in concert with the Acquirer for t	he purpose of this Open Offer.		8	Last date for upward revision of the Offer Price and/or Offer Size	Wednesday, August 07, 2024
OFFER PRICE: The Equity Shares of the Target Company are listed on BSE (Scrip Code; 522029 and NSE (Symbol; WINDMACHIN), The ISIN of the Equity Shares is INE052A01021.					Last Date by which the committee of the independent directors of the Target Company is required to publish its recommendation to the Public Shareholders for this Open Offer	Wednesday, August 07, 2024
The trading turnover in th	e Equity Shares, based on the to the calendar month of the PA	rading volumes on the Stock E		10	Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Thursday, August 08, 2024
Period"), is as given belo				11	Date of commencement of the Tendering Period ("Offer Opening Date")	Friday, August 09, 2024
	Stock Exchanges Total traded volumes Total number of paid- during the Relevant up Equity Shares during Period the Relevant Period		12	Date of closure of the Tendering Period ("Offer Closing Date")	Friday, August 23, 2024	
			13	Last date of communicating the rejection/acceptance and completion of payment of consideration or return of Equity Shares to the Public	Friday. September 06, 2024	
BSE	71,69,711	6,49,31,800	11.04	1200	Shareholders of the Target Company	
NSE	4,20,25,277	6,49,31,800	64.72	14	Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Friday, September 13, 2024
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Notes:

"The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the LOF would be mailed. It is clarified that all the Equity Shareholders of the Target Company (registered or unregistered) of the (except the Acquirer and remaining Promoter of the Target Company) are eligible to participate in this Offer at any time prior to the closure of this Offer.

PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

- All Public Shareholders, whether holding shares in physical form or dematerialized form, registered or unregistered, are eligible to participate in this Offer at any time during the Tendering Period, i.e., the period from the Offer Opening Date till the Offer Closing Date.
- Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the LOF, may also participate in this Offer. Accidental omission to send the LOF to any person to whom the Offer is made or the non-receipt or delayed receipt of the LOF by any such person will not invalidate the Offer in any way.
- The Public Shareholders may also download the LOF from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part X (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity- Client identity, current address and contact details.
- The Open Offer will be implemented by the Target Company through stock exchange mechanism made available by the Stock Exchanges in the form of separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations and SEBI's Master Circular dated SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 ("SEBI Master Circular").
 - BSE shall be the Designated Stock Exchange for the purpose of tendering shares in the Open Offer.
 - The Acquirer has appointed Choice Equity Broking Private Limited ("Buying Broker") for the Open Offer through whom the purchases and the settlement of the Offer Shares tendered in the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:

Name: Choice Equity Broking Private Limited

Address: Sunil Patodia Tower, J B Nagar, Andheri (East), Mumbai-400099, Maharashtra, India

Contact Person : Jeetender Joshi

Email: jeetender.joshi@choiceindia.com Telephone: + 91 22 67079832; SEBI Registration INZ000160131

- All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stockbrokers ("Selling Brokers") within the normal trading hours of the secondary market, during the Tendering Period. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.
- All the shareholders who desire to tender their Equity Shares under the Open Offer would be required to make available their shares for bidding to their respective stock broker ("Selling Broker"). The shareholders have to intimate their Selling Broker to place the bid during the normal trading hours of the secondary market during the Tendering Period. Upon placing the bid, the Selling Broker(s) shall provide the Transaction Registration Slip

("TRS") generated by the exchange bidding system to the shareholder, TRS will contain details of order submitted like Bid ID No., DP ID, Client ID, No. of equity shares tendered, etc.

- A separate Acquisition Window will be provided by BSE to facilitate the placing of orders. The Selling Broker would be required to place an order / bid on behalf of the Public Shareholders who wish to tender Equity Shares in the Open Offer using the Acquisition Window of BSE. Before placing the order / bid, the Selling Broker will be required to mark lien on the tendered Equity Shares. Details of such Equity Shares marked as lien in the demat account of the Public Shareholders shall be provided by the depository to the BSE and Indian Clearing Corporation Limited ("Clearing Corporation").
- In terms of the SEBI Master Circular, a lien shall be marked against the Equity Shares tendered in the Offer. Upon finalization of the entitlement, only the accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder.
- In the event the Selling Broker of a shareholder is not registered with any of BSE, then the Public Shareholders can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through BSE registered stock broker (after submitting all details as may be required by such NSE registered stock broker in compliance with applicable law). In case the Public Shareholders are unable to register using UCC facility through any other BSE registered broker, Public Shareholders may approach Buying Broker i.e., Choice Equity Broking Private Limited for guidance to place their Bids. The requirement of documents and procedures may vary from broker to broker.
- As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 03, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations.
- Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations. Shareholders who wish to offer their physical Equity Shares in the Offer are requested to send their original documents as will be mentioned in the LOF to the Registrar to the Offer so as to reach them no later than the Offer Closing Date. It is advisable to first email scanned copies of the original documents as will be mentioned in the LOF to the Registrar to the Offer and then send physical copies to the address of the Registrar to the Offer as will be provided in the LOF. The process for tendering the Offer Shares by the Public Shareholders holding physical Equity Shares will be separately enumerated in the LOF.
- 14. The cumulative quantity tendered shall be displayed on Designated Stock Exchange's website (www.bseindia.com) throughout the trading session at specific intervals by Designated Stock Exchange during the Tendering Period.
- Upon finalization of the entitlement, only accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder.
- Shareholders who wish to bid /offer their physical shares in the Offer are requested to send their original documents as mentioned in the LOF to the Registrar to the Offer to reach them within 2 (two) days from closure of the Tendering Period. It is advisable to email scanned copies of the original documents mentioned in the LOF, first to the Registrar to the Offer then send physical copies to the Registrar's address as provided in the LOF.
- Equity Shares should not be submitted / tendered to the Manager, the Acquirer or the Target Company.

THE DETAILED PROCEDURE FOR TENDERING THE OFFER SHARES IN THIS OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER, WHICH SHALL ALSO BE MADE AVAILABLE ON THE WEBSITE OF SEBI (www.sebi.gov.in). EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE SHAREHOLDERS.

OTHER INFORMATION

- The Acquirer and its directors, in their capacity as directors, accept the full and final responsibility for the information contained in the Public Announcement and this DPS and also for the obligations of the Acquirer laid down in the SEBI (SAST) Regulations in respect of this Offer.
- All the information pertaining to the Target Company and/or the Seller contained in the PA and this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer has been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources. The Acquirer and the Manager to the Open Offer have not been independently verified such information and do not accept any responsibility with respect to information provided in the PA and this DPS or the Letter of Offer pertaining to the Target Company and / or the Seller.
- The Acquirer has appointed Link Intime India Private Limited, as Registrar to the Offer. The details of the Registrar are as under:

LINKIntime

Link Intime India Private Limited

Address: C-101, 1st Floor, 247 Park, L.B. S. Marg, Vikhroli (West) Mumbai 400 083, Maharashtra, India

Tel. No: + 91 810 811 4949

Email id: Windsormachine.offer@linkintime.co.in Investor grievance e-mail: Windsormachine.offer@linkintime.co.in Website: www.linkintime.co.in Contact Person: Pradnya Karanjekar

- In this DPS, all references to "Rupees" or "₹" are references to the Indian Rupee(s). Any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or
- Unless otherwise stated, the information set out in this DPS reflects the position as of the date of this DPS.
- The Public Announcement, this DPS is expected to be available on SEBI website: www.sebi.gov.in.
- Manager to the Offer

Choice

Choice Capital Advisors Private Limited

Sunil Patodia Tower, Plot No. 156-158, J.B. Nagar, Andheri (East), Mumbai, 400 099, Maharashtra, India.

Telephone: +91 22 6707 9999 / 7919; E-mail: openoffer@choiceindia.com Investor Grievance E-mail: regulator_advisors@choiceindia.com; Contact Person: Nimisha Joshi

Website: www.choiceindia.com/merchant-investment-banking; SEBI Registration No.: INM000011872 ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

Place: Ahmedabad Authorised Signatory Plutus Investments and Holding Private Limited Date: June 24, 2024

Torrent PHREME

(CIN: L24230GJ1972PLC002126) Website: www.torrentpharma.com Fmail Id: investorservices@torrentpharma.com TORRENT PHARMACEUTICALS LIMITED

Registered Office: Torrent House, Off Ashram Road, Ahmedabad - 380 009, Gujarat, India Phone: + 91 79 26599000 Fax + 91 79 26582100

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 51st Annual General Meeting ("AGM") of the members of Torrent Pharmaceuticals Limited will be held on Tuesday, 23rd July, 2024 at 09:30 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the businesses as set out in the Notice of AGM, which is being circulated for convening the AGM.

The Ministry of Corporate Affairs ("MCA") vide its circular no. 20/2020 dated 5th May, 2020 read with circular nos. 14/2020, 17/2020 and 09/2023 dated 8th April, 2020, 13th April, 2020 and 25th September, 2023 respectively (collectively referred to as "Circulars") have permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with these Circulars and relevant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the AGM of the Members of the Company will be held through VC / OAVM. Notice of the AGM along with the Integrated Annual Report 2023-24 is being sent by electronic mode only to

those Members whose e-mail addresses are registered with the Company / Depositories in accordance with the above Circulars. Members may note that the Notice of AGM and Integrated Annual Report 2023-24 will also be available on the Company's website - www.torrentpharma.com and website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and the AGM Notice is also available on the website of Central Depository Services (India) Limited ("CDSL") (agency for providing the e-Voting and Remote e-Voting facility) i.e. https://www.evotingindia.com. Members can attend and participate in the AGM through the VC / OAVM facility only. The instructions for joining the AGM are provided in the Notice of the AGM. Members attending the meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum as per Section 103 of the Companies Act, 2013.

The Company is providing remote e-voting facility ("remote e-voting") to all its members to cast their votes on all resolutions as set out in the Notice of AGM. Additionally, the Company is providing the facility of voting through e-voting system during the AGM ("e-voting"). Detailed procedure for remote e-voting / e-voting is provided in the Notice of the AGM.

Manner of registering / updating e-mail id / mobile no.:

- . Members holding shares in physical form Update your email id and mobile no by providing Form ISR-1 and ISR-2 available on the website of the Company at the link https://www.torrentpharma.com/index.php/investors/shareHolder as well as website of Registrars and Transfer Agent (RTA) at the link https://ris.kfintech.com/clientservices/isc/isrforms.aspx
- . Members holding shares in demat form Update your email id & mobile no. with your respective Depository Participant (DP).

In case you have any gueries or issues regarding e-voting / remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and / or e-voting manual available at www.evotingindia.com, under help section or contact Mr. Rakesh Dalvi, Sr. Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compounds, N.M. Joshi Marg, Lower Parel (East), Mumbai-400013 or write an email to helpdesk.evoting@cdslindia.com or call Toll free no-1800 22 55 33 during working hours on all working days.

The Company has fixed Friday, 21* June, 2024 as the 'Record Date' for determining entitlement of members to final dividend for FY 2023-24, if approved at the AGM.

Manner of registering / updating bank details:

Members holding shares in dematerialized mode are requested to register complete bank account details with the Depository Participants and members holding shares in physical mode are requested to send a duly signed request letter to M/s. KFIN Technologies Limited mentioning the name, Folio no, bank details, self-attested copy of PAN Card and original cancelled cheque leaf along with Form ISR-1. Format of the Form ISR-1 and other required details are available on the website of the Company and RTA as stated above. In case of absence of name of the first shareholder on the original cancelled cheque, bank attested copy of first page of the bank passbook / statement of accounts in original along with Original cancelled cheque shall be provided at address mentioned below:

KFIN Technologies Ltd Unit: Torrent Pharmaceuticals Ltd Selenium Tower-B.

Plot nos. 31 & 32, Financial District Nanakramguda, Hyderabad - 500 032, India Phone: + 91 40 67162222

E-mail id: einward.ris@kfintech.com Website: www.kfintech.com

Effective 1st April, 2024, SEBI has mandated that the shareholders, who hold shares in physical mode and whose

folios are not updated with any of the KYC details (viz., (i) PAN (ii) Contact Details (iii) Mobile Number (iv) Bank Account Details and (v) Signature], shall be eligible to get dividend only in electronic mode. Accordingly, payment of final dividend, subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. The Company is required to deduct income tax from dividend payable / paid to the Members at prescribed rates in

the Income Tax Act, 1961 ("the IT Act"). For the prescribed rates for various categories, the Members are requested to refer to the Finance Act, 2020 and the amendments thereof. In general, Members are requested to complete and / or update their Residential Status, Permanent Account Number ('PAN') and Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Company / its RTA. Members are requested to upload necessary documents in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate on the link : https://ris.kfintech.com/form15/ on or before 05th July, 2024.

No communication / documents will be considered by the Company unless uploaded on the portal of the RTA for detailed process. click https://www.forrentpharma.com/pdf/investors/Final-TDS-communication-to-Shareholders-2024.pdf

By order of the Board

For TORRENT PHARMACEUTICALS LIMITED Place: Ahmedabad CHINTAN M. TRIVEDI Date : 24th June, 2024 COMPANY SECRETARY

SWaraJ SWARAJ ENGINES LTD.

CIN: L50210PB1985PLC006473

Regd. Office: Phase IV, Industrial Area, S.A.S. Nagar (Mohali), Punjab - 160 055, Tel: 0172-2271620, Fax: 0172-2272731, E-mail: selinvestor@swarajenterprise.com Website: www.swarajenterprise.com

NOTICE OF 38TH ANNUAL GENERAL MEETING AND REMOTE E-VOTING INFORMATION

NOTICE is hereby given that the 38th Annual General Meeting ("AGM") of Swaraj Engines Limited ("the Company") will be held on Thursday, 18th July, 2024 at 2:00 P.M. through video conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the businesses, as set out in the Notice of the 38th AGM. In compliance with the General Circular No. 14/2020, 17/2020, 20/2020, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 28th December, 2022 and 25th September, 2023 respectively issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May. 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 issued by Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), the Companies are allowed to hold AGM through VC / OAVM, without the physical presence of the Members at a common venue. Hence, the 38th AGM of the Company is being held through VC / OAVM only. Members attending the 38th AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. In compliance with the above Circulars, the Notice of the 38th AGM

alongwith the Annual Report for FY 2023-24 have been sent to all the Members by electronic mode whose e-mail Ids are registered with the Company / Depository Participant(s). Members may note that these documents are also available on the Company's website at https://www.swarajenterprise.com/annualreports, websites of the Stock Exchanges viz. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com. In compliance with Section 108 of the Companies Act, 2013 ('the Act')

read with Rule 20 of the Companies (Management and Administration) Rules. 2014. Secretarial Standards - 2 issued by the Institute of Company Secretaries of India on General Meetings and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility of remote e-Voting before the AGM and during the AGM in respect of the businesses to be transacted at the 38th AGM and for this purpose, the Company has appointed NSDL for facilitating voting through electronic

Members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date, the 11th July, 2024, may cast their vote electronically. The remote e-voting period will commence on 14th July, 2024 at 9.00 a.m. and end on 17th July, 2024 at 5.00 p.m. No remote e-voting shall be allowed beyond the said date and time. Any person who become Member after sending of the Notice of the 38th AGM and holding shares as on the cut-off date i.e. 11th July, 2024 may obtain the User ID and Password by sending a request at evoting@nsdl.com or Registrar and Share Transfer Agent of the Company at helpdeskdelhi@mcsregistrars.com. The procedure for obtaining the User ID and Password is also provided in the Notice of the 38th AGM.

Members attending the 38th AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall participate at the 38th AGM through VC / OAVM, however, they shall not be eligible to vote at the AGM. The instructions for joining the AGM through VC / OAVM are provided in the Notice of the 38th AGM.

Members may go through the instructions mentioned in Note No. 21 of the AGM Notice related to voting through electronic means (remote evoting) or visit NSDL's website www.evoting.nsdl.com and in case of queries, Members may refer to the Frequently Asked Questions (FAQ) and/or e-Voting User Manual available at the NSDL's aforesaid website or contact Ms. Pallavi Mhatre at evoting@nsdl.com or at 022 - 4886

The Shareholders who wish to register their e-mail address and/or update bank account mandate may follow the below instructions:

- A. For shares held in electronic form: Register/update the details in your demat account, as per the process advised by your Depository Participant (DP);
- B. For shares held in physical form: Register/update the details in the prescribed Form ISR-1 and other relevant forms with Registrar and Transfer Agent of the Company, MCS Share Transfer Agent Limited (MCS) pursuant to SEBI circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17th May, 2023. The Shareholders can also access the relevant forms on the Company's website at https://www.swarajenterprise.com/ImpNot.

Dividend and Book Closure:

The shareholders may note that the Board of Directors at their meeting held on 18th April, 2024 has recommended a dividend of Rs. 95.00 per share, subject to the approval of the Members. Pursuant to Section 91 of the Companies Act, 2013, and Regulation 42 of SEBI Listing Regulations, the Register of Members and share transfer books will remain closed from Saturday, 29th June, 2024 to Friday, 5th July, 2024 (both days inclusive).

The shareholders may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020 shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct Tax at Source ("TDS") at the time of making payment of the dividend. In order to enable us to determine the appropriate TDS rate, as applicable, the shareholders are requested to submit the requisite documents in accordance with the provisions of the Income Tax Act, 1961 at selinvestor@swarajenterprise.com by 1st July, 2024.

For **SWARAJ ENGINES LIMITED**

Rajesh K. Kapila Company Secretary

Place: S.A.S.Nagar (Mohali) M. No.: ACS-9936 Date: 24.06.2024



Investment Manager: Baroda BNP Paribas Asset Management India Private Limited (AMC) Corporate Identity Number (CIN): U65991MH2003PTC142972

Registered Office: 201(A) 2nd Floor, A wing, Crescenzo, C-38 & 39, G Block, Bandra-Kurla Complex, Mumbai, Maharashtra, India - 400 051. Website: www.barodabnpparibasmf.in . Toll Free: 18002670189

NOTICE NO. 37/2024

Declaration of Income Distribution cum Capital Withdrawal (IDCW) under the designated Schemes of Baroda BNP Paribas Mutual Fund (the Fund):

Notice is hereby given to all the unitholders of the Schemes that following shall be the rate of distribution under Income Distribution cum Capital Withdrawal ("IDCW") Options of respective plan of the following schemes of Baroda BNP Paribas Mutual Fund with Thursday, June 27, 2024" as the Record Date:

Name of the Scheme	Name of Plans/ Options	Face value per unit (In ₹)	NAV per unit as on June 21, 2024	Distribution per unit* (In ₹)
Baroda BNP Paribas Low	Defunct Plan - Monthly IDCW Option	10	10:5656	0.06
Duration Fund	Regular Plan - Monthly IDCW Option	10	10.3732	0.06
	Direct Plan - Monthly IDCW Option	10	10.3353	0.06
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.3752	0.06
Dynamic Bond Fund	Direct Plan - Monthly IDCW Option	10	10 6869	0.06
	Regular Plan - Quarterly IDCW Option	10	10.4499	0.18
	Direct Plan - Quarterly IDCW Option	10	10.7791	0.19
Baroda BNP Paribas	Defunct Plan - Monthly IDCW Option	10	10.2410	0.06
Corporate Bond Fund	Regular Plan - Monthly IDCW Option	10	10.2766	0.06
	Direct Plan - Monthly IDCW Option	10	10.3723	0.06
	Defunct Plan - Quarterly IDCW Option	10	10.3580	0.18
	Regular Plan - Quarterly IDCW Option	10	10.3729	0.18
	Direct Plan - Quarterly IDCW Option	10	10.5541	0.18
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	11.2964	0.08
Conservative Hybrid	Direct Plan - Monthly IDCW Option	10	13.4595	0.09
Fund	Regular Plan - Quarterly IDCW Option	10	11.5917	0.23
	Direct Plan - Quarterly IDCW Option	10	13.2294	0.26
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.2762	0.06
Medium Duration	Direct Plan - Monthly IDCW Option	10	10.6697	0.06
Fund (Scheme has one segregated portfolio)	Regular Plan - Calendar Quarterly IDCW Option	10	10.4454	0.18
	Direct Plan - Calendar Quarterly IDCW Option	10	10.3666	0.18
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	11 3119	0.08
Credit Risk Fund (Scheme	Direct Plan - Monthly IDCW Option	10	14 1671	0.09
has one segregated portfolio)	Regular Plan - Quarterly IDCW Option	10	11.8917	0.24
portjouoj	Direct Plan - Quarterly IDCW Option	10	12.7977	0.26
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.2309	0.06
Short Duration Fund	Direct Plan - Monthly IDCW Option	10	10.3534	0.06
	Regular Plan - Quarterly IDCW Option	10	10.7228	0.19
	Direct Plan - Quarterly IDEW Option	10	11.2107	0.20
Baroda BNP Paribas Money Market Fund	Regular Plan - Monthly IDCW Option	1000	1018.7791	5.94
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.1767	0.06
Banking and PSU Bond	Direct Plan - Monthly IDCW Option	10	10.2959	0.06
Fund	Regular Plan - Quarterly IDCW Option	10	10.2900	0.18
	Direct Plan - Quarterly IDCW Option	10	10.4522	0.18
Baroda BNP Paribas	Regular Plan - Quarterly IDCW Option	10	10.5823	0.19
Arbitrage Fund	Direct Plan - Quarterly IDCW Option	10	11.0220	0.19
Baroda BNP Paribas	Regular Plan - IDCW Option	10	17.7209	0.13
Aggressive Hybrid Fund	Direct Plan - IDCW Option	10	19.8718	0.14
Baroda BNP Paribas	Regular Plan - IDCW Option	10	58.2279	0.42
Multi Cap Fund	Direct Plan - IDCW Option	10	61.1233	0.44

or the immediately following Business Day, if that day is not a Business Day,

The distribution will be subject to the availability of distributable surplus and may be lower, depending on the distributable surplus available on the Record Date.

*Net distribution amount will be paid to the unit holders under respective categories after deducting applicable taxes, if any.

For the units held in physical form, amount of distribution will be paid to all unit holders whose names appear in the records of the Registrar at the close of business hours on the record date and for units held in demat form, the names appearing in the beneficial owners master with the Depository as on the record date shall

be considered. Pursuant to distribution under IDCW, NAV of the IDCW option of the scheme(s)

would fall to the extent of payout and statutory levy (if applicable).

For Baroda BNP Paribas Asset Management India Private Limited

(Investment Manager to Baroda BNP Paribas Mutual Fund)

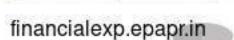
Date : June 24, 2024 Authorised Signatory Place: Mumbal

MUTUAL FUND INVESTMENTS ARE SUBJECT TO MARKET RISKS. READ ALL SCHEME RELATED DOCUMENTS CAREFULLY.









financialexpress.com

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS"), TO THE PUBLIC SHAREHOLDERS OF:

WINDSOR MACHINES LIMITED

Registered Office: 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, L B S Road, Thane (W) - 400 604, MaharashtraTel. No.: +91 22 25836592; Fax: +91 22 25836285; Email: cs@windsormachines.com Website: www.windsormachines.com; Corporate Identification Number: L99999MH1963PLC012642

OPEN OFFER FOR ACQUISITION OF UP TO 1,68,82,268 (ONE CRORE SIXTY EIGHT LAKH EIGHTY TWO THOUSAND TWO HUNDRED AND SIXTY EIGHT) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES"), REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE TOTAL VOTING SHARE CAPITAL (DEFINED BELOW), OF WINDSOR MACHINES LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (DEFINED BELOW), BY PLUTUS INVESTMENTS AND HOLDING PRIVATE LIMITED ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

THIS DETAILED PUBLIC STATEMENT ("DPS") IS BEING ISSUED BY CHOICE CAPITAL ADVISORS PRIVATE LIMITED, ("MANAGER TO THE OFFER" OR "MANAGER"), FOR AND ON BEHALF OF THE ACQUIRER IN COMPLIANCE WITH REGULATIONS 3 (1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SEBI (SAST) REGULATIONS, PURSUANT TO THE PUBLIC ANNOUNCEMENT DATED JUNE 18 2024, ("PA") IN RELATION TO THE OPEN OFFER, FILED WITH BSE LIMITED ("BSE"), NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) (COLLECTIVELY REFERRED TO AS "STOCK EXCHANGES") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") AND WITH THE TARGET COMPANY ON JUNE 18, 2024, IN TERMS OF REGULATIONS 14(1) AND 14(2) OF THE SEBI (SAST) REGULATIONS.

For the purposes of this DPS, the following terms would have the meaning assigned to them herein below:

- "Equity Shares" or "Shares" shall mean the fully paid-up Equity Shares having a face value of ₹ 2/- (Rupees Two Only) each of the Target Company;
- "Identified Date" shall mean the date falling on the 10th (tenth) Working Day prior to the commencement of the Tendering Period:
- "Public Shareholders" shall mean all the equity shareholders of the Target Company, other than: (i) the Acquirer; (ii) promoter other than the selling shareholder; and (iii) the parties to the Share Purchase Agreement (defined below), pursuant to and in compliance with the SEBI (SAST) Regulations;
- "Sale Shares" shall mean 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company held by the Seller on the date of the SPA (as defined below), constituting 53.90% (fifty three point nine zero percent) of Total Voting Share Capital of the Target Company;
- "SEBI" shall mean the Securities and Exchange Board of India;
- "Seller" / "Promoter Seller" shall mean Castle Equipments Private Limited, one of the Promoters of the Target Company, as disclosed in its publicly available shareholding pattern for the quarter ended March 31, 2024;
- "Share Purchase Agreement" or "SPA" shall mean the Share Purchase Agreement dated June 18, 2024 executed between the Acquirer and Seller, pursuant to which the Acquirer has agreed to acquire 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company constituting 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital of the Target Company at a price of ₹ 100//- (Rupees One Hundred Only) per Equity Share;
- "SPA date" shall mean the execution date of the SPA;
- "Stock Exchanges" shall mean BSE and NSE:
- "Tendering Period" shall mean the period of 10 (ten) Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be disclosed in the LOF;
- "Total Voting Share Capital" shall mean the total voting share capital of the Target Company on a fully diluted basis as of the 10th (tenth) Working Day from the closure of the Tendering Period of the Open Offer;
- "Working Day" shall mean any working day of SEBI, Mumbai.
- INFORMATION ABOUT THE ACQUIRER:

Plutus Investments and Holding Private Limited ("Acquirer"):

ACQUIRER, SELLER, TARGET COMPANY AND OFFER

- The Acquirer is a private company limited by shares incorporated in India on December 09, 2021, under the Companies Act, 2013. The Corporate Identity Number of the Company is U65990GJ2021PTC127865.
- 1.2 The primary business of the Acquirer is to invest, acquire and hold, sell, buy or otherwise deal in shares and securities and other financial instruments whether listed on recognized stock exchanges or otherwise in
- There has been no change in the name of the Acquirer since its incorporation.
- The Acquirer does not belong to any group.
- 1.5 No other person is acting in concert with the Acquirer for the purpose of this Open Offer.
- As on date of the DPS, the Acquirer is not listed on any stock exchange. 1.6
- The authorised capital of the Acquirer is ₹ 125,00,00,000 (Rupees One Hundred and Twenty Five Crore Only) comprising of 12,50,00,000 (Twelve Crore Fifty Lakh) equity shares of ₹ 10/- (Rupees Ten Only) each. The total issued and paid-up capital of the Acquirer is ₹120,00,00,000 (Rupees One Hundred and Twenty Crore Only) comprising of 12,00,00,000 (twelve crore) equity shares of ₹ 10/- (Rupees Ten Only) each. The shareholding pattern of the Acquirer is as under:

Name	Category	Number of Shares held (%)
Ramesh Keshubhai Siyani	Promoter	6,00,06,000 (50.005%)
Arpit Khandelwal	Promoter	5,99,94,000 (49.995%)
Total		12,00,00,000 (100.000%)

- The registered office of the Acquirer is located at Chamber No: 1, Second Inning, 150 Feet Ring Road, Rajkot - 360 005, Gujarat
- The Acquirer does not hold any Equity Shares of the Target Company as on the date of this DPS. Further, the Acquirer has not acquired any equity shares after the date of the PA. The directors and key managerial personnel of the Acquirer do not hold any Equity Shares of or voting rights in the Target Company. None of the directors of the Acquirer are on the board of directors of the Target Company.
- The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") or under any other regulation made under the SEBI Act.
- 1.11 The Acquirer has not been categorized or declared as "wilful defaulter" by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, in terms of Regulation 2(1) (ze) of the SEBI (SAST) Regulations.
- 1.12 None of the Directors or key managerial personnel of the Acquirer have been categorized as a "fugitive. economic affender" under Section 12 of Fugitive Economic Offender Act, 2018, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.
- The key financial information of the Acquirer on the basis of the standalone audited financial information for the financial years ending March 31, 2024, March 31, 2023, and March 31, 2022, are as follows:

⟨₹ in lakh, except per share data⟩

Particulars	Audited Financial Statements for the Financial Year ending March 31			
1	2024	2023	2022	
Total Revenue (including other income)	18.90	30:57	0.02	
Profit/(Loss) after tax	(280.69)	(48.02)	(11.52)	
Earnings per Share (EPS) (In ₹)	(0.42)	(1.04)	(11.52)	
Net Worth	11,659.89	1,940.58	(1.52)	

The net worth of the Acquirer as on March 31, 2024, is ₹ 116.59 Crore (Rupees One Hundred Sixteen Crore Fifty Nine Lakh Only) and the same is certified through Mr. Dhiraj Lalpuria, (Membership No. 146268), Partner M/s SK Patodia & Associates, LLP, Chartered Accountants, Firm registration Number. 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai - 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024, bearing Unique Document Identification Number (UDIN)-24146268BKCSPJ3866

INFORMATION ABOUT THE SELLER

- The Seller is a private company limited by shares.
- There has been no change in the name of the Seller since its incorporation.
- The Promoter Seller forms part of the promoter and promoter group of the Target Company, and prior to the execution of the SPA it held 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the Voting Share Capital of the Target Company. Pursuant to the execution of the SPA on June 18, 2024, the Acquirer has agreed to purchase 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the equity share capital of the Target Company from the Promoter
- The registered office of the Promoter Seller is located at 1, Parijat Mulund Sahakar Vishwa CHS., Hira Nagar, Nahur Road, Mulund (W), Mumbai, Maharashtra, India, 400080.
- The details of the Promoter Seller, are as under

Sr. No.	Name of the Seller	Part of Promoter/ Promoter group	Details of shares / voting rights held by the Seller			
			er/ Pre-Transaction		Post Transaction	
			No. of equity shares	% of total voting share capital	No. of equity shares	% of total voting share capital
1	Castle Equipments Private Limited	Yes	3,50,00,000	53.90	Nil	Nil
	Total		3,50,00,000	53.90	Nil	Nil

- Pursuant to the consummation of the underlying transaction (contemplated under the SPA) and the Open Offer, subject to compliance with the SEBI (SAST) Regulations, the Acquirer will acquire control over the Target Company and will become the promoter of the Target Company in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"). Further, pursuant to the consummation of the underlying transaction of sale of the Sale Shares to the Acquirer, the Seller along with the other promoter, Ghodbunder Developers Private Limited is desirous that they cease to be the Promoters of the Target Company and be reclassified as public shareholders in accordance with the procedures contained in the SEBI (LODR) Regulations.
- The Seller is not prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or under any other regulation made under the SEBI.

INFORMATION ABOUT THE TARGET COMPANY

- The Target Company is a public company limited by shares. It was incorporated on May 04, 1963, under the provisions of Companies Act, 1956, with the Registrar of Companies, Maharashtra, Mumbai as Windsor Engineering Private Limited vide Certificate of Incorporation bearing registration no. 12642. The Company was converted to a public limited company and the name of the Company was changed to R.H.Windsor (India) Limited vide certificate dated April 14, 1964. The name of the Company was once again changed to Klockner Windsor India Limited vide certificate dated March 07, 1986. The name of the Company was once again changed to DGP Windsor India Limited vide certificate dated June 03, 1994, and to its current name vide certificate dated February 15, 2005. There has been no change in the name of the Target Company in the last 3 (three) years.
- The Registered Office of the Target Company is located at 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, LBS Road, Thane (W) - 400 604. Maharashtra. There has been no change in the registered office of the company in the last 3 (three) years. The CIN Number of the Company is L99999MH1963PLC012642.
- The Target Company is primarily engaged in the business of manufacturing plastic injection moulding machines and extrusion machines for pipe extrusion and blown film extrusion catering to a wide variety of application segments ranging from household, furniture, industrial, medical, infrastructure, automobiles and the electrical industry.
- The authorized Equity Share Capital of the Target Company is ₹ 40,00,00,000 /- (Rupees Forty Crore Only) comprising 20,00,00,000 (twenty crore) Equity Shares of face value ₹ 2/- (Rupees Two Only) each. The issued, subscribed and paid-up Equity Share Capital of the Target Company as on the date is ₹ 12,98,63,600/- (Rupees Twelve Crore Ninety Eight Lakh Sixty Three Thousand Six Hundred Only) comprising 6,49,31,800 (Six Crore Forty Nine Lakh Thirty One Thousand Eight Hundred) Equity Share of face value ₹2/- (Rupees Two Only) each.

As on date of this DPS, the Voting Share Capital is as follows:

Equity Share Capital Issued and Paid-up Equity Share No. of shares/voting rights | % of shares/voting rights of Target Company 6,49,31,800 100.00 Fully paid-up Equity Shares Partly paid-up Equity Shares Total paid-up Equity Shares 6,49,31,800 100.00 Total Voting Rights in Target Company 6,49,31,800 100.00

- As on the date of this DPS, there is only one class of Equity Shares and there are no: (i) partly paid-up Equity Shares; (ii) Equity Shares carrying differential voting rights; and/ or (iii) outstanding convertible instruments (such as depository receipts, fully convertible debentures, warrants, convertible preference shares, etc.) issued by the Target Company which are convertible into Equity Shares of the Target Company.
- The Equity Shares of the Target Company are presently listed on BSE (Scrip Code: 522029 and NSE (Symbol: WINDMACHIN). The ISIN of the Equity Shares is INE052A01021. The entire issued, subscribed and paid-up share capital of the Target Company is listed on the Stock Exchanges and has not been suspended from trading by any of the Stock Exchanges. The Equity Shares of the Target Company have not been delisted from any stock exchanges in India.
- The Equity Shares are frequently traded on the stock exchanges in terms of the explanation provided in Regulation 2(1)(i) of the SEBI (SAST) Regulations. (Source: www.bseindia.com; www.nseindia.com). (Further details provided in Part IV (Offer Price) below of this DPS).
- The promoters of the Company are Castle Equipments Private Limited and Ghodbunder Developers Private Limited. (Source:www.bseindia.com; www.nseindia.com)
- The key financial information of the Target Company as extracted from its audited consolidated financial statements as at and for each of the three financial years ended March 31, 2024, March 31, 2023, and March 31, 2022 are as follows:

(₹ in lakh, except per share data)

Particulars	Financial Year ended March 31, 2024 (Audited)	Financial Year ended March 31, 2023 (Audited)	Financial year ended March 31, 2022 (Audited)
Total Income	35,691.75	38,410.33	37,186.80
Profit / (Loss) After Tax	(771.38)	464.20	222.48
Earnings Per Share (Basic and Diluted)	(1.19)	0,71	0.34
Net Worth	26,669.01	28,027.97	28,421.62

DETAILS OF THE OFFER:

This Offer is made by the Acquirer in terms of Regulation 3 (1) and 4 of SEBI (SAST) Regulations, pursuant to the execution of SPA for the substantial acquisition of shares/ voting rights and control over the Target Company, to all the Public Shareholders, to acquire up to 1,68,82,268 (one crore sixty eight lakh eight two thousand two hundred sixty eight) Equity Shares ("Offer Shares") representing 26.00% (twenty six percent) of the Total Voting Share Capital ("Offer Size"), at an offer price of ₹ 100/- (Rupees One Hundred Only) per Equity Share ("Offer Price"), aggregating to a total consideration of up to ₹168,82,26,800 /- (Rupees One Hundred Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only), ("Maximum Consideration").

- The Offer Price shall be payable in cash by the Acquirer in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the letter of offer ("LOF").
- The Offer is not conditional on any minimum level of acceptance by the Public Shareholders in terms of Regulation 19 of the SEBI (SAST) Regulations.
- The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The Equity Shares of the Target Company will be acquired by the Acquirer as fully paid up, free from all lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Equity Shares on the foregoing basis.
- If the aggregate number of Equity Shares validly tendered by the Public Shareholders under this Open Offer is more than the Offer Size, the Acquirer shall accept the Equity Shares on a proportionate basis, subject to acquisition of a maximum of 1,68,82,268 (one crore sixty eight lakh eighty two thousand two hundred sixty eight) Equity Shares, representing 26% (twenty six percent) of the Total Voting Share Capital, in consultation with the Manager to the Offer. All the Equity Shares validly tendered by the Public Shareholders in this Open Offer will be acquired by the Acquirer in accordance with the terms and conditions set forth in this DPS, and those which will be set out in the LOF to be sent to all Public Shareholders in relation to the Offer,
- As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of sale of Sale Shares to the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or becomes applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 (1)(a) of the SEBI (SAST) Regulations.
- In terms of Regulation 25(2) of the SEBI (SAST) Regulations, other than as stated in this DPS, as at the date of this DPS, the Acquirer does not have any plans to alienate any significant assets of the Target Company and, or any of its subsidiaries, in the next 2 (two) years, except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in the accordance with business requirements); or (ii) to the extent required for the purpose of restructuring and / or rationalization of assets, investments, liabilities or business of the Target Company and, or its subsidiaries including the possible sale of factory lands / surplus lands / assets and shifting of the production facilities to any other location. The Target Company's future policy for disposal of its assets, if any, within 2 (two) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law, including SEBI (SAST) Regulations.
- The Acquirer has no intention to delist the Target Company pursuant to this Open Offer.
- Pursuant to the completion of this Open Offer, the shareholding of the public shareholders in the Target Company is likely to be below the minimum public shareholding requirement as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") read with SEBI (LODR) Regulations. The Acquirer will ensure that the Target Company satisfies the minimum public shareholding set out in Rule 19A of the SCRR in compliance with applicable laws and, or the applicable provisions of the SEBI (SAST) Regulations, within the prescribed time.
- The Manager to the Offer does not hold any Equity Shares in the Target Company as on the date of appointment as Manager to the Offer and as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its account in the Equity Shares during the Open Offer period.

BACKGROUND TO THE OFFER:

- The Acquirer has entered into a Share Purchase Agreement ("SPA"), dated June 18, 2024 with the Seller whereby the Acquirer has agreed to acquire 3,50,00,000 (Three Crore Fifty Lakh) Equity Shares ("Sale Shares"), representing 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital, from the Seller at a price of ₹ 100/- (Rupees One Hundred Only) per Sale Share, aggregating to ₹ 350,00,00,000 (Rupees Three Hundred and Fifty Crore Only) ("Sale Consideration"), subject to and in accordance with the terms and conditions contained in the SPA.
- The salient features of SPA are as follows:
- The SPA sets forth the terms and conditions agreed between the Acquirer and the Seller and their
- Sale Shares, subject to the terms and conditions of the SPA; The consummation of the proposed purchase of the Sale Shares is subject to the fulfillment of inter alia the

The Acquirer has agreed to purchase the Sale Shares and the Seller has agreed to sell and transfer the

- conditions precedent as specified under the SPA, including the following key conditions precedent among
 - Receipt of consent/ no objection from certain statutory authorities and lenders of the Company; and (ii) no material adverse change in accordance with the SPA, shall have occurred or be subsisting.
- For some of the above terms more specifically defined in the SPA and other details of SPA, Public Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection during the Tendering Period at the Office of the Manager to the Offer
- As a consequence of the direct acquisition of shares, voting rights and control over the Target Company by the Acquirer, this Open Offer is a mandatory offer being made by the Acquirer in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations. The primary objective of the Acquirer for the above-mentioned acquisition is substantial acquisition of shares and
- voting rights accompanied with the change in control and management in the Target Company and acquisition of management control of the Target Company. The Acquirer intends to expand the Target Company's business activities by carrying on additional business for commercial reasons and operational efficiencies. The Acquirer reserves the right to modify the present structure of the business in a manner which is useful to the larger interest of the shareholders. Any change in the structure that may be carried out, will be in accordance with applicable laws.
- The Offer Price will be payable in cash by the Acquirer, in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the LOF that will be dispatched to the Public Shareholders in accordance with the provisions of SEBI (SAST) Regulations.
- As per Regulations 26(6) and 26(7) of SEBI (SAST) Regulations, 2011, the board of directors of the Target Company is required to constitute a committee of Independent Directors, to provide its written reasoned recommendation on the Offer to the Shareholders of the Target Company and such recommendations shall be published at least 2 (two) Working Days before the commencement of the Tendering Period in the same newspapers where the DPS of the Offer is published. A copy of the above shall be sent to SEBI, BSE, NSE and Manager to the Open Offer and in case of a competing offer/s to the Manager/s to the Open Offer for every

SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirer in the Target Company and the details of the acquisition are

Details	Acquirer Total Number of Equity Shares and %^	Total Number of Equity Shares and %
Shareholding as on the PA date	Nil	Nil
Equity Shares proposed to be acquired through SPA	3,50,00,000 (53.90%)	3,50,00,000 (53.90%)
Equity Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer Shareholding, as on 10th Working Day after closing of Tendering Period (assuming full acceptance under the Open Offer and subject to the provisions of the SPA)	5,18,82,268 (79.90%)	5,18,82,268 (79.90%)

* calculated on the total voting share capital of Target Company.

(Source: www.bseindia.com; www.nseindia.com)

NSE

- As on the date of this DPS, neither the Acquirer nor any of its directors or key managerial personnel hold any Equity Shares of the Target Company,
- No other person is acting in concert with the Acquirer for the purpose of this Open Offer.
- OFFER PRICE: IV. The Equity Shares of the Target Company are listed on BSE (Scrip Code: 522029 and NSE (Symbol: WINDMACHIN). The ISIN of the Equity Shares is INE052A01021.
- calendar months prior to the calendar month of the PA, i.e., from June 01, 2023, to May 31, 2024 ("Relevant Period"), is as given below: Stock Exchanges Total traded volumes Total number of paid-Trading turnover % during the Relevant up Equity Shares during the Relevant Period Period BSE 6,49,31,800 71,69,711 11.04

4.20,25,277

The trading turnover in the Equity Shares, based on the trading volumes on the Stock Exchanges during the twelve

6,49,31,800

- Based on the above, the Equity Shares of the Target Company are frequently traded on the BSE and the NSE within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations.
- The Offer Price of ₹ 100 (Rupees One Hundred Only) per Equity Shares has been determined in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

Sr. No.	Particulars	Price
a)	The highest negotiated price per Equity Share of the Target Company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer i.e., the price per Equity Share under the SPA	₹ 100/-
b)	The volume-weighted average price paid or payable per Equity Share for acquisitions, whether by the Acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the PA	Not Applicable
C)	The highest price paid or payable per Equity Share for any acquisition, whether by the Acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the PA	Not Applicable
d)	The volume-weighted average market price per Equity Share for a period of sixty trading days immediately preceding the date of the PA as traded on NSE, being the stock exchange where the maximum volume of trading in the Equity Shares was recorded during such period, and such shares being frequently traded	₹87.10
e)	Where the shares are not frequently traded, the price determined by the acquirer and the manager taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable
0	The per Equity Share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, if applicable	Not Applicable

In view of the parameters considered and presented in the table in paragraph 4 above, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of above parameters, i.e., ₹ 100 /- (Rupees One Hundred Only) per Equity Share. Accordingly, the Offer Price is justified in terms of the SEBI (SAST) Regulations.

- As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters in terms of Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirer, in consultation with the Manager, in the event of any corporate action(s) such as issuances pursuant to rights issue, bonus issue, stock consolidations, stock splits, payment of dividend, dernergers, reduction of capital, etc. where the record date for effecting such corporate action(s) falls prior to the 3rd (third) Working Day before the commencement of the Tendering Period, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
- There has been no revision in the Offer Price or to the size of this Offer as on the date of this DPS.
- An upward revision in the Offer Price or to the size of this Offer, if any, on account of competing offers or otherwise, shall be done any time prior to the commencement of the last 1 (one) Working Day before the commencement of the tendering period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall (i) make corresponding increases to the escrow amounts as more particularly set out in section V of this DPS, in accordance with Regulation 18 (5) of the SEBI (SAST) Regulations; (ii) make a public announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE and the Target Company at its registered office of such
- If the Acquirer acquires additional Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Offer within 60 (sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Delisting Regulations, or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of shares of the Target Company in any form.

FINANCIAL ARRANGEMENTS:

- The Maximum Consideration for the Open Offer, assuming full acceptance, i.e. for the acquisition of up to 1,68,82,268 (One Crore Sixty-Eight Lakh Eighty Two Thousand Two Hundred Sixty Eight) Equity Shares, at the Offer Price of ₹100/- (Rupees One Hundred Only) per Equity Share is ₹ 168,82,26,800 (Rupees One Hundred and Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only)
- In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, the Acquirer has opened an escrow cash account bearing Account No: 924020015123911 ("Escrow Cash Account") with Axis Bank Limited, a banking company duly incorporated under the Companies Act, 1956 and registered as a banking company within the meaning of the Banking Regulation Act, 1949 and having its registered office at Trishul, 3rd Floor, Opp Samartheshwar Temple, Near Law Garden, Ellisbridge, Ahmedabad 380 006, Gujarat and acting through its branch situated at Gokhale Road, Parel, Mumbai ("Escrow Agent") and have made a cash deposit of ₹ 42,20,56,700 (Rupees Forty Two Crore Twenty Lakh Fifty Six Thousand Seven Hundred Only) in the Escrow Cash Account: The cash deposited in Escrow Cash Account represents 25% of the Offer Consideration (assuming full acceptance) payable to the Equity Shareholders under this Offer. The cash deposit has been confirmed by the Escrow Agent by way of a confirmation letter dated June 21, 2024.
- The Acquirer has confirmed that it has adequate financial resources to meet their obligations under the Open Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations
- The Acquirer has adequate financial resources and has made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The Open Offer obligation will be met by the Acquirer through his own resources and no borrowings from any bank and/or financial institution are envisaged. Dhiraj Lalpuria, (Membership No. 146268) Partner, M/s S K Patodia & Associates, LLP, Chartered Accountants, Firm registration Number, 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai – 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024 and bearing Unique Document Identification Number (UDIN) - 24146268BKCSPI8265 has certified that sufficient resources are available with the Acquirer for fulfilling the obligations under this Offer in full.
- Based on the above, the Manager to the Offer, is satisfied that firm arrangements have been put in place by the Acquirer to fulfill its obligations in relation to this Open Offer through verifiable means in accordance with the SEBI
- The Acquirer has authorized the Manager to operate and realize the value of Escrow Account as per the provisions
- In case of any upward revision in the Offer Price or the Offer size, a corresponding increase to the escrow amounts as mentioned above shall be made by the Acquirer, in terms of Regulation 17(2) of the SEBI (SAST) Regulations, prior to effecting such revision.

STATUTORY AND OTHER APPROVALS:

- As on the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of purchase of the Sale Shares by the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or become applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer shall make the necessary applications for such statutory approvals.
- In terms of Regulation 23 (1) (c) of the SEBI (SAST) Regulations, 2011, in the event that, for reasons outside the reasonable control of the Acquirer, the approvals specified in this DPS as set out in this part or those which become applicable prior to completion of the Open Offer are not received or refused, and, or any other condition stipulated in the SPA for acquisition attracting the obligation to make the Open Offer is not met for reasons outside the reasonable control of the Acquirer, and such agreement is rescinded then the Acquirer shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirer, through the Manager to the Open Offer, shall, within 2 (Two) Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2)(a) of the SEBI (SAST) Regulations,
- The underlying transaction of purchase of the Sale Shares by the Acquirer is subject to satisfaction of certain conditions precedent specified in the Share Purchase Agreement (unless waived in accordance with the Share
- The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges, encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, free from all liens and together with all rights attached thereto, including all the rights to the dividends, bonuses and rights offers declared thereof in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.
- All Public Shareholders, including resident or non-residents holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India (including non-resident Indians, foreign institutional investors and foreign portfolio investors) had required any approvals (including from the Reserve Bank of India, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares. Public Shareholders classified as overseas corporate bodies ("OCB"), if any, may tender the Equity Shares held by them in the Open Offer pursuant to receipt of approval from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. Such OCBs shall approach the Reserve Bank of India independently to seek approval to tender the Equity Shares held by them in the Open Offer.
- Subject to the receipt of the statutory approval, if applicable, and other approvals set out herein, the Acquirer shall complete payment of consideration within 10 (ten) Working Days from the closure of the tendering period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer in accordance with Regulation 21(2) of the SEBI (SAST) Regulations. Where statutory or other approval(s) extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approval(s) are required in order to complete this Open Offer.
- In case of delay in receipt of any statutory approval, if applicable, the SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any wilful default or neglect of the Acquirer or the failure of the Acquirer to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer agreeing to pay interest to the shareholders as directed by the SEBI, in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable for forfeiture.

VII. TENTATIVE SCHEDULE OF ACTIVITY: Sr. No Activity

64.72

1	Public Announcement (PA)	Tuesday, June 18, 2024
2	Publication of DPS in the newspapers	Tuesday, June 25, 2024
3	Last date for filing of draft letter of offer with SEBI	Tuesday, July 02, 2024
4	Last date for public announcement of competing offer(s)	Tuesday, July 16, 2024
5	Last date for receipt of comments from SEBI on draft LOF (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Wednesday, July 24, 2024
6	Identified Date ^{ra}	Friday, July 26, 2024
7	Last date by which the LOF to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Friday, August 02, 2024
8	Last date for upward revision of the Offer Price and/or Offer Size	Wednesday, August 07, 2024
9	Last Date by which the committee of the independent directors of the Target Company is required to publish its recommendation to the Public Shareholders for this Open Offer	Wednesday, August 07, 2024
0	Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Thursday, August 08, 2024
1	Date of commencement of the Tendering Period ("Offer Opening Date")	Friday, August 09, 2024
12	Date of closure of the Tendering Period ("Offer Closing Date")	Friday, August 23, 2024
3	Last date of communicating the rejection/acceptance and completion of payment of consideration or return of Equity Shares to the Public Shareholders of the Target Company	Friday: September 06, 2024
14	Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Friday, September 13, 2024

Schedule (Day and Date)"

continued from previous page.

Notes:

The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the LOF would be mailed. It is clarified that all the Equity Shareholders of the Target Company (registered or unregistered) of the (except the Acquirer and remaining Promoter of the Target Company) are eligible to participate in this Offer at any time prior to the closure of this Offer.

PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

- All Public Shareholders, whether holding shares in physical form or dematerialized form, registered or unregistered, are eligible to participate in this Offer at any time during the Tendering Period, i.e., the period from the Offer Opening Date till the Offer Closing Date.
- Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the LOF, may also participate in this Offer. Accidental omission to send the LOF to any person to whom the Offer is made or the non-receipt or delayed receipt of the LOF by any such person will not invalidate the Offer in any way.
- The Public Shareholders may also download the LOF from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part X (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity- Client identity, current address and contact details.
- The Open Offer will be implemented by the Target Company through stock exchange mechanism made available by the Stock Exchanges in the form of separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations and SEBI's Master Circular dated SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 ("SEBI Master Circular").
- BSE shall be the Designated Stock Exchange for the purpose of tendering shares in the Open Offer.
- The Acquirer has appointed Choice Equity Broking Private Limited ("Buying Broker") for the Open Offer through whom the purchases and the settlement of the Offer Shares tendered in the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:

Name: Choice Equity Broking Private Limited Address: Sunil Patodia Tower, J B Nagar, Andheri (East), Mumbai-400099, Maharashtra, India

Contact Person : Jeetender Joshi

Email: jeetender.joshi@choiceindia.com

Telephone: + 91 22 67079832; SEBI Registration INZ000160131

- All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stockbrokers ("Selling Brokers") within the normal trading hours of the secondary market, during the Tendering Period. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.
- All the shareholders who desire to tender their Equity Shares under the Open Offer would be required to make available their shares for bidding to their respective stock broker ("Selling Broker"). The shareholders have to intimate their Selling Broker to place the bid during the normal trading hours of the secondary market during the Tendering Period, Upon placing the bid, the Selling Broker(s) shall provide the Transaction Registration Slip

- ("TRS") generated by the exchange bidding system to the shareholder. TRS will contain details of order submitted like Bid ID No., DP ID, Client ID, No. of equity shares tendered, etc.
- A separate Acquisition Window will be provided by BSE to facilitate the placing of orders. The Selling Broker would be required to place an order / bid on behalf of the Public Shareholders who wish to tender Equity Shares in the Open Offer using the Acquisition Window of BSE. Before placing the order / bid, the Selling Broker will be required to mark lien on the tendered Equity Shares. Details of such Equity Shares marked as lien in the demat account of the Public Shareholders shall be provided by the depository to the BSE and Indian Clearing Corporation Limited ("Clearing Corporation").
- In terms of the SEBI Master Circular, a lien shall be marked against the Equity Shares tendered in the Offer. Upon finalization of the entitlement, only the accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder.
- In the event the Selling Broker of a shareholder is not registered with any of BSE, then the Public Shareholders can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through BSE registered stock broker (after submitting all details as may be required by such NSE registered stock broker in compliance with applicable law). In case the Public Shareholders are unable to register using UCC facility through any other BSE registered broker, Public Shareholders may approach Buying Broker i.e., Choice Equity Broking Private Limited for guidance to place their Bids. The requirement of documents and procedures may vary from broker to broker.
- 12. As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 03, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations.
- Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations. Shareholders who wish to offer their physical Equity Shares in the Offer are requested to send their original documents as will be mentioned in the LOF to the Registrar to the Offer so as to reach them no later than the Offer Closing Date. It is advisable to first email scanned copies of the original documents as will be mentioned in the LOF to the Registrar to the Offer and then send physical copies to the address of the Registrar to the Offer as will be provided in the LOF. The process for tendering the Offer Shares by the Public Shareholders holding physical Equity Shares will be separately enumerated in the LOF.
- The cumulative quantity tendered shall be displayed on Designated Stock Exchange's website (www.bseindia.com) throughout the trading session at specific intervals by Designated Stock Exchange during the Tendering Period.
- 15. Upon finalization of the entitlement, only accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder.
- 16. Shareholders who wish to bid /offer their physical shares in the Offer are requested to send their original documents as mentioned in the LOF to the Registrar to the Offer to reach them within 2 (two) days from closure of the Tendering Period. It is advisable to email scanned copies of the original documents mentioned in the LOF, first to the Registrar to the Offer then send physical copies to the Registrar's address as provided in the LOF.
- Equity Shares should not be submitted / tendered to the Manager, the Acquirer or the Target Company.

THE DETAILED PROCEDURE FOR TENDERING THE OFFER SHARES IN THIS OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER, WHICH SHALL ALSO BE MADE AVAILABLE ON THE WEBSITE OF SEBI (www.sebi.gov.in). EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE SHAREHOLDERS.

जनसता

OTHER INFORMATION

- The Acquirer and its directors, in their capacity as directors, accept the full and final responsibility for the information contained in the Public Announcement and this DPS and also for the obligations of the Acquirer laid down in the SEBI (SAST) Regulations in respect of this Offer.
- All the information pertaining to the Target Company and/or the Seller contained in the PA and this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer has been compiled from information published or provided by the Target Company or the Seilers, as the case may be, or publicly available sources. The Acquirer and the Manager to the Open Offer have not been independently verified such information and do not accept any responsibility with respect to information provided in the PA and this DPS or the Letter of Offer pertaining to the Target Company and / or the Seller.
- The Acquirer has appointed Link Intime India Private Limited, as Registrar to the Offer. The details of the Registrar are as under:

LINKIntime

Link Intime India Private Limited Address: C-101, 1st Floor, 247 Park, L.B. S. Marg, Vikhroli (West) Mumbai 400 083, Maharashtra, India Tel. No: +91 810 811 4949

Email id: Windsormachine.offer@linkintime.co.in Investor grievance e-mail: Windsormachine.offer@linkintime.co.in Website: www.linkintime.co.in

Contact Person: Pradnya Karanjekar In this DPS, all references to "Rupees" or "₹" are references to the Indian Rupee(s).

- Any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or
- Unless otherwise stated, the information set out in this DPS reflects the position as of the date of this DPS.
- The Public Announcement, this DPS is expected to be available on SEBI website: www.sebi.gov.in. Manager to the Offer

Choice

The Joy of Forning

Choice Capital Advisors Private Limited

Sunil Patodia Tower, Plot No. 156-158, J.B. Nagar, Andheri (East), Mumbai, 400 099, Maharashtra, India. Telephone: +91 22 6707 9999 / 7919; E-mail: openoffer@choiceindia.com

Investor Grievance E-mail: regulator advisors@choiceindia.com; Contact Person: Nimisha Joshi Website: www.choiceindia.com/merchant-investment-banking; SEBI Registration No.: INM000011872 ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

Place: Ahmedabad Date: June 24, 2024

Authorised Signatory Plutus Investments and Holding Private Limited CONCEPT

प्रधान कार्यालय

लोकमंगल, 1501.

शिवाजी नगर,पुणे-411005

लिटल रॉक टेड एंड इन्वेस्टमेन्ट लिमिटेड

- पंजी. कार्यालयः बी-38, जीएचसीएल हाउस, भूतल, सेक्टर-1, नोएडा, गौतम बुध नगर, उ.प्र.-201301 CIN: L52100UP1981PLC202870, वेबसाईट: www.lrtil.co.in ईमेलः lrtil1981@yahoo.com, फोन नं.: +91-0120-4939945
- रतद्द्वारा सूचित किया जाता है कि . कम्पनी के सदस्यों की 40वीं वार्षिक आम सभा एजीएम की सचना में निर्दिष्ट व्यवसायों को निष्पादित करने के लिये शनिवार. 20 जुलाई, 2024 को 10 बजे पूर्वा. में कम्पनी के पंजी. कार्यालयः बी-38, जीएचसीएल हाउस, भूतल, सेक्टर-1, नोएडा, गौतम
- बुध नगर, उ.प्र.-201301 में आयोजित की जाएगी। एजीएम की सूचना स्वीकृत पद्धत्ति में ऐसे शेयरधारकों को भेजी गई है जिनके ईमेल पते कम्पनी के पास उपलब्ध हैं। यह सूचना
- कम्पनी की वेबसाईट hindustancommercial.co.in पर भी उपलब्ध है। कम्पनी (पुबंध एवं पुशासन) नियमावली. 2015. यथा-संशोधित के नियम 20 के साथ पठित कम्पनी अधिनियम. 2013 की धारा 108 के अनुसार यह कम्पनी एजीएम की सूचना में निर्दिष्ट सभी व्यवसायों पर मतदान करने के लिये अपने सभी सदस्यों
- को सेन्ट्रल डिपॉजिटरी सर्विसेस (इंडिया) लि. (सीडीएसएल) द्वारा प्रावधानित ई-वोटिंग प्लेटफार्म के माध्यम से रिमोट ई-वोटिंग सुविधा उपलब्ध करा रही है। पुनः इस संदर्भ में सभी सुचित किया जाता है किः क) रिमोट ई-वोटिंग अवधि बुधवार, 17 जुलाई, 2024 को 9.00 बजे पूर्वा. में शुरू होगी तथा शुक्रवार, 19 जुलाई, 2024 को 5.00
- बजे अप. में बंद होगी। इस समय तथा अवधि के बाद रिमोट ई-वोटिंग की अनुमति नहीं दी जाएगी। ख) रिमोट ई-वोटिंग द्वारा एजीएम में मतदान के लिये सदस्यों की पात्रता सुनिश्चित करने के लिये कट-ऑफ तिथि शनिवार, 13 जलाई. 2024 है। जिस व्यक्ति का नाम कट-ऑफ तिथि को सदस्यों/लाभ भोगी स्वामियों के रजिस्टर में शामिल होगा. वे रिमोट ई-वोटिंग अथवा एजीएम में मतदान की सविधा प्राप्त करने के लिये अधिकत होंगे। जिन सदस्यों ने रिमोट ई-वोटिंग द्वारा अपना मतदान कर दिये हों, वे एजीएम में भाग ले सकते हैं लेकिन एजीएम में पुनः मतदान के लिये अधिकृत नहीं होंगे। सभा में उपस्थित होने वाले ऐसे सदस्य जिन्होंने पूर्व में रिमोट ई-वोटिंग द्वारा मतदान नहीं किये हों, वे एजीएम में अपने अधिकार का प्रयोग करने
- T) जिस व्यक्ति ने एजीएम की सचना के प्रेषण के बाद शेयर अर्जित किये हों तथा कम्पनी का सदस्य बने हों तथा कट–ऑफ तिथि को शेयर धारित करते हों, वे helpdesk.evoting@cdslindia.com पर अनुरोध भेजकर लॉगिन आईडी तथा पास्वर्ड प्राप्त कर सकते हैं। लेकिन, यदि सदस्य ई-वोटिंग के लिये सीडीएसएल में पहले से पंजीकृत हैं वो रिमोट ई-वोटिंग द्वारा अपना मतदान करने के लिये वे अपने वर्तमान लॉगिन आईडी/पास्वर्ड का प्रयोग कर सकते हैं।
- घ) भौतिक पद्धत्ति में शेयर धारित करने वाले सदस्य लॉगिन के लिये अपने फोलियो नं. का उपयोग करें। ङ) ई-वोटिंग से संबंधित किसी भी पूछताछ/समस्या के लिये सदस्य www.evoting.india.com में सहायता खंड के अंतर्गत उपलब्ध सदस्यों के लिए Frequently Asked Questions (FAQs)/ई-वोटिंग यूजर मैन्युअल देखें अथवा helpdesk.evoting@cdslindia.com पर सीडीएसएल से सम्पर्क करें अथवा 18002005533 (टोल फ्री नं.) पर कॉल
- पुस्तक बंद होनाः कम्पनी अधिनियम, 2013 की धारा 91 तथा उसके अंतर्गत निर्मित नियमों के अनुपालन में एजीएम के उद्देश्य से सदस्यों के रजिस्टर तथा कम्पनी की शेयर अंतरण पुस्तकें 13 जुलाई, 2024 से 20 जुलाई, 2024 (दोनों दिवस सहित) तक

कृत्ते, लिटल रॉक ट्रेड एंड इन्वेस्टमेन्ट लिमिटेड मोहन थरायिल तिथिः 24 जून, 2024 स्थानः नोएडा DIN: 08310232

सार्वजनिक सुचना

(दिवाला एवं शोधन अक्षमता बोर्ड की धारा 102 के तहत, 2016)

मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेड के निजी गारंटर श्री गोपाल सिंघल के लेनदारों के ध्यानार्थ

1.	व्यक्तिगत गारंटर का नाम (पीजी)	श्री गोपाल सिंघल
2	व्यक्तिगत गारंटर का पंजीकृत कार्यासय / प्रधान कार्यासय / निवास का पता	निवासी ए-24, मानसरोवर पार्क, शाहदरा, दिल्ली- 110032
3.	निर्णय प्राधिकारी के आदेश का विवरण	माननीय एनसीएलटी, पीठ—॥, नई दिल्ली ने सीपी (आईवी) नंब 411 / एनबी / 2023 में आईए नंबर 1013 / 2024 में आईबीसें 2016 की धारा 100 के तहत दिवाला समाधान प्रक्रिया शुरू की हैं मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेड के व्यक्तिगत गारंटर ह गोपाल सिंघल के मामले में
4	दिवाला समाधान प्रक्रिया शुरू होने की तिथि	11 जून, 2024 (आदेश 20 जून 2024 को अपलोड किया गया)
5.	समाधान प्रोफेशनल का नाम और पंजीकरण संख्या	श्री अनुप कुमार पंजीकरण सं. : IBBI/IPA-002/IP-N00333/2017-18/10911
6.	सम्प्रधान प्रोफेशनल का पता और ई—मेल, जैसा कि बोर्ड में पंजीकृत है	वैयर नंबर 734, लॉयर्स वैयर ब्लॉक, वेश्टर्न विंग, तीस हजारी कोर्ट, दिल्ली—110054 ईमेल: sachanlawanalyst@gmail.com
7.	समाधान प्रोफेशनल के साथ पञाचार में उपयोग के लिए पता और ई—मेल	सी-708; आई-थम टॉवर-सी, प्लॉट नंबर ए-40, सैक्टर-62, नोएडा, यू पी-201301 संपर्क नंबर: 0120-6870711 ईमेल: rp.pgshreeomwires@sachanlawanalyst.com
8,	दावे जमा करने की अंतिम तिथि	11 जुलाई 2024
9	प्रासंगिक प्रपन्न जिनमें दावा दायर किया जाना है	https://ibbi.gov.in/en/home/downloads

प्रक्रिया शुरू करने का आदेश दिया है। (आदेश 20 जून 2024 को अपलोड किया गया) **श्री गोपाल सिंघल** के लेनदारों को भारतीय दिवाला और दिवालियापन बोर्ड (कॉर्पोरेट देनदारों के लिए

व्यक्तिगत गारंटर के लिए दिवाला समाधान प्रक्रिया) विनियम, 2016 के विनियमन 7 (1) के तहत **'फॉर्म बी'** में 11 जुलाई 2024 को या उससे पहले प्रमाण के साथ समाधान प्रोफेशनल को प्रविध्टि संख्या 7 के सामने उल्लिखित पर्ते पर अपने दावे प्रश्तुत करने के लिए कहा जाता है। लेंनदारों को इलेक्ट्रॉनिक संचार के माध्यम से या क्रियर, स्पींड पोस्ट या पंजीकृत पत्र के माध्यम से प्रमाण, दावों

के विवरण और व्यक्तिगत जानकारी के साथ अपने दावे प्रस्तुत करने होंने । दावे के झूठे या भ्रामक प्रमाण प्रस्तुत करने पर जुर्माना किया जा सकता है ।

श्री अनुप कुमार समाधान प्रोफेशनल दिनांक : 24.06.2024 स्थान : दिल्ली आई पी पंजीकरण स. : IBBI/IPA-002/IP-N00333/2017-18/10911

एएफए प्रमाणपञ्ज सं :: AA2/10911/02/130924/202857 विधता : 13 सितंबर 2024 तक सार्वजनिक सचना

(दिवाला एवं शोधन अक्षमता बोर्ड की धारा 102 के तहत, 2016) मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेड के निजी गारंटर

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श्री शुभम जैन के लेनदारों के ध्यानार्थ प्रासंगिक विवरण व्यक्तिगत गारंटर का नाम (पोजी) श्री शुभम जैन व्यक्तिगत गारंटर का पंजीकृत कार्यालय / निवासी ए-3, ग्राउंड फ्लोर, प्लॉट नंबर 88, ब्लॉक-सी, सैक्टर-12, द रेजिडेरियल कॉलोनी, रामप्रस्थ, गाजियाबाद, यू.पी प्रधान कार्यालय / निवास का पता माननीय एनसीएलटी, पीठ-॥, नई दिल्ली ने सीपी (आईबी) नंबर निर्णय प्राधिकारी के आदेश का विवरण 451 / एनडी / 2023 में आईए नंबर 1019 / 2024 में आईबीसी, 2016 की धारा 100 के तहत दिवाला समाधान प्रक्रिया शुरू की है, मैसर्स श्रीओम वायर्स प्राइवेंट लिमिटेड के व्यक्तिगत गारंटर श्री श्रमम जैन के मामले में दिवाला समाधान प्रक्रिया शुरू होने 11 जून, 2024 (आदेश 20 जून 2024 को अपलोड किया गया) समाधान प्रोफेशनल का नाम और श्री अन्य कुमार पंजीकरण संख्य पंजीकरण सं. : IBBI/IPA-002/IP-N00333/2017-18/10911

समाधान प्रोफेशनल का पता और चैंबर नंबर 734, लॉयर्स चैंबर ब्लॉक, वेस्टर्न विंग, ई—मेल, जैसा कि बोर्ड में पंजीकृत है | तीस हजारी कोर्ट, दिल्ली—110064 ईमेल sachanlawanalyst@gmail.com समाधान प्रोफेशनल के साथ प्रजाबार सी-708, आई-धम टॉवर-सी, प्लॉट नंबर ए-40, सैक्टर-62, में उपयोग के लिए पता और ईं-मेल | नोएडा, यू.पी-201301|संपर्क नंबर:0120-6870711

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11 जुलाई 2024

श्री शुभम जैन के लेनदारों को भारतीय दिवाला और दिवालियापन बोर्ड (कॉर्पोरेट देनदारों के लिए व्यक्तिगत गारंटर के लिए दिवाला समाधान प्रक्रिया) विनियम, 2016 के विनियमन 7 (t) के तहत **"फोंर्म बी"** में 11 जू**लाई** 2024 को या उससे पहले प्रमाण के साथ समाधान प्रोफेशनल को प्रविध्ति संख्या 7 के सामने उल्लिखित पर्ते पर अपने दावे प्रस्तुत करने के लिए कहा जाता है ।

लेनदारों को इलेक्ट्रॉनिक संचार के माध्यम से या कुरियर, स्पींड पोस्ट या पंजीकृत पत्र के माध्यम से प्रमाण, दावों हे विवरण और व्यक्तिगत जानकारी के साथ अपने दावे प्रस्तृत करने होंगे ।

दावें के झूठे या भ्रामक प्रमाण प्रस्तुत करने पर जुर्मीना किया जा सकता है ।

दावे जमा करने की अंतिम तिथि

श्री अनुप कुमार समाघान प्रीफेशनल दिनांक : 24.06.2024 श्रीश्ममजैन स्थान : दिल्ली आईपी पंजीकरण स. : IBBI/IPA-002/IP-N00333/2017-18/10911 एएफए प्रमाणपत्र सं:: AA2/10911/02/130924/202857 विधता: 13 सितंबर 2024 तक

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पंजीकृत कार्यालयः इंडियन रेयॉन कंपाउंड, वेरावल, गुजरात 362266 **कॉर्पोरेट कार्यालयः** आर-टेक पार्क, 10वीं मंजिल, निरलोन कॉम्प्लेक्स, ऑफ वेस्टर्न एक्सप्रेसवे से दूर, गोरेगांव,

पूर्व, मुंबई- 400063

शाखा कार्यालयः दूसरी मंजिल, विजया बिल्डिंग, 17, बाराखंभा रोड, नई दिल्ली-110001 प्रतीकात्मक कब्जा सूचना ख्सुरक्षा हित (प्रवर्तन) नियम, 2002 के नियम 8(1) के अंतर्गत,

नीचे हस्ताक्षरकर्ता, आदित्य बिड़ला फाइनेंस लिमिटेड, द्वितीय तल, विजया बिल्डिंग, 17, बाराखंभा रोड, नई दिल्ली-110001 के वित्तीय आस्तियों के प्रतिभृतिकरण और पुनर्निर्माण तथा प्रतिभृति हित प्रवर्तन अधिनियम, 2002 (अधिनियम संख्या 54, 2002) के अंतर्गत प्राधिकृत अधिकारी हैं और प्रतिभूति हित (प्रवर्तन) नियम, 2002 के नियम 3 के साथ धारा 13(12) के तहत प्रदत्त शक्तियों का प्रयोग करते हुए, सरफेसी अधिनियम, 2002 की धारा 13(2) के अंतर्गत दिनांक 17.04.24 को एक मांग नोटिस जारी कर उधारकर्ताओं / सह-उधारकर्ताओं अर्थात यानि मेसर्स एस.डी क्लोथिंग, प्रोपराइटर के माध्यम से श्री धर्मेन्द्र जैन, श्रीमती संगीता जैन को नोटिस में उल्लिखित राशि रु. 31,17,625/-(रुपये इकतीस लाख सत्रह हजार छह सौ पच्चीस मात्र) ऋण खाता संख्या ABFLND_LAP0000100478 के लिए बकाया मूलधन, बकाया, उपार्जित विलम्ब शुल्क और ब्याज के रूप में दिनांक 15.04.24 को उक्त नोटिस की तिथि से 60 दिनों के भीतर भुगतान करना होगा। उधारकर्ता द्वारा राशि वापस न किए जाने के कारण, उधारकर्ता और आम जनता को यह सूचना दी जाती है कि नीचे हस्ताक्षरकर्ता ने उक्त अधिनियम की धारा 13(4) के तहत उसे प्रदत्त शक्तियों का प्रयोग करते हुए, उक्त नियम के नियम 8 और 9 के साथ नीचे वर्णित संपत्ति पर 24 जन 2024 को प्रतीकात्मक कब्जा ले लिया है।

विशेष रूप से उधारकर्ता / गारंटर और आम जनता को इस संपत्ति से संबंधित कोई भी लेन-देन न करने की चेतावनी दी जाती है और संपत्ति से संबंधित कोई भी लेन-देन आदित्य बिडला फाइनेंस लिमिटेड, द्वितीय तल, विजया बिल्डिंग, 17, बाराखंभा रोड, नई दिल्ली-110001 के अधीन होगा, जिसकी राशि रूप्ये 31,17,625/- (रुपये इकतीस लाख सत्रह हजार छह सौ पच्चीस मात्र) और

उधारकर्ता / गारंटर का ध्यान सुरक्षित परिसंपत्तियों को भुनाने के लिए उपलब्ध समय के संबंध मे उक्त अधिनियम की धारा 13 की उप–धारा (8) के प्रावधानों की ओर आकर्षित किया जाता है।

अचल संपत्ति का विवरण अचल संपत्ति बंधक संपत्ति का वह हिस्सा जो इस प्रकार है:

"फ्लैट नंबर— 702, संस्कृति टॉवर, प्लॉट नंबर— 5, लाइट नंबर 3, मसूरिया, चांद पेट्रोल पंप के पास, चोपासनी रोड, जोधपुर, राजस्थान – 342001"

स्थान : जोधपुर दिनांक : 25.06.2024

अचल संपत्ति

प्राधिकृत अधिकारी (आदित्य बिड़ला फाइनेंस लिमिटेड)

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आदित्य विवृता फाइनेंस लिमिटेड

पंजीकृत कार्यालयः इंडियन रेयन कंपाउंड, वेरावल, गुजरात- 362266 कॉर्पोरेट कार्यालयः आर-टेक पार्क, 10वीं मंजिल, निरलोन कॉम्प्लेक्स, वेस्टर्न एक्सप्रेसवे से दूर, गोरेगांव पूर्व शाखा कार्यालयः दूसरी मंजिल, विजया बिल्डिंग,17, बाराखंमा रोड, नई दिल्ली-110001

पतीकात्मक कब्जा नोटिस (प्रतिभूति हित (प्रवर्तन) नियम, २००२ के नियम ८(१) के तहत) चूकि, अघोहस्तक्षरी वित्तीय संपत्तियों के प्रतिमृतिकरण और पुनर्निर्माण तथा प्रतिमृति हित अघिनियम,

2002 (2002 का 54) के तहल आदित्य बिडला फाइनेंस लिमिटेड, दूसरी मंजिल, विजया बिलिंडग, 17, बाराखंगा रोड, नई दिल्ली के अधिकृत अधिकारी होने के नाते और प्रतिभृति हित (प्रवर्तन) नियम, 2002 के नियम 3 के साथ पठित धारा 13(2) के तहत प्रदत्त शक्तियों का प्रयोग करते हुए सरफंसी अधिनियम् 2002 की धारा 13(2) के तहत दिनांक 18,04,24 को उधारकर्ताओं / सह-उधारकर्ताओं अर्धात श्री आशीष | गुप्ता; मेसर्स डिलाईट ट्रेडिंग कंपनी,मेसर्स केशव इंडस्ट्रीज ,सुनीता मेहता ,रीतिका गुप्ता; को ऋण खाता संख्या ABFLND LAP0000116755 और ABND LAP000000561345 के लिए नोटिस में उल्लिखित राशि रू.1.27,83,435(केवल एक करोड़ सत्ताईस लाख तिरानवे हजार पैतीस रुपये) के माध्यम से एवं 15.04.24 को बकाया मूलधन, एरियर अर्जित विलंब शुल्क और ब्याज को उक्त नोटिस की प्राप्ति की तारीख से 60 दिनों के भीतर भूगतान करने के लिए कहा है। उधारकर्वाओं द्वारा राशि चुकाने में विफल रहने पर, उधारकर्वाओं और आम जनता को एतदवारा नोटिस

दिया जाता है कि अधोइस्ताक्षरी ने उक्त नियमों के नियम 8 और 9 के साथ पठित उक्त अधिनियम की धारा 13(4) के तहत उसे प्रदान की गई शक्तियों का प्रयोग करते हुए यहाँ निम्न वर्णित संपत्ति पर 24 जून 2024 को प्रतीकात्मक कब्जा कर लिया है।

लिए आगाह किया जाता है और संपत्ति के साथ कोई भी लेनदेन रूपये रु.1,27,93,435 (केवल एक करोड सत्ताईस लाख तिरानबे हजार पैतीस रूपये) और उस पर ब्याज की राशि आदित्य बिडला फाइनेंस लिमिटेड के प्रभार के अधीन होगा। प्रतिभृति परिसंपत्तियों को भूनाने के लिए उपलब्ध समय के संबंध में, अधिनियम की धारा 13 की

उप–धारा ८ के प्रावधानों के अंतर्गत उधारकर्ताओं / गारंटर का ध्यान आकर्षित किया जाता है।

अचल संपत्ति का विवरण

बंधक संपत्ति का वह समस्त हिस्सा और अंश "पलैट नंबर 32, पहली और दूसरी मंजिल इप्लेक्स पलैट, प्लॉट नंबर 3, तरुण सेवक सीजीएचएस लिमिटेड, सेक्टर-13, रोहिणी, नई दिल्ली- 110085" प्राधिकृत अधिकारी स्थानः दिल्ली

विनांकः 25.06.2024 (आदित्य बिड़ला फाइनेंस लिमिटेड)

सार्वजनिक सुचना (दिवाला एवं शोधन अक्षमता बोर्ड की धारा 102 के तहत. 2016)

मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेड के निजी गारंटर

इंगेल rp.pgshreeomwires@sachanlawanalyst.com

श्री पंकज जैन के लेनदारों के ध्यानार्थ प्रासंगिक विवरण

व्यक्तिगत गारंटर का नाम (पीजी) श्री पंकज जैन व्यक्तिगत गारंटर का पंजीकृत कार्यालय / निवासी ए-3, ग्राउंड पत्नेर, प्लॉट नंबर 88, ब्लॉक-सी, सैक्टर-12 प्रचान कार्यालय / निवास का पता

दावे जमा करने की अंतिम तिथि

द रेजिडोंशियल कॉलोनी, रामप्रस्थ, गाजियाबाद, यू.पी. 3. निर्णय प्राधिकारी के आदेश का माननीय एनसीएलटी, पीठ-॥, नई दिल्ली ने सीपी (आईबी) नंबर 452 / एनडी / 2023 में आईए नंबर 1015 / 2024 में आईबीसी, 2016 की धारा 100 के तहत दिवाला समाधान प्रक्रिया शुरू की हैं. मैसर्स श्रीओम दायर्स प्राइवेट लिमिटेड के व्यक्तिगत गारंटर श्री पंकज जैन के मामले में 4. दिवाला समाधान प्रक्रिया शुरू होने 11 जून, 2024 (आदेश 20 जून 2024 को

अपलोड किया गया)

समाधान प्रोफेशनल का नाम और पंजीकरण संख्या पंजीकरण सं, : IBBI/IPA-002/IP-N00333/2017-18/10911 समाधान प्रोफेशनल का पता और वैबर नंबर 734, लॉयर्स चैबर ब्लॉक, वेस्टर्न विंग, ई-मेल, जैसा कि बोर्ड में पंजीकृत हैं तीस हजारी कोर्ट, दिल्ली-110054 इमेल sachanlawanalyst@gmail.com 7. समाधान प्रोफेशनलके साथ पत्राचार | सी-708, आई-थम टॉवर-सी, प्लॉट नंबर ए-40, सैक्टर-62. में उपयोग के लिए पता और ई-मेल नोएडा. य.पी-201301। संपर्क नंबर: 0120-6870711

 प्रासंगिक प्रपन्न जिनमें दावा दायर https://ibbi.gov.in/en/home/downloads एतद्वारा सृचित किया जाता है कि निर्णायक माननीय प्राधिकारी, एनसीएलटी, नई दिल्ली पीठ—॥ ने सीपी (आईबी) संख्या 452 / 2023 में धारा 100 के तहत 11 जून 2024 को **श्री पंकज जैन** की दिवाला समाधान

11 जुलाई 2024

प्रक्रिया शुरू करने का आदेश दिया है । (आदेश 20 जून 2024 को अपलोड किया गया) **श्री पंकज जैन** के लेनदारों को भारतीय दिवाला और दिवालियापन बोर्ड (कॉर्पोरेट देनदारों के लिए व्यक्तिगत गारंटर के लिए दिवाला समाधान प्रक्रिया) विनियम, 2016 के विनियमन 7 (1) के तहत **"फॉर्म बी"** में **11 ज्लाई** 2024 को या उससे पहले प्रमाण के साथ समाधान प्रोफेशनल को प्रविष्टि संख्या 7 के सामने उल्लिखित पते पर अपने दावे प्रस्तुत करने के लिए कहा जाता है ।

लेनदारों को इलेक्ट्रॉनिक संचार के माध्यम से या क्रियर, स्पीड पोस्ट या पंजीकृत पत्र के माध्यम से प्रमाण, दावों के विवरण और व्यक्तिगत जानकारी के साथ अपने दावे प्रस्तुत करने होंगे । दावें के झठे या भामक प्रमाण प्रस्तत करने पर जर्माना किया जा सकता है । श्री अनुप कुमार

समाधान प्रोफेशनल दिनांक : 24.06.2024 श्री पंकज जैन स्थान : दिल्ली आई पी पंजीकरण स. : IBBI/IPA-002/IP-N00333/2017-18/10911 एएफए प्रमाणपञ्ज सं .: AA2/10911/02/130924/202857 विधता : 13 सितंबर 2024 तक

हिन्दस्तान कॉमर्सियल क. लिमिटेड

- पंजी. कार्यालयः बी-38, जीएचसीएल हाउस, भृतल, सेक्टर-1, नोएडा, गौतम बुध नगर, उ.प्र.-201301 CIN: U74110UP1984PLC099025, वेबसाईट: www.hindustancommercial.co.in ईमेलः hindustancommercial@yahoo.com, फोन नं.: +91-0120-4939945 तद्द्वारा सूचित किया जाता है कि
- कम्पनी के सदस्यों की 40वीं वार्षिक आम सभा एजीएम की सुचना में निर्दिष्ट व्यवसायों को निष्पादित करने के लिये शनिवार, 20 जलाई. 2024 को 10 बजे पर्वा. में कम्पनी के पंजी. कार्यालयः बी-38. जीएचसीएल हाउस, भतल, सेक्टर-1, नोएडा, गौतम बुध नगर, उ.प्र.-201301 में आयोजित की जाएगी।
- एजीएम की सुचना स्वीकृत पद्धत्ति में ऐसे शेयरधारकों को भेजी गई है जिनके ईमेल पते कम्पनी के पास उपलब्ध हैं। यह सूचना कम्पनी की वेबसाईट hindustancommercial.co.in पर भी उपलब्ध है। कम्पनी (प्रबंध एवं प्रशासन) नियमावली, 2015, यथा–संशोधित के नियम 20 के साथ पठित कम्पनी अधिनियम, 2013 की

धारा 108 के अनुसार यह कम्पनी एजीएम की सूचना में निर्दिष्ट सभी व्यवसायों पर मतदान करने के लिये अपने सभी सदस्यों

- को सेन्ट्रल डिपॉजिटरी सर्विसेस (इंडिया) लि. (सीडीएसएल) द्वारा प्रावधानित ई-वोटिंग प्लेटफार्म के माध्यम से रिमोट ई-वोटिंग सुविधा उपलब्ध करा रही है। पुनः इस संदर्भ में सभी सूचित किया जाता है किः ं) रिमोट ई-वोटिंग अवधि बुधवार, 17 जुलाई, 2024 को 9.00 बजे पूर्वा. में शुरू होगी तथा शुक्रवार, 19 जुलाई, 2024 को 5.00 बजे अप. में बंद होगी। इस समय तथा अवधि के बाद रिमोट ई-वोटिंग की अनुमति नहीं दी जाएगी।
- ख) रिमोट ई-वोटिंग द्वारा एजीएम में मतदान के लिये सदस्यों की पात्रता सुनिश्चित करने के लिये कट-ऑफ तिथि शनिवार, 13 जुलाई, 2024 है। जिस व्यक्ति का नाम कट-ऑफ तिथि को सदस्यों/लाभ भोगी स्वामियों के रजिस्टर में शामिल होगा, वे रिमोट . ई–वोटिंग अथवा एजीएम में मतदान की सुविधा प्राप्त करने के लिये अधिकृत होंगे। जिन सदस्यों ने रिमोट ई–वोटिंग द्वारा अपना मतदान कर दिये हों, वे एजीएम में भाग ले सकते हैं लेकिन एजीएम में पुनः मतदान के लिये अधिकृत नहीं होंगे। सभा में उपस्थित होने वाले ऐसे सदस्य जिन्होंने पूर्व में रिमोट ई-वोटिंग द्वारा मतदान नहीं किये हों, वे एजीएम में अपने अधिकार का प्रयोग करने
- को शेयर धारित करते हों, वे helpdesk.evoting@cdslindia.com पर अनुरोध भेजकर लॉगिन आईडी तथा पास्वर्ड प्राप्त कर सकते हैं। लेकिन, यदि सदस्य ई-वोटिंग के लिये सीडीएसएल में पहले से पंजीकृत हैं वो रिमोट ई-वोटिंग द्वारा अपना मतदान करने के लिये वे अपने वर्तमान लॉगिन आईडी/पास्वर्ड का प्रयोग कर सकते हैं। भौतिक पद्धत्ति में शेयर धारित करने वाले सदस्य लॉगिन के लिये अपने फोलियो नं. का उपयोग करें।

। जिस व्यक्ति ने एजीएम की सचना के प्रेषण के बाद शेयर अर्जित किये हों तथा कम्पनी का सदस्य बने हों तथा कट-ऑफ तिथि

उपलब्ध सदस्यों के लिए Frequently Asked Questions (FAQs)/ई-वोटिंग यूजर मैन्युअल देखें अथवा helpdesk.evoting@cdslindia.com पर सीडीएसएल से सम्पर्क करें अथवा 18002005533 (टोल फ्री नं.) पर कॉल पुस्तक बंद होनाः कम्पनी अधिनियम, 2013 की धारा 91 तथा उसके अंतर्गत निर्मित नियमों के अनुपालन में एजीएम के उद्देश्य

ङ) ई-वोटिंग से संबंधित किसी भी पूछताछ/समस्या के लिये सदस्य www.evoting.india.com में सहायता खंड के अंतर्गत

से सदस्यों के रजिस्टर तथा कम्पनी की शेयर अंतरण पुस्तकें 13 जुलाई, 2024 से 20 जुलाई, 2024 (दोनों दिवस सहित) तक कृत्ते, हिन्दुस्तान कॉमर्सियल क. लिमिटेड

मोहन थरायिल तिथिः 24 जून, 2024 निदेशक DIN: 08310232

सार्वजनिक सूचना

(दिवाला एवं शोधन अक्षमता बोर्ड की धारा 102 के तहत, 2016)

मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेड के निजी गारंटर सुश्री मधु जैन के लेनदारों के ध्यानार्थ प्रासंगिक विवरण व्यक्तिगत गारंटर का नाम (पीजी) सुश्री मधु जैन

व्यक्तिगत गारंटर का पंजीकत कार्यालय 🖊 निवासी ए-3, ग्राउंड फ्लोर, प्लॉट नंबर 88, ब्लॉक-सी, सैक्टर-12, प्रधान कार्यालय / निवास का पता द रेजिडेंशियल कॉलोनी, रामप्रस्थ, गाजियाबाद, यू.पी. निर्णय प्राधिकारी के आदेश का माननीय एनसीएलटी, पीठ-॥, नई दिल्ली ने सीपी (आईबी) नंबर 478 / एनडी / 2023 में आईए नंबर 1016 / 2024 में आईबीसी, 2016 की धारा 100 के तहत दिवाला समाधान प्रक्रिया शुरू की है, मैसर्स श्रीओन वायर्स प्राइवेट लिमिटेड के व्यक्तिगत गारंटर सुश्री मध् जैन के मामले में दिवाला समाधान प्रक्रिया शुरू होने 11 जून, 2024 (आदेश 20 जून 2024 को अपलोड किया गया) श्री अनुप क् मार समाधान प्रोफेशनल का नाम और पंजीकरण संख्या पंजीकरण सं. : IBBI/IPA-002/IP-N00333/2017-18/10911 समाधान प्रोफेशनल का पता और चैंबर नंबर 734, लॉयर्श चैंबर ब्लॉक, वेस्टर्न विंग ई–मेल, जैसा कि बोर्ड में पंजीकृत है। तीस हजारी कोर्ट, दिल्ली-110054 इंगेल: sachanlawanalyst@gmail.com

समाधान प्रोफेशनल के साथ पत्राचार | सी=708, आई=थम टॉवर=सी, प्लॉट नंबर ए=40, सेक्टर=62,

नोएडा, यू.पी-201301।संपर्क नंबर: 0120-6870711

ईमेल rp.pgshreeomwires@sachanlawanalyst.com 11 जुलाई 2024 दावं जमा करने की अंतिम तिथि प्रासंगिक प्रपन्न जिनमें दावा दायर https://ibbi.gov.in/en/home/downloads तहवारा सचित किया जाता है कि निर्णायक माननीय प्राधिकारी, एनसीएलटी, नई दिल्ली पीठ–॥ ने सीर्प आईबी) संख्या 478 / 2023 में धारा 100 के तहत 11 जून 2024 को **सुश्री मध्य जैन** की दिवाला समाधान

में उपयोग के लिए पता और ई—मेल

प्रक्रिया शुरू करने का आदेश दिया है । (आदेश 20 जून 2024 को अपलोड किया गया) सुश्री मध् जैन के लेनदारों को भारतीय दिवाला और दिवालियापन बोर्ड (कॉर्पोरेट देनदारों के लिए व्यक्तिगत गारंटर के लिए दिवाला समाधान प्रक्रिया) विनियम, 2016 के विनियमन 7 (1) के तहत "फॉर्म बी" में 11 जुलाई 2024 को या उससे पहले प्रमाण के साथ समाधान प्रोफेशनल को प्रविष्टि संख्या 7 के सामने उल्लिखित पते पर अपने दावें प्रस्तुत करने के लिए कहा जाता है ।

लेनदारों को इलेक्ट्रोंनिक संचार के माध्यम से या क्रियर, रयींड पोस्ट या पंजीकृत पत्र के माध्यम से प्रमाण, दावों के विवरण और व्यक्तिगत जानकारी के साथ अपने दावे प्रस्तुत करने होंगे । दावें के झूठें या म्रामक प्रमाण प्रस्तुत करने पर जुर्माना किया जा सकता है।

श्री अनुप कुमार समाधान प्रोफेशनल देनांक : 24.06.2024 सुश्री मधु जैन स्थान : दिल्ली आईपी पंजीकरण स. : IBBI/IPA-002/IP-N00333/2017-18/10911 एएफए प्रमाणपञ्ज सं .: AA2/10911/02/130924/2028571वैधता : 13 सितंबर 2024 तक

सार्वजनिक सूचना

(दिवाला एवं शोधन अक्षमता बोर्ड की घारा 102 के तहत, 2016) मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेड के निजी गारंटर श्री मंदर दास जैन के लेनदारों के ध्यानार्थ

प्रासंगिक विवरण

व्यक्तिगत गारंटर का नाम (पीजी) श्री मंदर दास जैन व्यक्तिगत गारंटर का पंजीकृत कार्यालय / | निवासी ए-3, ग्राउंड फ्लोर, प्लॉट नंबर 88, ब्लॉक-सी, सैक्टर-12, द रेजिडेंशियल कॉलोनी, रामप्रस्थ, गाजियाबाद, यू.पी. प्रधान कार्यालय / निवास का पता निर्णय प्राधिकारी के आदेश का माननीय एनसीएलटी, पीठ-॥, नई दिल्ली ने सीपी (आईबी) नंबर 410 / एनडी / 2023 में आईए नंबर 1017 / 2024 में आईबीसी, 2016 की धारा 100 के तहत दिवाला समाधान प्रक्रिया शुरू की है. मैसर्स श्रीओम वायर्स प्राइवेट लिमिटेंड के व्यक्तिगत गारंटर श्री मंदर दास जैन के मामले में 11 जून, 2024 (आदेश 20 जून 2024 को दियाला समाधान प्रक्रिया शुरू होने अपलोड किया गया) समाधान प्रोफेशनल का नाम और श्री अनुप कुमार पंजीकरण संख्या पंजीकरण सं. : IBBI/IPA-002/IP-N00333/2017-18/10911 वैबर नंबर 734, लॉयर्स वैंबर ब्लॉक, वेस्टर्न विंग, समाधान प्रोफेशनल का पता और ई—मेल, जैसा कि बोर्ड में पंजीकृत है. तीस हजारी कोर्ट, दिल्ली-110054 इंगेलः sachanlawanalyst@gmail.com समाधान प्रोफेशनल के साथ पत्राचार | सी-708, आई-धम टॉवर-सी, प्लॉट नंबर ए-40, सैक्टर-62. में उपयोग के लिए पता और ई—मेल नोएडा, यू.पी-201301 | संपर्क नंबर:0120-6870711 इंमेल rp.pgshreeomwires@sachanlawanalyst.com

किया जाना है तदवारा सुचित किया जाता है कि निर्णायक माननीय प्राधिकारी, एनसीएलटी, नई दिल्ली पीठ—॥ ने सीपी (आईबी) संख्या 410 / 2023 में धारा 100 के तहत **11 जून 2024** को **श्री मंदर दास जैन** की दिवाला समाधान प्रक्रिया शुरू करने का आदेश दिया है। (आदेश 20 जून 2024 को अपलोड किया गया) श्री मंदर दास जैन के लेनदारों को भारतीय दिवाला और दिवालियापन बोर्ड (कॉर्पोरेट देनदारों के लिए

11 जुलाई 2024

https://ibbi.gov.in/en/home/downloads

व्यक्तिगत गारंटर के लिए दिवाला समाधान प्रक्रिया) विनियम, 2016 के विनियमन 7 (1) के तहत **"फॉर्म बी"** ह 11 जुलाई 2024 को या उससे पहले प्रमाण के साथ समाधान प्रोफेशनल को प्रविष्टि संख्या 7 के सामने उल्लिखित पते पर अपने दावे प्रस्तुत करने के लिए कहा जाता है । लेनदारों को इलेक्ट्रॉनिक संचार के माध्यम से या कूरियर, स्पीड पोस्ट या पंजीकृत पत्र के माध्यम से प्रमाण, दावं

के विवरण और व्यक्तिगत जानकारी के साथ अपने दावे प्रस्तुत करने होंगे । दावें के झुठे या भ्रामक प्रमाण प्रस्तुत करने पर जुर्मीना किया जा सकता है । श्री अनुप कुमार समाधान प्रोफेशनल एक परिवार एक बैंक

बैंक ऑफ महाराष्ट्र

Bank of Maharashtra

निष्क्रिय / अपरिचालित खातों को बंद करने के लिए सार्वजनिक सूचना

बैंक ने पाया है कि कई खातों में पिछले 3 वर्षों से ग्राहक द्वारा कोई परिचालन नहीं किया गया है और इन खातों में कोई शेष राशि भी नहीं है। कुछ मामलों में ग्राहक ने बैंक को सूचित किए बिना मोबाइल नंबर / संपर्क का पता बदल दिया है। यह सुनिश्चित करने के लिए कि इन खातों का (रुपयोग न हो, बैंक ने अतर्निहित जोखिम की रोकथाम के लिए, ऐसे खातों को बंद करने का

इसलिए, ऐसे सभी खाताधारकों को यह सूचना दी जाती है कि जिन्होंने 31/05/2024 तक 3 वर्षों से अधिक समय के लिए अपने खाते में कोई परिचालन नहीं किया है और जिनके खाते में शुन्य शेष राशि है, उनके उक्त खातों को इस सूचना के 30 दिनों के बाद बिना किसी अन्य स्चना के बंद कर दिया जाएगा। कुछ खाते जैसे कि पीएमजेडीवाई खाते, ऋण से जुड़े खाते,

लॉकर, डी-मैट खाते आदि इस प्रक्रिया के अंतर्गत बंद नहीं किए जाएंगे। ग्राहकों को सूचना दी जाती है कि वे संबंधित शाखा में नवीनतम केवाईसी दस्तावेज और फोटो जमा करके अपने खाते को पनः सक्रिय करें और बैंक की निर्बाध सेवाओं का उपयोग करें। जो ग्राहक इच्छुक नहीं हैं/बैंक से संपर्क करने में विफल रहे हैं/अपने निष्क्रिय खातों को परिचालित करने में असमर्थ हैं, वे नोट करें कि नोटिस अवधि समाप्त होने के बाद उनका खाता

बंद कर दिया जाएगा। हालांकि, ऐसे ग्राहक भविष्य में केवाईसी आवश्यकताओं का अनुपालन

करके नया खाता/ खाते खोलने के लिए स्वतंत्र हैं। किसी भी शंका / सहायता के मामले में, कृपया अपनी शाखा से संपर्क करें।

प्राधिकृत अधिकारी, बैंक ऑफ महाराष्ट्र

सीआईएनः L34300DL1986PLC023540

पंजीकृत कार्यालयः 1, नेल्सन मंडेला रोड, वसंत कुंज, नई दिल्ली –110 070

कॉर्पोरेट कार्यालयः प्लॉट नं. 1, मारुति उद्योग संयुक्त उद्यम कॉम्प्लेक्स, गुरुग्राम-122015 (हरियाणा) भारत फ़ोनः +91 9643339870-74, फ़ैक्सः 0124-2341188

ई-मेलः investor relations@bharatseats.net, वेबसाइटः www.bharatseats.com

वीडियो कॉन्फ्रेंस (वीसी)/अन्य ऑडियो विजुअल माध्यम (ओएवीएम)के माध्यम से आयोजित होने वाली 37वीं वार्षिक आम बैठक (एजीएम) की सूचना, ई—वोटिंग सूचना और पुस्तक बंदी एतदद्वारा नोटिस दिया जाता है कि भारत सीट्स लिमिटेड के सदस्यों की 37वीं एजीएम

गुरुवार, 18 जुलाई, 2024 को सुबह 11:00 बजे कंपनी अधिनियम, 2013 के लागू प्रावधानों और उसके तहत बनाए गए नियमों और कॉर्पोरेट कार्य मंत्रालय और भारतीय प्रतिभूति एवं विनिमय बोर्ड द्वारा जारी किए गए सभी लागू परिपत्रों के साथ पठित सेबी (सूचीबद्धता दायित्व और प्रकटीकरण आवश्यकताएँ) विनियम, 2015, के अनुपालन में

बैठक के नोटिस में बताए गए अनुसार कारोबार करने के लिए आयोजित की जाएगी। सदस्य https://www.evoting.nsdl.com पर वीसी/ओएवीएम के माध्यम से बैठक में एजीएम और वार्षिक रिपोर्ट के लिए नोटिस उन सदस्यों को भेज दिया गया है जिनके ईमेल पते कंपनी / डिपॉजिटरी प्रतिभागियों के साथ पंजीकृत हैं। उपरोक्त दस्तावेज कंपनी की

वेबसाइट www.bhartseats.com और स्टॉक एक्सचेंज की वेबसाइट www.bseindia.com पर भी उपलब्ध हैं। कंपनी अपने सदस्यों को एजीएम में पारित किए जाने वाले प्रस्तावित प्रस्तावों पर इलेक्ट्रॉनिक माध्यम(रिमोट ई-वोटिंग) द्वारा मतदान करने की सुविधा प्रदान कर रही है। कंपनी ने नेशनल

के लिए अधिकृत एजेंसी के रूप में की सेवाएं ली हैं। सदस्यों से अनुरोध है कि वे वोट डालने के लिए ई-वोटिंग के तरीके से संबंधित निर्देशों का पालन करें, जो एजीएम के नोटिस में विस्तार से दिए गए हैं।

सिक्योरिटीज डिपॉजिटरी लिमिटेड ("एनएसडीएल") को रिमोट ई-वोटिंग सुविधा प्रदान करने

एजीएम में इलेक्ट्रॉनिक माध्यम से वोटिंग की सुविधा भी उपलब्ध होगी और केवल वे सदस्य जो एजीएम में उपस्थित हैं और उन्होंने रिमोट ई-वोटिंग के माध्यम से प्रस्तावों पर अपना वोट नहीं डाला है और अन्यथा उन्हें ऐसा करने से रोका नहीं गया है,वे एजीएम में वोट देने के पात्र होंगें।

लॉगिन, पासवर्ड और ई–वोटिंग के लिए जानकारी और निर्देश शेयरधारकों को ईमेल किए गए नोटिस का हिस्सा हैं (एजीएम के लिए नोटिस के लिए नोट संख्या 22)। एजीएम में भाग लेने के लिए इस लॉगिन क्रेडेंशियल का उपयोग किया जाएगा।

रिमोट ई-वोटिंग का विवरण इस प्रकार है: ● रिमोट ई—वोटिंग शुरू होने की तारीख और समयः 15 जुलाई, 2024 को सुबह 9 बजे। ● रिमोट ई—वोटिंग समाप्त होने की तिथि और समयः 17 जुलाई, 2024 को शाम घ्य्ठ बजे। 17 जुलाई, 2024 को शाम 5 बजे के बाद रिमोट ई—वोटिंग की अनुमति नहीं दी जाएगी

जिस व्यक्ति का नाम कट-ऑफ तिथि यानी 11 जुलाई, 2024 को सदस्यों / लाभार्थी मालिकों के रजिस्टर में दर्ज है, वह केवल रिमोट ई-वोटिंग या एजीएम बैठक में भागीदारी और ई-वोटिंग की सुविधा का लाभ उठाने का हकदार होगा। कोई व्यक्ति जो नोटिस भेजने के बाद सदस्य बनता है और कट-ऑफ तिथि यानी 11 जुलाई,

2024 को शेयर रखता है, वह एजीएम के नोटिस के टिप्पणी नंबर 22 में दी गई प्रक्रिया का पालन कर सकता है। जिन सदस्यों ने बैठक से पहले रिमोट ई-वोटिंग के माध्यम से अपना वोट डाला है। वे एजीएम

में भाग ले सकते हैं लेकिन दोबारा वोट डालने के हकदार नहीं हैं। 10. निदेशक मंडल ने ई—वोटिंग के माध्यम से निष्पक्ष और पारदशी तरीके से मतदान प्रक्रिया की। जांच करने के लिए एक संवीक्षक के रूप में श्री आर.एस. भाटिया को प्रैक्टिस में कंपनी सचिव (सदस्यता संख्या एफसीएसः 2599, सीपी संख्या 2514) नियुक्त किया है, और उनके स्थान पर श्री हरदेव सिंह को कंपनी सचिव प्रैक्टिस (सदस्यता संख्या एफसीएस: 6673, सीपी संख्या 3317) नियुक्त किया है।

. कंपनी के सदस्यों का रजिस्टर और शेयर ट्रांसफर बुक वार्षिक आम बैठक के उद्देश्य से और निर्धारण के उद्देश्य से शुक्रवार, 12 जुलाई, 2024 से गुरुवार,18 जुलाई, 2024 (दोनों दिन सम्मिलित) तक बंद रहेंगे। यदि 18 जुलाई, 2024 को 37वीं एजीएम में शेयरधारकों द्वारा घोषित किया जाता है, तो शेयरधारक इक्विटी शेयरों पर लाभांश के हकदार हैं।

 डीमैट / भौतिक रूप में शेयर रखने वाले सदस्यों से अनुरोध है कि वे अलंकिट असाइनमेंट्स लिमिटेड, रजिस्ट्रार और ट्रांसफर एजेंट / संबंधित डिपॉजिटरी पार्टिसिपेंट के साथ अपने ईमेल पते और पैन विवरण (स्वयं सत्यापित प्रति) अपडेट करें। 13. ई—वोटिंग, लाइव वेबकास्ट से संबंधित किसी भी शिकायत / प्रश्न के मामले में,आप श्री अभिनव

vijayps1@alankit.com, अधिकारियों को ईमेल कर सकते हैं या यहां अलंकिट असाइनमेंट्स लिमिटेड में 011-42541234 संपर्क कर सकते हैं या एनएसडीएल को evoting@nsdl.com पर एक ईमेल भेजें या 022-48867000 पर कॉल करें। सदस्य investor_relations@bharatseats.net पर कंपनी सचिव को भी लिख सकते हैं। 4. एजीएम में रिमोट ई-वोटिंग और ई-वोटिंग के परिणाम एजीएम के समापन के 24 घंटे के भीतर घोषित किए जाएंगे। घोषित परिणाम स्क्रूटिनाइजर की रिपोर्ट के साथ कंपनी की

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www.bseindia.com पर रखे जाएंगे। 5. दिनांक 31 मार्च, 2024 को समाप्त वित्तीय वर्ष के लिए कंपनी के निदेशक मंडल द्वारा अनुशंसित प्रत्येक २ रुपये के इक्विटी शेयर पर 1.60रुपये का लाभांश, यदि 37वीं एजीएम में घोषित किया जाता है, तो स्रोत पर कर के कटौती के बाद उन सदस्यों को इलेक्ट्रॉनिक मोड के माध्यम से, उक्त राशि उन सदस्यों को भेज दिया जाएगा, जिन्होंने कंपनी / संबंधित डिपॉजिटरी प्रतिभागियों (डीपी) को अपने आवश्यक बैंक विवरण प्रस्तुत किए हैं, और जिन्होंने इसे प्रदान नहीं किया है और इलेक्ट्रॉनिक मोड के माध्यम से लाभांश के प्रेषण की सुविधा का लाभ उठाना चाहते हैं उन्हें यदि शेयर डिमटेरियलाइज्ड रूप में रखे गए हैं तो संबंधित डीपी को आईएफएससी (भारतीय वित्तीय प्रणाली कोड) और एमआईसीआर (मैग्नेटिक इंक

कैरेक्टर रिकॉग्निशन) नंबर सहित उक्त विवरण प्रदान करना आवश्यक है, या यदि शेयर

प्रमाण पत्र के रूप में रखे गए हैं तो कंपनी 3 जुलाई, 2024 को या उससे पहले को प्रदान

भारत सीट्स लिमिटेड के लिए

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स्थान : दिल्ली

दिनांक : 24.06.2024

है. दावें जमा करने की अंतिम तिथि

प्रासंगिक प्रपन्न जिनमें दावा दायर

एएफए प्रमाणपञ्ज सं.: AA2/10911/02/130924/202857|वैधता : 13 सितंबर 2024 तक

आईपी पंजीकरण स. : IBBI/IPA-002/IP-N00333/2017-18/10911

श्री मंदर दास जैन

दिनांक: 24.06.2024

स्थानः गुरूग्राम

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS"), TO THE PUBLIC SHAREHOLDERS OF:

WINDSOR MACHINES LIMITED

Registered Office: 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, L B S Road, Thane (W) - 400 604, MaharashtraTel. No.: +91 22 25836592; Fax: +91 22 25836285; Email: cs@windsormachines.com; Corporate Identification Number: L99999MH1963PLC012642

OPEN OFFER FOR ACQUISITION OF UP TO 1,68,82,268 (ONE CRORE SIXTY EIGHT LAKH EIGHTY TWO THOUSAND TWO HUNDRED AND SIXTY EIGHT) FULLY PAID-UP EQUITY SHARES HAVING A FACE VALUE OF ₹ 2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES"), REPRESENTING 26.00% (TWENTY SIX PECCENT) OF THE TOTAL VOTING SHARE CAPITAL (DEFINED BELOW), OF WINDSOR MACHINES LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (DEFINED BELOW), BY PLUTUS INVESTMENTS AND HOLDING PRIVATE LIMITED ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

THIS DETAILED PUBLIC STATEMENT ("DPS") IS BEING ISSUED BY CHOICE CAPITAL ADVISORS PRIVATE LIMITED, ("MANAGER TO THE OFFER" OR "MANAGER"), FOR AND ON BEHALF OF THE ACQUIRER IN COMPLIANCE WITH REGULATIONS 3 (1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SEBI (SAST) REGULATIONS, PURSUANT TO THE PUBLIC ANNOUNCEMENT DATED JUNE 18 2024, ("PA") IN RELATION TO THE OPEN OFFER, FILED WITH BSE LIMITED ("BSE"), NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) (COLLECTIVELY REFERRED TO AS "STOCK EXCHANGES") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") AND WITH THE TARGET COMPANY ON JUNE 18, 2024, IN TERMS OF REGULATIONS 14(1) AND 14(2) OF THE SEBI (SAST) PEGULATIONS

$For the purposes of this \, DPS, the following terms would have the meaning assigned to them \, herein \, below \, the purpose of this \, DPS and \, the purpose of this \, DPS are the purposes of this \, DPS and \, the purpose of this \, DPS are the purpose of the purpose of this \, DPS are the purpose of this \, DPS are the purpose of this \, DPS are the purpose of the purp$

- "Equity Shares" or "Shares" shall mean the fully paid-up Equity Shares having a face value of ₹ 2/- (Rupees Two Only) each of the Target Company;
- 2. "Identified Date" shall mean the date falling on the 10th (tenth) Working Day prior to the commencement of the
- 3. "Public Shareholders" shall mean all the equity shareholders of the Target Company, other than: (i) the Acquirer; (ii) promoter other than the selling shareholder; and (iii) the parties to the Share Purchase Agreement (defined below), pursuant to and in compliance with the SEBI (SAST) Regulations;
- "Sale Shares" shall mean 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company held by the Seller on the date of the SPA (as defined below), constituting 53.90% (fifty three point nine zero percent) of Total Votina Share Capital of the Target Company;
- 5. "SEBI" shall mean the Securities and Exchange Board of India;
- "Seller" / "Promoter Seller" shall mean Castle Equipments Private Limited, one of the Promoters of the Target Company, as disclosed in its publicly available shareholding pattern for the quarter ended March 31, 2024;
- 7. "Share Purchase Agreement" or "SPA" shall mean the Share Purchase Agreement dated June 18, 2024 executed between the Acquirer and Seller, pursuant to which the Acquirer has agreed to acquire 3,50,00,000 (three crore fifty lakh) Equity Shares of the Target Company constituting 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital of the Target Company at a price of ₹ 100//- (Rupees One Hundred Only) per Equity Share:
- 8. "SPA date" shall mean the execution date of the SPA;
- 9. "Stock Exchanges" shall mean BSE and NSE,
- "Tendering Period" shall mean the period of 10 (ten) Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be disclosed in the LOF;
- 11. "Total Voting Share Capital" shall mean the total voting share capital of the Target Company on a fully diluted basis as of the 10th (tenth) Working Day from the closure of the Tendering Period of the Open Offer;
- 12. "Working Day" shall mean any working day of SEBI, Mumbai.
- I. ACQUIRER, SELLER, TARGET COMPANY AND OFFER
- A. INFORMATION ABOUT THE ACQUIRER:
- 1. Plutus Investments and Holding Private Limited ("Acquirer"):
 - 1.1 The Acquirer is a private company limited by shares incorporated in India on December 09, 2021, under the Companies Act, 2013. The Corporate Identity Number of the Company is U65990GJ2021PTC127865.
 - 1.2 The primary business of the Acquirer is to invest, acquire and hold, sell, buy or otherwise deal in shares and securities and other financial instruments whether listed on recognized stock exchanges or otherwise in India.
 - 1.3 There has been no change in the name of the Acquirer since its incorporation.
 - 1.4 The Acquirer does not belong to any group
 - 1.5 No other person is acting in concert with the Acquirer for the purpose of this Open Offer.
 - 1.6 As on date of the DPS, the Acquirer is not listed on any stock exchange
 - 1.7 The authorised capital of the Acquirer is ₹ 125,00,00,000 (Rupees One Hundred and Twenty Five Crore Only) comprising of 12,50,00,000 (Twelve Crore Fifty Lakh) equity shares of ₹ 10/- (Rupees Ten Only) each. The total issued and paid-up capital of the Acquirer is ₹120,00,00,000 (Rupees One Hundred and Twenty Crore Only) comprising of 12,00,00,000 (twelve crore) equity shares of ₹ 10/- (Rupees Ten Only) each. The shareholding pattern of the Acquirer is as under:

Name	Category	Number of Shares held (%)
Ramesh Keshubhai Siyani	Promoter	6,00,06,000 (50.005%)
Arpit Khandelwal	Promoter	5,99,94,000 (49.995%)
Total		12,00,00,000 (100.000%)

- 1.8 The registered office of the Acquirer is located at Chamber No: 1, Second Inning, 150 Feet Ring Road, Rajkot – 360 005, Gujarat.
- .9 The Acquirer does not hold any Equity Shares of the Target Company as on the date of this DPS. Further, the Acquirer has not acquired any equity shares after the date of the PA. The directors and key managerial personnel of the Acquirer do not hold any Equity Shares of or voting rights in the Target Company. None of the directors of the Acquirer are on the board of directors of the Target Company.
- 1.10 The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") or under any other regulation made under the SEBI Act.
- 1.11 The Acquirer has not been categorized or declared as "wilful defaulter" by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, in terms of Regulation 2(1) (ze) of the SEBI (SAST) Regulations.
- 1.12 None of the Directors or key managerial personnel of the Acquirer have been categorized as a "fugitive economic offender" under Section 12 of Fugitive Economic Offender Act, 2018, in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.
- 1.13 The key financial information of the Acquirer on the basis of the standalone audited financial information for the financial years ending March 31, 2024, March 31, 2023, and March 31, 2022, are as follows:

(₹ in lakh, except per share data)

Particulars	Audited Financial Statements for the Financial Year ending March 31		
	2024 2023 2022		
Total Revenue (including other income)	18.90	30.57	0.02
Profit/(Loss) after tax	(280.69)	(48.02)	(11.52)
Earnings per Share (EPS) (In ₹)	(0.42)	(1.04)	(11.52)
Net Worth	11,659.89	1,940.58	(1.52)

1.14 The net worth of the Acquirer as on March 31, 2024, is ₹ 116.59 Crore (Rupees One Hundred Sixteen Crore Fifty Nine Lakh Only) and the same is certified through Mr. Dhiraj Lalpuria, (Membership No. 146268), Partner Ms SK Patodia & Associates, LLP, Chartered Accountants, Firm registration Number. 112723WW 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai – 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024, bearing Unique Document Identification Number (UDIN) – 24146268BKCSPJ3866.

B. INFORMATION ABOUT THE SELLER

- The Seller is a private company limited by shares.
- 2. There has been no change in the name of the Seller since its incorporation.
- 3. The Promoter Seller forms part of the promoter and promoter group of the Target Company, and prior to the execution of the SPA it held 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the Voting Share Capital of the Target Company. Pursuant to the execution of the SPA on June 18, 2024, the Acquirer has agreed to purchase 3,50,00,000 (three crore fifty lakh) Equity Shares, constituting 53.90% (fifty three point nine zero percent) of the equity share capital of the Target Company from the Promoter Seller.
- The registered office of the Promoter Seller is located at 1, Parijat Mulund Sahakar Vishwa CHS., Hira Nagar, Nahur Road, Mulund (W), Mumbai, Maharashtra, India, 400080.
- 5. The details of the Promoter Seller, are as under:

Sr. No.	Name of the Seller	ller Part of Details of shares / votin			g rights held by the Seller		
		Promoter/ Pre-Transaction		nsaction	Post Transaction		
		Promoter group	No. of equity shares	% of total voting share capital	No. of equity shares	% of total voting share capital	
1.	Castle Equipments Private Limited	Yes	3,50,00,000	53.90	Nil	Nil	
	Total		3,50,00,000	53.90	Nil	Nil	

- Pursuant to the consummation of the underlying transaction (contemplated under the SPA) and the Open Offer, subject to compliance with the SEBI (SAST) Regulations, the Acquirer will acquire control over the Target Company and will become the promoter of the Target Company in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"). Further, pursuant to the consummation of the underlying transaction of sale of the Sale Shares to the Acquirer, the Seller along with the other promoter, Ghodbunder Developers Private Limited is desirous that they cease to be the Promoters of the Target Company and be reclassified as public shareholders in accordance with the procedures contained in the SEBI (LODR) Regulations.
- The Seller is not prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or under any other regulation made under the SEBI.

C. INFORMATION ABOUT THE TARGET COMPANY The Target Company is a public company limited

- The Target Company is a public company limited by shares. It was incorporated on May 04, 1963, under the provisions of Companies Act, 1956, with the Registrar of Companies, Maharashtra, Mumbai as Windsor Engineering Private Limited vide Certificate of Incorporation bearing registration no. 12642. The Company was converted to a public limited company and the name of the Company was changed to R.H. Windsor (India) Limited vide certificate dated April 14, 1964. The name of the Company was once again changed to Klockner Windsor India Limited vide certificate dated March 07, 1986. The name of the Company was once again changed to DGP Windsor India Limited vide certificate dated June 03, 1994, and to its current name vide certificate dated February 15, 2005. There has been no change in the name of the Target Company in the last 3 (three) years.
- The Registered Office of the Target Company is located at 102/103, Devmilan Co. Op. Housing Society, Next to Tip Top Plaza, LB S Road, Thane (W) 400 604, Maharashtra. There has been no change in the registered office of the company in the last 3 (three) years. The CIN Number of the Company is L99999MH1963PLC012642.
- The Target Company is primarily engaged in the business of manufacturing plastic injection moulding machines and extrusion machines for pipe extrusion and blown film extrusion catering to a wide variety of application segments ranging from household, furniture, industrial, medical, infrastructure, automobiles and the electrical industry.
- 4. The authorized Equity Share Capital of the Target Company is ₹ 40,00,00,000 /- (Rupees Forty Crore Only) comprising 20,00,00,000 (twenty crore) Equity Shares of face value ₹ 2/- (Rupees Two Only) each. The issued, subscribed and paid-up Equity Share Capital of the Target Company as on the date is ₹ 12,98,63,600/- (Rupees Twelve Crore Ninety Eight Lakh Sixty Three Thousand Six Hundred Only) comprising 6,49,31,800 (Six Crore Forty Nine Lakh Thirty One Thousand Eight Hundred) Equity Share of face value ₹2/- (Rupees Two Only) each.

5. As on date of this DPS, the Voting Share Capital is as follows:

Equity Snare Capital		
Issued and Paid-up Equity Share of Target Company	No. of shares/voting rights	% of shares/voting rights
Fully paid-up Equity Shares	6,49,31,800	100.00
Partly paid-up Equity Shares	Nil	Nil
Total paid-up Equity Shares	6,49,31,800	100.00
Total Voting Rights in Target Company	6,49,31,800	100.00
	4 - 11 - 61 - 111	400 AV 1.1 - AV

- 6. As on the date of this DPS, there is only one class of Equity Shares and there are no: (i) partly paid-up Equity Shares; (ii) Equity Shares carrying differential voting rights; and/ or (iii) outstanding convertible instruments (such as depository receipts, fully convertible debentures, warrants, convertible preference shares, etc.) issued by the Target Company which are convertible into Equity Shares of the Target Company.
- 7. The Equity Shares of the Target Company are presently listed on BSE (Scrip Code: 522029 and NSE (Symbol: WINDMACHIN). The ISIN of the Equity Shares is INE052A01021. The entire issued, subscribed and paid-up share capital of the Target Company is listed on the Stock Exchanges and has not been suspended from trading by any of the Stock Exchanges. The Equity Shares of the Target Company have not been delisted from any stock
- 8. The Equity Shares are frequently traded on the stock exchanges in terms of the explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations. (Source: www.bseindia.com; www.nseindia.com). (Further details provided in Part IV (Offer Price) below of this DPS).
- The promoters of the Company are Castle Equipments Private Limited and Ghodbunder Developers Private Limited. (Source: www.bseindia.com; www.nseindia.com)
- 10. The key financial information of the Target Company as extracted from its audited consolidated financial statements as at and for each of the three financial years ended March 31, 2024, March 31, 2023, and March 31, 2022 are as follows:

(₹ in lakh, except per share data)

Particulars	Financial Year ended March 31, 2024 (Audited)	Financial Year ended March 31, 2023 (Audited)	Financial year ended March 31, 2022 (Audited)
Total Income	35,691.75	38,410.33	37,186.80
Profit / (Loss) After Tax	(771.38)	464.20	222.48
Earnings Per Share (Basic and Diluted)	(1.19)	0.71	0.34
Net Worth	26,669.01	28,027.97	28,421.62

- D. DETAILS OF THE OFFER:
- 1. This Offer is made by the Acquirer in terms of Regulation 3 (1) and 4 of SEBI (SAST) Regulations, pursuant to the execution of SPA for the substantial acquisition of shares/ voting rights and control over the Target Company, to all the Public Shareholders, to acquire up to 1,68,82,268 (one crore sixty eight lakh eight two thousand two hundred sixty eight) Equity Shares ("Offer Shares") representing 26.00% (twenty six percent) of the Total Voting Share Capital ("Offer Size"), at an offer price of ₹ 100/- (Rupees One Hundred Only) per Equity Share ("Offer Price"), aggregating to a total consideration of up to ₹ 168,82,26,800/- (Rupees One Hundred Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only), ("Maximum Consideration").
- The Offer Price shall be payable in cash by the Acquirer in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the letter of offer ("LOF").
- The Offer is not conditional on any minimum level of acceptance by the Public Shareholders in terms of Regulation 19 of the SEBI (SAST) Regulations.
- . The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- 5. The Equity Shares of the Target Company will be acquired by the Acquirer as fully paid up, free from all lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Equity Shares on the foregoing basis.
- 6. If the aggregate number of Equity Shares validly tendered by the Public Shareholders under this Open Offer is more than the Offer Size, the Acquirer shall accept the Equity Shares on a proportionate basis, subject to acquisition of a maximum of 1,68,82,268 (one crore sixty eight lakh eighty two thousand two hundred sixty eight) Equity Shares, representing 26% (twenty six percent) of the Total Voting Share Capital, in consultation with the Manager to the Offer. All the Equity Shares validly tendered by the Public Shareholders in this Open Offer will be acquired by the Acquirer in accordance with the terms and conditions set forth in this DPS, and those which will be set out in the LOF to be sent to all Public Shareholders in relation to the Offer.
- As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of sale of Sale Shares to the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or becomes applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 (1)(a) of the SEBI (SAST) Regulations.
- 8. In terms of Regulation 25(2) of the SEBI (SAST) Regulations, other than as stated in this DPS, as at the date of this DPS, the Acquirer does not have any plans to alienate any significant assets of the Target Company and, or any of its subsidiaries, in the next 2 (two) years, except: (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in the accordance with business requirements); or (ii) to the extent required for the purpose of restructuring and / or rationalization of assets, investments, liabilities or business of the Target Company and, or its subsidiaries including the possible sale of factory lands / surplus lands / assets and shifting of the production facilities to any other location. The Target Company's future policy for disposal of its assets, if any, within 2 (two) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law including SEBI (SAST) Pagulations.
- provisions of the law, including SEBI (SAST) Regulations.

 9. The Acquirer has no intention to delist the Target Company pursuant to this Open Offer.
- 10. Pursuant to the completion of this Open Offer, the shareholding of the public shareholders in the Target Company is likely to be below the minimum public shareholding requirement as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") read with SEBI (LODR) Regulations. The Acquirer will ensure that the Target Company satisfies the minimum public shareholding set out in Rule 19A of the SCRR in compliance with applicable laws and, or the applicable provisions of the SEBI (SAST) Regulations, within the prescribed time.
- 11. The Manager to the Offer does not hold any Equity Shares in the Target Company as on the date of appointment as Manager to the Offer and as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its account in the Equity Shares during the Open Offer period.

II. BACKGROUND TO THE OFFER:

- 1. The Acquirer has entered into a Share Purchase Agreement ("SPA"), dated June 18, 2024 with the Seller whereby the Acquirer has agreed to acquire 3,50,00,000 (Three Crore Fifty Lakh) Equity Shares ("Sale Shares"), representing 53.90% (fifty three point nine zero percent) of the Total Voting Share Capital, from the Seller at a price of ₹ 100/- (Rupees One Hundred Only) per Sale Share, aggregating to ₹ 350,00,00,000 (Rupees Three Hundred and Fifty Crore Only) ("Sale Consideration"), subject to and in accordance with the terms and conditions contained in the SPA
- in the SPA.The salient features of SPA are as follows:
 - The SPA sets forth the terms and conditions agreed between the Acquirer and the Seller and their respective rights and obligations;
 - (b) The Acquirer has agreed to purchase the Sale Shares and the Seller has agreed to sell and transfer the Sale Shares, subject to the terms and conditions of the SPA;
 - The consummation of the proposed purchase of the Sale Shares is subject to the fulfillment of inter alia the conditions precedent as specified under the SPA, including the following key conditions precedent among others:
 - (i) Receipt of consent/ no objection from certain statutory authorities and lenders of the Company; and
 (ii) no material adverse change in accordance with the SPA, shall have occurred or be subsisting.
 - (d) For some of the above terms more specifically defined in the SPA and other details of SPA, Public Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection during the Tendering Period at the Office of the Manager to the Offer
- As a consequence of the direct acquisition of shares, voting rights and control over the Target Company by the
 Acquirer, this Open Offer is a mandatory offer being made by the Acquirer in compliance with Regulations 3(1) and
 4 of SEBI (SAST) Regulations.
- 4. The primary objective of the Acquirer for the above-mentioned acquisition is substantial acquisition of shares and voting rights accompanied with the change in control and management in the Target Company and acquisition of management control of the Target Company. The Acquirer intends to expand the Target Company's business activities by carrying on additional business for commercial reasons and operational efficiencies. The Acquirer reserves the right to modify the present structure of the business in a manner which is useful to the larger interest of the shareholders. Any change in the structure that may be carried out, will be in accordance with applicable laws.
- The Offer Price will be payable in cash by the Acquirer, in accordance with the Regulation 9(1)(a) of the SEBI (SAST) Regulations and subject to the terms and conditions set out in this DPS and the LOF that will be dispatched to the Public Shareholders in accordance with the provisions of SEBI (SAST) Regulations.
- 6. As per Regulations 26(6) and 26(7) of SEBI (SAST) Regulations, 2011, the board of directors of the Target Company is required to constitute a committee of Independent Directors, to provide its written reasoned recommendation on the Offer to the Shareholders of the Target Company and such recommendations shall be published at least 2 (two) Working Days before the commencement of the Tendering Period in the same newspapers where the DPS of the Offer is published. A copy of the above shall be sent to SEBI, BSE, NSE and Manager to the Open Offer and in case of a competing offer/s to the Manager/s to the Open Offer for every competing Offer.

III. SHAREHOLDING AND ACQUISITION DETAILS:

 The current and proposed shareholding of the Acquirer in the Target Company and the details of the acquisition are as follows:

Details	Acquirer Total Number of Equity Shares and %^	Total Number of Equity Shares and %
Shareholding as on the PA date	Nil	Nil
Equity Shares proposed to be acquired through SPA	3,50,00,000 (53.90%)	3,50,00,000 (53.90%)
Equity Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer Shareholding, as on 10th Working Day after closing of Tendering Period (assuming full acceptance under the Open Offer and subject to the provisions of the SPA)	5,18,82,268 (79.90%)	5,18,82,268 (79.90%)

- ^ calculated on the total voting share capital of Target Company.
- As on the date of this DPS, neither the Acquirer nor any of its directors or key managerial personnel hold any Equity Shares of the Target Company.
- 3. No other person is acting in concert with the Acquirer for the purpose of this Open Offer.
- IV. OFFER PRICE:1. The Equity Shares of the Target Company are listed on BSE (Scrip Code: 522029 and NSE (Symbol:
- WINDMAĆHIN). The ISIN of the Equity Shares is INE052A01021.
 The trading turnover in the Equity Shares, based on the trading volumes on the Stock Exchanges during the twelve calendar months prior to the calendar month of the PA, i.e., from June 01, 2023, to May 31, 2024 ("Relevant Period"), is as given below:

Stock Exchanges	Total traded volumes during the Relevant Period	Total number of paid- up Equity Shares during the Relevant Period	Trading turnover %
BSE	71,69,711	6,49,31,800	11.04
NSE	4,20,25,277	6,49,31,800	64.72

- 3. Based on the above, the Equity Shares of the Target Company are frequently traded on the BSE and the NSE within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations.
- The Offer Price of ₹ 100 (Rupees One Hundred Only) per Equity Shares has been determined in terms of Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

Sr. No.	Particulars	Price
a)	The highest negotiated price per Equity Share of the Target Company for any acquisition under the agreement attracting the obligation to make a public announcement of an open offer i.e., the price per Equity Share under the SPA	₹ 100/-
b)	The volume-weighted average price paid or payable per Equity Share for acquisitions, whether by the Acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of the PA	Not Applicable
c)	The highest price paid or payable per Equity Share for any acquisition, whether by the Acquirer or by any person acting in concert with him, during the twenty-six weeks immediately preceding the date of the PA	Not Applicable
d)	The volume-weighted average market price per Equity Share for a period of sixty trading days immediately preceding the date of the PA as traded on NSE, being the stock exchange where the maximum volume of trading in the Equity Shares was recorded during such period, and such shares being frequently traded	₹ 87.10
e)	Where the shares are not frequently traded, the price determined by the acquirer and the manager taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable
f)	The per Equity Share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, if applicable	Not Applicable

In view of the parameters considered and presented in the table in paragraph 4 above, the minimum offer price per Equity Share under Regulation 8(2) of the SEBI (SAST) Regulations is the highest of above parameters, i.e., ₹ 100 /- (Rupees One Hundred Only) per Equity Share. Accordingly, the Offer Price is justified in terms of the SEBI (SAST) Regulations.

- 5. As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters in terms of Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirer, in consultation with the Manager, in the event of any corporate action(s) such as issuances pursuant to rights issue, bonus issue, stock consolidations, stock splits, payment of dividend, demergers, reduction of capital, etc. where the record date for effecting such corporate action(s) falls prior to the 3rd (third) Working Day before the commencement of the Tendering Period, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
- 6. There has been no revision in the Offer Price or to the size of this Offer as on the date of this DPS
- 7. An upward revision in the Offer Price or to the size of this Offer, if any, on account of competing offers or otherwise, shall be done any time prior to the commencement of the last 1 (one) Working Day before the commencement of the tendering period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall (i) make corresponding increases to the escrow amounts as more particularly set out in section V of this DPS, in accordance with Regulation 18 (5) of the SEBI (SAST) Regulations; (ii) make a public announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE and the Target Company at its registered office of such revision
- 8. If the Acquirer acquires additional Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Offer within 60 (sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Delisting Regulations, or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of shares of the Target Company in any form.

FINANCIAL ARRANGEMENTS:

- The Maximum Consideration for the Open Offer, assuming full acceptance, i.e. for the acquisition of up to 1,68,82,268 (One Crore Sixty-Eight Lakh Eighty Two Thousand Two Hundred Sixty Eight) Equity Shares, at the Offer Price of ₹100/- (Rupees One Hundred Only) per Equity Share is ₹ 168,82,26,800 (Rupees One Hundred and Sixty Eight Crore Eighty Two Lakh Twenty Six Thousand Eight Hundred Only).
- 2. In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, the Acquirer has opened an escrow cash account bearing Account No: 924020015123911 ("Escrow Cash Account") with Axis Bank Limited, a banking company duly incorporated under the Companies Act, 1956 and registered as a banking company within the meaning of the Banking Regulation Act, 1949 and having its registered office at Trishul, 3rd Floor, Opp Samartheshwar Temple, Near Law Garden, Ellisbridge, Ahmedabad 380 006, Gujarat and acting through its branch situated at Gokhale Road, Parel, Mumbai ("Escrow Agent") and have made a cash deposit of ₹ 42,20,56,700 (Rupees Forty Two Crore Twenty Lakh Fifty Six Thousand Seven Hundred Only) in the Escrow Cash Account. The cash deposited in Escrow Cash Account represents 25% of the Offer Consideration (assuming full acceptance) payable to the Equity Shareholders under this Offer. The cash deposit has been confirmed by the Escrow Agent by way of a confirmation letter dated June 21, 2024.
- The Acquirer has confirmed that it has adequate financial resources to meet their obligations under the Open Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations.
- 4. The Acquirer has adequate financial resources and has made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The Open Offer obligation will be met by the Acquirer through his own resources and no borrowings from any bank and/or financial institution are envisaged. Dhiraj Lalpuria, (Membership No. 146268) Partner, M/s S K Patodia & Associates, LLP, Chartered Accountants, Firm registration Number. 112723W/W 100962), having its office at S K Patodia Tower, J B Nagar, Andheri East, Mumbai 400 099, Email id: info@skpatodia.in; vide certificate dated June 17, 2024 and bearing Unique Document Identification Number (UDIN) 24146268BKCSPI8265 has certified that sufficient resources are available with the Acquirer for fulfilling the obligations under this Offer in full.
- Based on the above, the Manager to the Offer, is satisfied that firm arrangements have been put in place by the Acquirer to fulfill its obligations in relation to this Open Offer through verifiable means in accordance with the SEBI (SAST) Regulations.
- The Acquirer has authorized the Manager to operate and realize the value of Escrow Account as per the provisions
 of the SEBI (SAST) Regulations.
- In case of any upward revision in the Offer Price or the Offer size, a corresponding increase to the escrow amounts
 as mentioned above shall be made by the Acquirer, in terms of Regulation 17(2) of the SEBI (SAST) Regulations,
 prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS:

- As on the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete the underlying transaction of purchase of the Sale Shares by the Acquirer and this Open Offer. In case, if any statutory approval(s) are required or become applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such statutory approval(s). The Acquirer shall make the necessary applications for such statutory approvals.
- 2. In terms of Regulation 23 (1) (c) of the SEBI (SAST) Regulations, 2011, in the event that, for reasons outside the reasonable control of the Acquirer, the approvals specified in this DPS as set out in this part or those which become applicable prior to completion of the Open Offer are not received or refused, and, or any other condition stipulated in the SPA for acquisition attracting the obligation to make the Open Offer is not met for reasons outside the reasonable control of the Acquirer, and such agreement is rescinded then the Acquirer shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirer, through the Manager to the Open Offer, shall, within 2 (Two) Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2)(a) of the SEBI (SAST) Regulations, 2011.
- The underlying transaction of purchase of the Sale Shares by the Acquirer is subject to satisfaction of certain conditions precedent specified in the Share Purchase Agreement (unless waived in accordance with the Share Purchase Agreement).
- 4. The Public Shareholders who tender their Equity Shares in this Open Offer shall ensure that the Equity Shares are clear from all liens, charges, encumbrances. The Offer Shares will be acquired, subject to such Offer Shares being validly tendered in this Open Offer, free from all liens and together with all rights attached thereto, including all the rights to the dividends, bonuses and rights offers declared thereof in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the Public Shareholders shall have obtained all necessary consents required by them to tender the Offer Shares.
- 5. All Public Shareholders, including resident or non-residents holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India (including non-resident Indians, foreign institutional investors and foreign portfolio investors) had required any approvals (including from the Reserve Bank of India, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares. Public Shareholders classified as overseas corporate bodies ("OCB"), if any, may tender the Equity Shares held by them in the Open Offer pursuant to receipt of approval from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. Such OCBs shall approach the Reserve Bank of India independently to seek approval to tender the Equity Shares held by them in the Open Offer.
- 6. Subject to the receipt of the statutory approval, if applicable, and other approvals set out herein, the Acquirer shall complete payment of consideration within 10 (ten) Working Days from the closure of the tendering period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer in accordance with Regulation 21(2) of the SEBI (SAST) Regulations. Where statutory or other approval(s) extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approval(s) are required in order to complete this Open Offer.
- 7. In case of delay in receipt of any statutory approval, if applicable, the SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any wilful default or neglect of the Acquirer or the failure of the Acquirer to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer agreeing to pay interest to the shareholders as directed by the SEBI, in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable for forfeiture.

VII. TENTATIVE SCHEDULE OF ACTIVITY: Sr. No | Activity

Sr. No	Activity	Schedule (Day and Date)(1)
1	Public Announcement (PA)	Tuesday, June 18, 2024
2	Publication of DPS in the newspapers	Tuesday, June 25, 2024
3	Last date for filing of draft letter of offer with SEBI	Tuesday, July 02, 2024
4	Last date for public announcement of competing offer(s)	Tuesday, July 16, 2024
5	Last date for receipt of comments from SEBI on draft LOF (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Wednesday, July 24, 2024
6	Identified Date ⁽²⁾	Friday, July 26, 2024
7	Last date by which the LOF to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Friday, August 02, 2024
8	Last date for upward revision of the Offer Price and/or Offer Size	Wednesday, August 07, 202
9	Last Date by which the committee of the independent directors of the Target Company is required to publish its recommendation to the Public Shareholders for this Open Offer	Wednesday, August 07, 202
10	Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Thursday, August 08, 2024
11	Date of commencement of the Tendering Period ("Offer Opening Date")	Friday, August 09, 2024
12	Date of closure of the Tendering Period ("Offer Closing Date")	Friday, August 23, 2024
13	Last date of communicating the rejection/acceptance and completion of payment of consideration or return of Equity Shares to the Public Shareholders of the Target Company	Friday. September 06, 2024
14	Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Friday, September 13, 2024

Continued on next page.

PUBLIC NOTICE

THE PUBLIC IN GENERAL is hereby informed that my clients (1) Mr. Mahesh Hargovindohai Limbachia & (2) Mr. Rajseh Hargovindohai Limbachia are the sons of MRS. Shardaben Hargovindohai Limbachia (since deceased) & MR. Hargovindohai Limbachia (Limbachia (since deceased)) who are/were the joint. Limbactha (since occessors) and the Krishna CHS Ltd., Shreenath Apartment, 269, S.V. Road, Borival (West), Mumbai-400 (992, area adm. 550 sq.ft. built-up and holding Share Certificate No.3, Distinctive No. from 11 to 15, transferred on 03.07.2006 by society. Therefore abovesaid deceased persons are entitled for 100% (full) share اله عادة الله المعالمة المعالم deceased persons are entitled for 100% (full) share in the said flat. That (1) Mrs. Jayshree Nileshbai Parekh (maiden name: Ms. Jayshree Hargovindbhai Limbachia) (Married Daughter), (2) MRS. Mayaben Parekh (maiden name: Ms. Maya Hargovindbhai Limbachia) (Married Daughter), (3) MR. Mahesh Hargovindbhai Limbachia (Son) & (4) Mr. Rajesh Hargovindbhai Limbachia (Son) & (4) Mr. Rajesh nargyvindurlar Limbachia (Son), are the only surviving legal heirs of Late Mrs. Shardaben Hargovindbhai Limbachia, expired on 07.10.2012 at Patan & Mr. Hargovindbhai Kanjibhai Limbachia, expired on 24.09.2012 at Ahmedabad. The bayeseid these surviving legal heir bayes proposed expired on 24.09.2012 at Ahmedabad. The abovesaid other surviving legal heirs have proposed to release their undivided share in respect of said Flat in favour of their brothers (1) Mr. Mahesh Hargovindbhai Limbachia & (2) Mr. Rajesh Hargovindbhai Limbachia, by exscuting Deed of Release. Any person/s or company having any rights, title, claim or interest in the said Flat, by way of sale, inheritance, possession, succession, mortgage, lien, lease, gift, legal heir claim or otherwise howsoever in respect of the same, shall intimate the objection in writing to the undersigned with supporting documents thereof within 15 (fifteen) days from the date of publication of this notice, if any claims received thereafter from anyone shall not be considered and shall be deemed to have been waived and/or abandoned and my clients shall be free to get transfer the share of deceased in the said Flat in their names and also will be free to sale, transfer, Gift the said Flat to any other purchaser/s or nsfer, Gift the said Flat to any other purcha

Adv. Sameer Kharmate G-3, Borivali Arunoday, Nr. Borivali Court Borivali West. Mumbai - 400092 Mobile : 7039475580 Date: 25-06-2024 Place : Mumbai.

जाहिर सूचना

स्वर्गीय श्री रमेश गोकुळ वैद्य हे निवासी फ्लॅट अर्थात फ्लॅट क्र. २१३, शिवनेर गोळीबार (एसआरए) को- आप हाउसिंग गेसायटी ली. नोंदणी क. एमयएम / एसआरए / एचएसस / (टीसी) ११२६१ / २००७, ७ वा रस्ता, गोळीबार नाका, प्राताक्रुज (पूर्व) मुंबई - ४०००५५ या जागेचे मालक होते आणि शेअर्स भाग प्रमाणपत्र क ०६१ चे धारक होते. सदा क्लॅट्स बाबत सोसायटीचे अनुक्रमांक ३०१ ते ३०५ असलेत ५०/- प्रत्येकीचे ५ पूर्णपणे भरणा केलेले आहेत. रमेश गोकळ वैद्य यांचे दिनांक ०९.०५.२०२० रोजी निध १) शीमती रेष्टमा रमेश वैद्य. २) सचिन रमेश वैद्य अमित रमेश वैद्य. हे आहेत आणि सदर प्लॉट व शेअर्स शीमती रेश्मा रमेश वैद्य यांच्याकडे हस्तांतर कराव्यां आहे. म्हणन शीमती रेश्मा रमेश वैद्य यांनी अन्य कायदेशी जाह, रहणून भारता रस्ता पद्म पद्म पद्म पाना जन्म प्राप्त्रप्रात वारसदारांकडून सोसायटीकडे आवश्यक दस्तावेज सादर केले आहेत. याद्वारे सदर शीमती रेश्मा रमेश वैद्य यांच्या नावे इस्तांतरणास इतर टावेटार व्यक्ति किंवा आश्रेपकरत च्याकडून अधिकार दावा किंवा आक्षेप सदर सूचना प्रकाश तारखेपासून पंधरा दिवसात मागवीत आहे. वर नमूद केलेल दावा आक्षेप पाठवावेत. विहित कालावधीत कोणताः भाक्षेप किंवा दावा प्राप्त न झाल्यास सोसायटीकडून शीमती रेश्मा रमेश वैद्य यांच्या नावे सदर फ्लॅट हस्तांतर केले जाईर आणि सोसायटीचे सदस्यत्व नियमित केले जाईल दिनांक :-२५/०६/२०२४

शीमती रेश्मा रमेश वैद थी प्रकाश आडारकर (वकील) ऑफिस नंबर ३ बरसाती स्टेट इस्टे अपोजिट अवंत हेरिटेज निय पारस नगर जोगेश्वरी ईस्ट मुंबई-४०००६०

जाहीर सूचना

स्वर्गीय श्रीमती बबानी उमराज जैस्वार य रेहमान को-ऑपरेटिव्ह हौसिंग सोसायटी लि., पत्ताः १५/३१, संत सावता मार्ग माझगाव, मुंबई-४००१०१ या सोसायटीच्या सदस्या आहेत आणि सोसायटीच्या इमारतीमधील फ्लॅट क्र.००३ च्या धारक आहेत, यांचे २८.०३.२०१७ रोजी कोणतेही वारसदार न नेमता निधन झाले.

मोसायटी याव्दारे. सोसायटीच्या भांडवल मिळकतीमधील. मयत सभासदाच्या सदर शेअर व हितसंबंधाचे हस्तांतरण होण्यास वारस किंवा अन्य दावेदारी/आक्षेप घेणारे यांच्याकडून काही दावे किंवा आक्षेप असल्यास ते ह्या सूचनेच्या प्रसिध्दीपासून १५ दिवसांत दावा/आक्षेपांच्य पुष्ठ्यर्थ अशी कागदपत्रे आणि अन्य पुरावाच्या प्रतींसह मागविण्यात येत आहेत. वर दिलेल्य मदतीत जर काही दावे/आक्षेप प्राप्त झाले नाहीत. तर मयत सभासदाच्या सोसायटीच्य भांडवल/मिळकतीमधील शेअर्स व हितसंबंधाशी सोसायटी उपविधीतील तरतदींमधील दिलेल्या मार्गाने व्यवहार करण्याम मोमायटी मोकली अमेल जा मोमायटीच्या भांडवल वेळकतीमधील मयत सभासदाच्या शेअर्स हितसंबंधाच्या हस्तातरणास काही दावे/आक्षेप सोसायटीने प्राप्त केले तर, सोसायटीच्या उपविधीतील तरतुदींनुसार त्यावर सोसायटी कार्यवाही करेल. सोसायटींच्या नोंदणीकृत उपविधींची प्रत दावेदार/आक्षेपकाव्दारे निरीक्षणाकरिता सोसायटीचे कार्यालय सोसायटीचे सचिव यांच्याकडे सदर सुचन प्रसिध्दीच्या तारखेपासून कालावधी समाप्तीच्य तारखेपर्यंत सर्व कामकाजाच्या दिवशी सायं.६.०० ते रात्रौ.८.०० पर्यंत उपलब्ध

च्या वतीने व करिता रेहमान को-ऑपरेटिव्ह हौसिंग सोसायटी ठेकाण: मुंबई सही/ **दिनांक:** २५.०६.२०२४ सचिव

जाहीर सूचना श्री. मधुकर निलकांत लेले हे कनका प्रसन्ना

को-ऑपरेटिव्ह हौसिंग सोसायटी लिमिटेड,

पत्ता: काकासाहेब गाडगिल मार्ग, दादर (पश्चिम), मुंबई-४०००२८ या सोसायटीचे सदस्य व १००% मालक आहेत आणि सोसायटीच्या इमारतीमधील फ्लॅट क्र.१ चे धारक आहेत, यांचे ०९.१२.२०२२ रोजी कोणतेही वारसदार न नेमता निधन झाले. सोसायटीद्वारे सोसायटीच्या भांडवल मिळकतीमधील, मयत सभासदाचे सोससायटीच्या भांडवल/मालमत्तेतील सदर शेअर्स/हित हस्तांतरण होण्यास वारस किंवा अन्य दावेदारी/आक्षेप घेणारे यांच्याकडून काही दावे किंवा आक्षेप असल्यास ते ह्या सचनेच्या प्रसिध्दीपासून एकवीस दिवसांत सोसायटीच्या भांडवल/मिळकतीमधील सभासदाच्या शेअर्स व हितसंबंधाच्या दुय्यम भागप्रमाणपत्र वितरणासाठी त्याच्या/तिच्या/ त्यांच्या दावा/आक्षेपांच्या पृष्ठचर्थ अशी कागदपत्रे आणि अन्य पुरावाच्या प्रतींसह सोसायटीच्या उप-विधी अंतर्गत मागविण्यात येत आहेत. वर दिलेल्या मुदतीत जर काही दावे/आक्षेप प्राप्त झाले नाहीत, तर मयत सभासदाच्या सोसायटीच्या भांडवल मिळकतीमधील शेअर्स व हितसंबंधाशी सोसायटी उपविधीतील तरतुदींमधील दिलेल्या मार्गाने व्यवहार करण्यास सोसायटी मोकळी असेल. जर सोसायटीच्या भांडवल, मिळकतीमधील मयत सभासदाच्या शेअर्स व हितसंबंधाच्या हस्तांतरणास काही दावे/आक्षेप सोसायटीने प्राप्त केले तर, सोसायटीच्या उपविधीतील तरतुदींनुसार त्यावर सोसायटी कार्यवाही करेल मोमायटींच्या नोंटणीकत उपविधींची प्रत दावेदार/आक्षेपकाव्दारे निरीक्षणाकरिता सोसायटीच्या कार्यालयात सोसायटी सचिवाकडे सदर सूचना प्रसिध्दीच्या

आहेत. च्या वतीने व करित कनका प्रसन्ना को-ऑपरेटिव्ह हौसिंग सोसायटी लिमिटेड सही/

तारखेपासून कालावधी समाप्तीच्या तारखेपर्यंत

सायं.६.०० ते रात्रौ.८.०० दरम्यान उपलब्ध

मा. सचिव व अध्यक्ष सचिव (८७७९१६५५५३) किंव खजिनदार (९९६९०१२४६४)

ठिकाण: मुंबई दिनांक: २५ जून, २०२४

जाहीर सूचना

माझे अशील **१) श्री. मनिष राज भन्साली** व २) श्रीमती नीलु एम. भन्साली, दोघेही प्रौढ, र/ठि.: ३ई/३०६, धीरज उपवन, सिद्धार्थ नगर, धीरज सवेराजवळ, बोरिवली पुर्व, मुंबई-४०००६६ यांच्या वतीने सर्वसामान्य जनतेस येथे सूचना देण्यात येत आहे की, त्यांनी दिनांक ११.१०.२०१७ रोजीच्या सर्वसाधारण मुखत्यारपत्रा मार्फत श्री. हितेश मोदी यांना त्यांचे मुखत्यार म्हणून नियुक्त केले होते, सदर मुखत्यारपत्र रद्द करण्याचे त्यांनी ठरविले आहे. सदर सर्वसाधारण मुखत्यारपत्र हे सर्व उद्देशाकरिता खाली नमुद केलेल्या तारखेपासून रद्द असेल. माझे अशील **१) श्री. मनिष राज भन्साली** व २) श्रीमती नील एम. भन्साली यांनी सदर मुखत्यारपत्र रद्द करण्याचे ठरविले आहे आणि सर्व प्रकरणांकरिता योग्य व वैध सर्वसाधारण मुखत्यारपत्र जे पृढील सर्व कारभारासाठी प्रभारी मुखत्यार म्हणून मंजूर असेल. सदर सर्वसाधारण मुखत्यारपत्र रद्द केल्याच्या सूचनेपुर्वी किंवा नंतर माझ्या अशिलांचे मुखत्याराकडून केलेल्या कोणत्याही कारवाईस बाधा येणार नाही. सदर सर्वसाधारण मखत्यारपत्र रह केल्याची सचना सर्व व्यक्ती किंवा संस्था यांना बंधनकारक असेल आणि सदर सर्वसाधारण मुखत्यारपत्र रद्द केल्याची प्रत ही सर्व उद्देशाकरिता मुळ स्वरुपात प्रभावी असेल. सदर सर्वसाधारण मुखत्यारपत्र रद्द केल्याची सूचना आवश्यकता असल्यास व्यक्तीश:, मेल, फॅक्स किंवा अन्य इतर विद्यत स्वरुपातील व्यवहाराने दिली जाईल आणि प्राप्त झालेल्या स्थितीत प्रभावी ठरविली जाईल. सदर सर्वसाधारण मखत्यारपत्र रह केल्यानंतर कोणाही व्यक्तीचे दायित्व माझे अशिलांवर असणार नाही.

सही/-वाय.सी. दुबे वकील उच्च न्यायालय हेमु क्लासिक कोहौसोलि.ची मागची बाजु, न्यु इरा टॉकिजच्या समोर, एस.व्ही. रोड, मालाड (प.), मुंबई-४०००६४. मोबा.:९८२०९४२१३५ दिनांक:२५.०६.२०२४ ठिकाण: मुंबई

राज वाचा

दै. 'मुंबई लक्षदीप'

PUBLIC NOTICE

Notice is hereby given to the pubic that Mr. Javantilal Shantilal Vibhani, Mrs. Sarla, Mrs. Parul Rajendra Vibhani, Mr. Rushabh Raiendra Vibhani, and Mr. Jav Rajendra Vibhani, the Class I Legal Heirs of the owners/members namely Late Mr. Shantilal Vibhani and Late Mrs. Diwaliben Shantilal Vibhani, have sold the Shop and Shares more particularly described in the schedule hereunder to Mr. Prabhu Johnson Nadar. The Society is hereby in process of transferring the Shop and Shares in name of Mr. Prabhu Johnson Nadar, All Persons having any claims in respect thereof by way of its rights, claim, mortgage, gift, inheritance, requested to inform the same with their claim documents to the undersigned having her office at 716, 7th Floor, Shopzone Commercial Premises, Nea Bank of India, Ghatkopar-(West), Mumbai-400086, within 7 days from the date hereof failing which the claim or claims if any, of such person or persons will be considered to have been waived and/or abandoned and the transfer shall be completed.

SCHEDULE

Shop No. 4, Ghatkopar Sonal Apartments Premises Co-operative Society Ltd., Plot No. 171, L.B.S. Marg, Near the Roa Hotel, Ghatkopar (West), Mumbai-400 086, alongwith 10 fully paid up shares of Rs 50/- each bearing Share Certificate No. 25 of distinctive numbers from 241 to 250 (both inclusive).

Place: Mumbai Date: 25/06/2024

Advocate Ami Parekh

जाहीर सूचना

माझे अशील श्रीमती शालिनी सिताराम कदम. स्वर्गीय **श्री. विजय सिताराम कदम** यांचे २०.०५.२०२४ रोर्ज निधन झाले, यांचे कायदेशीर वारसदार/आई आहेत, मी यांच्यासह संबंधित आहे. माझे अशिलांनी नमुद केले आहे की, खालील अनुसुचीत सविस्तर नमुद केलेल्या खोर्ल जागेचा त्यांच्याकडे ताबा व वहिवार आहे. जर कोण त्र्यक्तीस सदर खोली जागेबाबत विक्री, तारण, भाडेपट्टा मालकीहक्क, बक्षीस, अदलाबदल किंवा अन्य इतर प्रका काही दावा असल्यास त्यांनी लेखी स्वरुपात खालील न्तार्थः ५. ... व्वाक्षरीकर्त्याकडे योग्य पुराव्यांसह सदर सूचना प्रकाशनापासृ १४ दिवसात कळवावे. अन्यथा असे सर्व दावा त्याग किंव

वर संदर्भीत अनुसुची: खोली क्र.४०, इमारत क्र.६, ओम नमो सुजलाम सुफला को-ऑपरेटिव्ह हौसिंग सोसायटी लि., यांचा कार्याल पत्ता: शिवाजी नगर, वाकोला ब्रिज, सांताक्रुझ (पुर्व)

मुंबई-४०००५५, भागप्रमाणपत्र क्र.२२५. दिनांक: २५.०६.२०२४ ठिकाण: मुंबई मोहित यादर

वकील उच्च न्यायाल २८८, प्रेम नगर, इर्ला, एस.व्ही. रोड, विलेपाल पश्चिम, मुंबई-४०००५६. मोबा.:९७०२१३०२०८ ईमेल adv.mohit.yadav31@gmail.com

जाहीर सूचना

माझे अशील **श्री. राहल विजय नायर, स्वर्गीय श्री** विजय अनंत नायर, यांचे ०४.०६.२०२१ रोजी निधन झाले. कायदेशीर वारसदार/मलगा आहे. यांचे दिनांव . २०.०३.२०२४ रोजीचे याचिका क्र.३६८६/२०२३ नुसा उच्च न्यायालय मुंबई यांच्याद्वारे वितरीत प्रशासकी पत्राबाबत मी संबंधित आहे. माझे अशिलांनी नमुद केले आहे की, म्हाडा प्राधिकरणाद्वारे वितरीत पत्र क्र.३६९/ १९७१ नुसार अनंत मनी नायर यांच्या नावे असलेत नुळ वाटपपत्र आणि सदर खोली क्र.३/११८ बाबन म्हाडा प्राधिकरणाद्वारे वितरीत पत्र क्र.५७५३/१९९३ नसा हरवले असून सापडलेले नाहीत. सदर म्हाड देनांक २२.०५.२०२४ रोजीचे हस्तांतर पत्र क्र.६९७, . २०२४ नुसार हस्तांतर केली. माझ्या अशिलांनी नमुद केले आहे की, त्यांच्याकडे खालील अनुसुचीत सविस्त नमुद केलेल्या खोली जागेचा ताबा व वहिवाट आहे जर कोणा व्यक्तीस सदर खोली जागेबाबत विक्री गरण, भाडेपट्टा, मालकीहक्क, बक्षीस, अदलाबद किंवा अन्य दता प्रकारे काही टावा अमल्याम त्यांनी नेखी स्वरुपात खालील स्वाक्षरीकर्त्याकडे योग्य पुराव्यांसह सदर सूचना प्रकाशनापासून १४ दिवसात कळवावे. अन्यथा असे सर्व दावा त्याग किंवा स्थगित केले

आहेत असे समजले जाईल. वर संदर्भीत अनुसुची:

बोली क्र.११८, इमारत क्र.३, माहिम मच्छिमार बिल्डिंग नं.३ कोहौसोलि.. मच्छिमार कॉलनी. माहिम मुंबई-४०००१६, भागप्रमाणपत्र क्र.३३.

मोहित यादव वकील उच्च न्यायाल २८८, प्रेम नगर, इर्ला, एस.व्ही. रोड, विलेपाल पश्चिम, मंबई-४०००५६, मोबा.:९७०२१३०२०४ ईमेल: adv.mohit.yadav31@gmail.com

जाहीर सूचना

येथे सर्व संबंधितांना **सूचना** देण्यात येत आहे की, माझे अशिल म्हणजे (१) श्री. दिलीपकुमार नारायणदास खियारा, आणि (२) थ्री. राज दिलीपकुमार खियारा, आणि (३) श्रीमती लीना दिलीपकुमार खियारा, आणि (४) श्रीमती प्रियांका राज खियारा, हे निवासी फ्लॅट बेअिंग ६व्या मजल्यावरील फ्लॅट क्रमांक ६०१, क्षेत्रफळ सुमारे १०७.०६ चौ. मीटर कार्पेट म्हणजे ११५१.९७ चौ. फूट. कारपेट यासह तळमजल्यावर पार्किंग गॅरेज क्र.५ सुमारे १८० चौ. फूट. कार्पेट क्षेत्रफळ म्हणजे २१६ चौ. फूट. बिल्ट अप, सरयू म्हणून ज्ञात इमारतीत आणि दि सांताक्रूझ सरयू प्रिमायसेस को-ऑप.सो.लि. म्हणून ज्ञात सोसायटीत, (यापुढे सदर सोसायटी म्हणून संदर्भित) प्लॉट क्रमांक ६४ बी, लिंकिंग रोड, सांताक्रूझ (पश्चिम), मुंबई -४०० ०५४ येथे स्थित खरेदी करण्याचा विचार करत आहेत (यापुढे 'सदर फ्लॅट' म्हणून संदर्भित) जे मुंबई शहर आणि मुंबई उपनगरातील नोंदणी जिल्हा आणि उप-जिल्ह्यातील गाव आणि तालुका -बांद्रा येथील क्रमांक सी.टी.एस. क्र.जी-५६७ या गालमत्तेवर स्थित आहे आणि मालक/विक्रेता श्रीमती मोहिनीदेवी केशवदेव कनोडिया यांच्याकडून अनुक्रमांक १०६ ते ११० प्रत्येकी रु. ५०/- च्या पाच शेअर्सचे भाग प्रमाणपत्र क्र. २२ (दोन्ही समावेशी) (यापुढे 'सदर भाग प्रमाणपत्र' म्हणून संदर्भित) धारण केले आहे.

न्याअर्थी मूळतः श्री. केशवदेव नागरमल कनोडिया, सदर फ्लॅटचे पूर्ण मालक व सदर सोसायटीचे सदस्य व सदर दिवंगत श्री. केशवदेव नागरमल कनोडिया यांचे दि.२२.०१.१९८७ रोजी निधन झाले व त्यांच्या पश्चात अर्थात (१) श्रीमती मोहिनीदेवी केशवदेव कनोडिया, (पत्नी) आणि (२) श्री. रमाकांत केशवदेव कनोडिया, (मुलगा), आणि (३) श्रीमती सुधा खन्ना, (विवाहित मुलगी) आणि (४) श्रीमती सरोज पोद्दार, (विवाहित मुलगी) हे मृत व्यक्तीचे एकमेव दावेदार, कायदेशीर वारस आणि कायदेशीर प्रतिनिधी म्हणून आहेत आणि . त्यांना सदर फ्लॅटमधील मृताचे अविभाजित शेअरच्या संदर्भात सदर फ्लॅटमधील सर्व शेअर्से, हक्क, शीर्षक आणि हित मिळण्यास हक्क आहे.

आणि ज्याअर्थी आणि सर्व कायदेशीर वारसांमध्ये उदा. (१) शी. रमाकांत केशवदेव कनोडिया, (मुलगा) आणि (२) श्रीमती सुधा खन्ना, (विवाहित मुलगी) आणि (३) श्रीमती सरोज पोद्दार, (विवाहित मुलगी) यांनी आपसात सहमती दर्शवून दि.१४.०६.२०२४ रोजी रिलीझ डीड निष्पादित केली आहे, जी नोंदणी क्र.बीडीआर-९/१०२१८/२०२४ सह उप-निबंधक यांच्या समक्ष रितसर नोंदणीकृत केली. ज्यात (१) श्री. रमाकांत केशवदेव कनोडिया, (मुलगा), आणि (२) श्रीमती सुधा खन्ना, (विवाहित मुलगी) आणि (३) श्रीमती सरोज पोद्दार, (विवाहित मुलगी) यांनी त्यांचे संपूर्ण अविभाजित शेअर्स श्रीमती मोहिनीदेवी केशवंदेव कनोडिया यांच्या नावे त्याग केले.

आणि ज्याअर्थी रिलीझ डीडच्या अंमलबजावणीनंतर सदर विक्रेता/मालक श्रीमती मोहिनीदेवी केशवदेव कनोडिया, सदर फ्लॅटच्या पूर्ण मालक बनल्या आणि त्यानंतर श्रीमती मोहिनीदेवी केशवदेव कनोडिया, माझ्या अशिलांना फ्लॅट विक्रीसाठी इच्छूक असतील, म्हणजेच (१) श्री. दिलीपकुमार नारायणदास खियारा, आणि (२) श्री. राज दिलीपकुमार खियारा, आणि (३) श्रीमती लीना दिलीपकुमार खियारा, आणि (४) श्रीमती

कोणा व्यक्तिस सदर फ्लॅटच्या विरुद्ध कोणत्याही स्वरूपाचा कोणताही हक / शीर्षक / दावा / आक्षेप असल्यास किंवा सदर सदनिका विकण्यासाठी आणि मयताचे शेअर्स. अधिकार, शिर्षक आणि हितसंबंध सदर फ्लॅटमधील श्रीमती मोहिनीदेवी केशवदेव कनोडिया यांच्या नावे समभागांचे हस्तांतरण करण्यासाठी कोणताही आक्षेप असल्यास विक्री, एमओयू, हस्तांतरण, विनिमय, गहाण, जामीन, शुल्क, भेटवस्तू, केंद्र आणि राज्य सरकारचे कोणतेही देय/कर, ट्रस्ट, देखभाल, वारसा हक्क , भाडेकरार, पोट भाडेकरार, रजा आणि परवाना, उत्तराधिकार, वित्तीय संस्थेकडून आर्थिक सहाय्य किंवा नॉन-बॅंकिंग वित्तीय संस्थेकडून उक्त फ्लॅटच्या विरुद्ध किंवा उक्त फ्लॅटच्या शीर्षक दस्तऐवज, ताबा, भाडेपद्य, सब लीज, मृत्युपत्र, धारणाधिकार, शीर्षकाविरुद्ध सुरक्षा दस्तऐवज, मुलभता, करार, संलग्नक, व्यवस्था/सेटलमेंटची योजना, कामगार न्यायालये, करार/करार किंवा इतर कोणत्याही स्वरूपाचा कोणताही न्यायालयाचा आदेश किंवा आदेश, समर्थनासह, कागदोपत्री परावा (कोणताही दावा/आक्षेप कागदोपत्री पराव्याचे समर्थन न करता माझ्या अशिलांविरुद्ध स्वीकारार्ह आणि वैध किंवा अंमलबजावणी करण्यायोग्य नाही) त्यांचे /तिचे /त्यांचे दावे लिखित स्वरूपात दाखल करण्याची विनंती केली जाते. खाली स्वाक्षरी केलेल्या कार्यालयाकडे कार्यालय क्रमांक ४. तळमजला, अशोक-पालव मॅकडोनाल्डच्या पढ़े, एस. व्ही. रोड, समोर. तिरुमला शोरूम, बोरिवली (प), मुंबई ४०० ०९२, ही नोटीस प्रकाशित केल्याच्या तारखेपासन १२ दिवसांच्या आत. ज्यात अयशस्वी झाल्यास. दावा किंवा दावे. जर काही माफ केले गेले आहेत आणि /किंवा सोडले गेले आहेत असे मानले जाईल आणि माझे अशिल असा दावा

असल्यास त्याकडे दुर्लक्ष करून उक्त फ्लॅट खरेदीसाठी व्यवहार पूर्ण करण्यासाठी पुढे जातील. दिनांकित २५ जून २०२४ रोजी

सही/ श्री. कमलेश आर. मौर्या विकल उच्च न्यायालर



HINDUSTAN CONSTRUCTION COMPANY LTD
Registered Office: Hincon House, LBS Marg, Vikhroli (W), Mumbai - 400083
NOTICE is hereby given that the certificate(s) for the undermentioned securities of the Company has/ have been lost/misplaced and the holder(s) of the said securities applicant(s) has/have applied to the Company to issue duplicate certificate(s). Any person who has a claim in respect to the said securities should lodge such claim with the Company at its Registered Office within 15 days from this date. Else the Company will proceed to issue duplicate certificate(s) without further intimation. Name[s] of holder[s] Kind of Securities and No of Ganesh K. More and Saroj P. More Equity Shares Rs 1/Ganesh K. More and Saroj P. More Equity Shares Rs 1/Sanosh K. More and Saroj P. More Equity Shares Rs 1/-

 Ganesh K. More and Saroj P. More
 Equity Shares Rs 1/ 8000
 2654701-2662700

 Ganesh K. More and Saroj P. More
 Equity Shares Rs 1/ 8000
 305214704-3052227
 Ganesh K. More and Saroj P. More [Name(s) of holder(s)/ Applicant(s)] Date: 25/06/2024.



Investment Manager: Baroda BNP Paribas Asset Management India Private Limited (AMC) Corporate Identity Number (CIN): U65991MH2003PTC142972

Registered Office: 201(A) 2nd Floor, A wing, Crescenzo, C-38 & 39, G Block, Bandra-Kurla Complex, Mumbai, Maharashtra, India - 400 051. **Website:** www.barodabnpparibasmf.in • **Toll Free:** 18002670189

NOTICE NO. 37/2024

<u>Declaration of Income Distribution cum Capital Withdrawal (IDCW) under the designated Schemes of Baroda</u> BNP Paribas Mutual Fund (the Fund):

Notice is hereby given to all the unitholders of the Schemes that following shall be the rate of distribution under Income Distribution cum Capital Withdrawal ("IDCW") Options of respective plan of the following schemes of Baroda BNP Paribas Mutual Fund with Thursday, June 27, 2024^ as the Record Date:

Name of the Scheme	Name of Plans/ Options	Face value per unit (In ₹)	NAV per unit as on June 21, 2024	Distribution per unit# (In ₹)
Baroda BNP Paribas Low	Defunct Plan - Monthly IDCW Option	10	10.5656	0.06
Duration Fund	Regular Plan - Monthly IDCW Option	10	10.3732	0.06
	Direct Plan - Monthly IDCW Option	10	10.3353	0.06
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.3752	0.06
Dynamic Bond Fund	Direct Plan - Monthly IDCW Option	10	10.6869	0.06
	Regular Plan - Quarterly IDCW Option	10	10.4499	0.18
	Direct Plan - Quarterly IDCW Option	10	10.7791	0.19
Baroda BNP Paribas	Defunct Plan - Monthly IDCW Option	10	10.2410	0.06
Corporate Bond Fund	Regular Plan - Monthly IDCW Option	10	10.2766	0.06
	Direct Plan - Monthly IDCW Option	10	10.3723	0.06
	Defunct Plan - Quarterly IDCW Option	10	10.3580	0.18
	Regular Plan - Quarterly IDCW Option	10	10.3729	0.18
	Direct Plan - Quarterly IDCW Option	10	10.5541	0.18
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	11.2964	0.08
Conservative Hybrid	Direct Plan - Monthly IDCW Option	10	13.4595	0.09
Fund	Regular Plan - Quarterly IDCW Option	10	11.5917	0.23
	Direct Plan - Quarterly IDCW Option	10	13.2294	0.26
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.2762	0.0
Medium Duration	Direct Plan - Monthly IDCW Option	10	10.6697	0.00
Fund (Scheme has one segregated portfolio)	Regular Plan - Calendar Quarterly IDCW Option	10	10.4454	0.18
	Direct Plan - Calendar Quarterly IDCW Option	10	10.3666	0.18
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	11.3119	0.08
Credit Risk Fund (Scheme	Direct Plan - Monthly IDCW Option	10	14.1671	0.09
has one segregated portfolio)	Regular Plan - Quarterly IDCW Option	10	11.8917	0.24
portjotioj	Direct Plan - Quarterly IDCW Option	10	12.7977	0.26
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.2309	0.0
Short Duration Fund	Direct Plan - Monthly IDCW Option	10	10.3534	0.0
	Regular Plan - Quarterly IDCW Option	10	10.7228	0.19
	Direct Plan - Quarterly IDCW Option	10	11.2107	0.20
Baroda BNP Paribas Money Market Fund	Regular Plan - Monthly IDCW Option	1000	1018.7791	5.94
Baroda BNP Paribas	Regular Plan - Monthly IDCW Option	10	10.1767	0.0
Banking and PSU Bond	Direct Plan - Monthly IDCW Option	10	10.2959	0.0
Fund	Regular Plan - Quarterly IDCW Option	10	10.2900	0.18
	Direct Plan - Quarterly IDCW Option	10	10.4522	0.18
Baroda BNP Paribas	Regular Plan - Quarterly IDCW Option	10	10.5823	0.19
Arbitrage Fund	Direct Plan - Quarterly IDCW Option	10	11.0220	0.19
Baroda BNP Paribas	Regular Plan - IDCW Option	10	17.7209	0.1
Aggressive Hybrid Fund	Direct Plan - IDCW Option	10	19.8718	0.1
Baroda BNP Paribas	Regular Plan - IDCW Option	10	58.2279	0.4
Multi Cap Fund	Direct Plan - IDCW Option	10	61.1233	0.4

The distribution will be subject to the availability of distributable surplus and may be lower, depending on the distributable surplus available on the Record Date.

*Net distribution amount will be paid to the unit holders under respective categories after deducting applicable

For the units held in physical form, amount of distribution will be paid to all unit holders whose names appear in the records of the Registrar at the close of business hours on the record date and for units held in demat form, the names appearing in the beneficial owners master with the Depository as on the record date shall

Pursuant to distribution under IDCW, NAV of the IDCW option of the scheme(s) would fall to the extent of payout and statutory levy (if applicable).

For Baroda BNP Paribas Asset Management India Private Limited

(Investment Manager to Baroda BNP Paribas Mutual Fund)

Authorised Signatory

Place: Mumbai

Date : June 24, 2024

MUTUAL FUND INVESTMENTS ARE SUBJECT TO MARKET RISKS, READ ALL SCHEME RELATED DOCUMENTS CAREFULLY.

continued from previous page.

Notes:

⁽¹⁾The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

⁽²⁾The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the LOF would be mailed. It is clarified that all the Equity Shareholders of the Target Company (registered or $unregistered) of the \ (except \ the \ Acquirer \ and \ remaining \ Promoter \ of the \ Target \ Company) \ are \ eligible \ to \ participate$ in this Offer at any time prior to the closure of this Offer

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

All Public Shareholders, whether holding shares in physical form or dematerialized form, registered or unregistered, are eligible to participate in this Offer at any time during the Tendering Period, i.e., the period from the Offer Opening Date till the Offer Closing Date.

2. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the LOF, may also participate in this Offer. Accidental omission to send the LOF to any person to whom the Offer is made or the non-receipt or delayed receipt of the LOF by any such person will not invalidate the Offer in any way.

of the same from the Registrar to the Offer (detailed at Part X (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity- Client identity, current The Open Offer will be implemented by the Target Company through stock exchange mechanism made available

The Public Shareholders may also download the LOF from the SEBI's website (www.sebi.gov.in) or obtain a copy

by the Stock Exchanges in the form of separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations and SEBI's Master Circular dated SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023 ("SEBI Master Circular").

BSE shall be the Designated Stock Exchange for the purpose of tendering shares in the Open Offer.

The Acquirer has appointed Choice Equity Broking Private Limited ("Buying Broker") for the Open Offer through whom the purchases and the settlement of the Offer Shares tendered in the Open Offer shall be made. The contactdetails of the Buying Broker are as mentioned below:

Name: Choice Equity Broking Private Limited Address: Sunil Patodia Tower, J B Nagar, Andheri (East), Mumbai-400099, Maharashtra, India

Contact Person: Jeetender Joshi

Email: jeetender.joshi@choiceindia.com

Telephone: + 91 22 67079832; SEBI Registration INZ000160131

All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stockbrokers ("Selling Brokers") within the normal trading hours of the secondary market, during the

Tendering Period. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares. All the shareholders who desire to tender their Equity Shares under the Open Offer would be required to make available their shares for bidding to their respective stock broker ("Selling Broker"). The shareholders have to intimate their Selling Broker to place the bid during the normal trading hours of the secondary market during the Tendering Period. Upon placing the bid, the Selling Broker(s) shall provide the Transaction Registration Slip ("TRS") generated by the exchange bidding system to the shareholder. TRS will contain details of order submitted like Bid ID No., DP ID, Client ID, No. of equity shares tendered, etc

A separate Acquisition Window will be provided by BSE to facilitate the placing of orders. The Selling Broker would be required to place an order / bid on behalf of the Public Shareholders who wish to tender Equity Shares in the Open Offer using the Acquisition Window of BSE. Before placing the order / bid, the Selling Broker will be required to mark lien on the tendered Equity Shares, Details of such Equity Shares marked as lien in the demat account of the Public Shareholders shall be provided by the depository to the BSE and Indian Clearing Corporation Limited

In terms of the SEBI Master Circular, a lien shall be marked against the Equity Shares tendered in the Offer. Upon finalization of the entitlement, only the accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder.

In the event the Selling Broker of a shareholder is not registered with any of BSE, then the Public Shareholders can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through BSE registered stock broker (after submitting all details as may be required by such NSE registered stock broker in compliance with applicable law). In case the Public Shareholders are unable to register using UCC facility through any other BSE registered broker, Public Shareholders may approach Buying Broker i.e., Choice $Equity \ Broking \ Private \ Limited \ for guidance \ to \ place \ their \ Bids. \ The \ requirement \ of \ documents \ and \ procedures \ may$

vary from broker to broker. As per the provisions of Regulation 40(1) of the SEBI LODR Regulations and SEBI's press release dated December 03, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations.

13. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations. Shareholders who wish to offer $their physical \ Equity \ Shares \ in \ the \ Offer \ are \ requested \ to \ send \ their \ original \ documents \ as \ will \ be \ mentioned \ in \ the$ LOF to the Registrar to the Offer so as to reach them no later than the Offer Closing Date. It is advisable to first email scanned copies of the original documents as will be mentioned in the LOF to the Registrar to the Offer and then send physical copies to the address of the Registrar to the Offer as will be provided in the LOF. The process for tendering the Offer Shares by the Public Shareholders holding physical Equity Shares will be separately enumerated in the LOF.

14. The cumulative quantity tendered shall be displayed on Designated Stock Exchange's website (<u>www.bseindia.com</u>) throughout the trading session at specific intervals by Designated Stock Exchange during the Tendering Period.

Upon finalization of the entitlement, only accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder

Shareholders who wish to bid /offer their physical shares in the Offer are requested to send their original documents as mentioned in the LOF to the Registrar to the Offer to reach them within 2 (two) days from closure of the Tendering Period. It is advisable to email scanned copies of the original documents mentioned in the LOF, first to the Registrar to the Offer then send physical copies to the Registrar's address as provided in the LOF.

17. Equity Shares should not be submitted / tendered to the Manager, the Acquirer or the Target Company.

THE DETAILED PROCEDURE FOR TENDERING THE OFFER SHARES IN THIS OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER, WHICH SHALL ALSO BE MADE AVAILABLE ON THE WEBSITE OF SEBI (www.sebi.gov.in), EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE SHAREHOLDERS.

OTHER INFORMATION

The Acquirer and its directors, in their capacity as directors, accept the full and final responsibility for the information contained in the Public Announcement and this DPS and also for the obligations of the Acquirer laid down in the SEBI (SAST) Regulations in respect of this Offer.

All the information pertaining to the Target Company and/or the Seller contained in the PA and this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer has been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources. The Acquirer and the Manager to the Open Offer have not been independently verified such information and do not accept any responsibility with respect to information provided in the PA and this DPS or the Letter of Offer pertaining to the Target Company and / or the Seller. The Acquirer has appointed Link Intime India Private Limited, as Registrar to the Offer. The details of the Registrar

are as under:



Link Intime India Private Limited Address: C-101, 1st Floor, 247 Park, L.B. S. Marg, Vikhroli (West) Mumbai 400 083, Maharashtra, India Tel. No: + 91 810 811 4949 Email id: Windsormachine.offer@linkintime.co.in $\textbf{Investor grievance e-mail:} \ Windsormachine.offer@linkintime.co.in$ Website: www.linkintime.co.in

Contact Person: Pradnya Karanjekar 4. In this DPS, all references to "Rupees" or "₹" are references to the Indian Rupee(s).

Any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or

Unless otherwise stated, the information set out in this DPS reflects the position as of the date of this DPS.

 $7. \qquad \text{The Public Announcement, this DPS is expected to be available on SEBI website:} \underline{www.sebi.gov.in.}$

Choice

Choice Capital Advisors Private Limited

Sunil Patodia Tower, Plot No. 156-158, J.B. Nagar, Andheri (East), Mumbai, 400 099, Maharashtra, India. Telephone: +91 22 6707 9999 / 7919; E-mail: openoffer@choiceindia.com

Investor Grievance E-mail: regulator_advisors@choiceindia.com; Contact Person: Nimisha Joshi Website: www.choiceindia.com/merchant-investment-banking; SEBI Registration No.: INM000011872 ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

Place: Ahmedahad Date: June 24, 2024

Authorised Signatory Plutus Investments and Holding Private Limited