

# RBP Holdings Pvt. Ltd.

**Reg Off. :** 201/301 A, ShyamKutir, 132, Azad Road, Vileeparle (East),  
Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172  
**CIN NO.:**U65924MH2013PTC242215

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Date: 17-01-2025

To,  
**Securities and Exchange Board of India**  
G Block, Near Bank of India,  
Plot No. C 4-A,  
BandraKurla Complex,  
Bandra East,  
Mumbai -400 051

**Subject: Report under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

**Ref: Scrip Code 538565, Vistar Amar Limited**

Dear Sir,

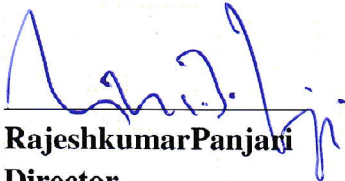
Please find enclosed herewith Report under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with acquisition pursuant to Right Issue by the promoters of Vistar Amar Limited along with the applicable fees.

We have made the payment of nonrefundable fees of Rs. 1,77,000 (Rupees One Lakh Seventy-Seven Thousand only) including GST via Ref No: **ZHDFDJI0B22ULS**(bank reference id 250175085228) dated 17<sup>th</sup> January, 2025.

Kindly take the same on your records and acknowledge the receipt of the same.

Thanking You.

For **RBP Holdings Pvt. Ltd.**

  
**Rajeshkumar Panjari**  
Director

**DIN No. 00261895**



CC To:

**M/s Vistar Amar Limited**  
Reg. Off: Survey No. 1943,  
Mangalkunj, Railway Station Road,  
OppBalashram, Porbandar, Mumbai – 400001  
Gujarat – 360575

**BSE Limited**  
Department of Corporate Services,  
Floor 25, P.J. Tower, Dalal Street,

# RBP Holdings Pvt. Ltd.

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**Disclosure under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance up on exemption provided for in regulation 10(4)(a) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

1 General Details		
a.	Name, address, telephone no., e-mail of Acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	1) RBP Holdings Private Limited (Promoter) Address: 201/301A, ShyamKutir, 132, Azad Road, Vile Parle (E), Mumbai - 400057 Email ID:rajeshhiravati2@gmail.com Mobile No.: <u>9601265555</u>  2) Amar Polyfils Private Limited (Promoter Group) Address: Survey No.258/2, Chhaya, National Highway No.8B. Opp. Air Port, Porbandar – 360577 (Gujarat) Email ID: <a href="mailto:amarpolyfils@gmail.com">amarpolyfils@gmail.com</a> Mobile No.9979775555  3) RajeshkumarBabulalPanjari (Promoter Group) Address: Amar Wadia Road, Porbandar – 360575 (Gujarat) Email ID:rajeshpanjri@gmail.com Mobile No.: <u>9601265555</u>  4) RamkumarBabulalPanjari (Promoter Group) Address: Amar Wadia Road, Porbandar – 360575 (Gujarat) Email ID: <a href="mailto:rampanjri@gmail.com">rampanjri@gmail.com</a> Mobile No.: 9979775555
b.	Whether sender is the acquirer (Y/N)	Yes
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N.A.
d.	Name, address, Tel no. and e-mail of sender, if the sender is not the acquirer	N.A.
2 Compliance of Regulation 10(7)		
a.	Date of report	17-01-2025
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
3 Compliance of Regulation 10(6)		
a.	Whether the report has been filed with the StockExchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes
b.	Date of Report	2 <sup>nd</sup> January, 2025
4 Details of the Target Company (TC)		
a.	Name & address of TC	Vistar Amar Limited Survey No. 1943, Mangalkunj, Railway Station Road, OppBalashram, Porbandar, Gujarat – 360575

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	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	Bombay Stock Exchange Limited			
5	<b>Details of the acquisition</b>					
	a.	Date of acquisition	27 <sup>th</sup> December, 2024			
	b.	Acquisition price per share (in Rs.)	Rs. 117/- per share			
	c.	Shareholding of acquirer/s and PACs both individually and collectively in TC (in terms of no. & as a percentage of the total share capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC (*)	No. of Shares	% w.r.t total share capital of TC
	1.	<b>RBP Holdings Private Limited (Promoter)</b>	21,00,000	65.625%	22,84,800	39.667%
	2.	<b>Amar Polyfils Private Limited (Promoter Group)</b>	700	0.022%	10,93,26	18.980%
	3.	<b>RajeshkumarBabulalPanjari (Promoter Group)</b>	-	0.00%	2,01,600	3.500%
	4.	<b>RamkumarBabulalPanjari (Promoter Group)</b>	-	0.00%	2,01,600	3.500%
		<b>Total collectively in Promoters</b>	<b>21,00,700</b>	<b>65.647%</b>	<b>37,81,260</b>	<b>65.647%</b>
6	<b>Information specific to the exemption category to which the instant acquisition belongs – Regulation 10(4)(a) &amp; (b)</b>					
	a.	Whether acquirers belong to promoter or promoter group (Y/ N)	Yes			
	b.	No. of shares (voting rights) and % of shares (voting rights) to the total shares/voting rights acquired.	16,80,560 and 29.18%			
	c.	Whether shares acquired beyond entitlement?	No			
	d.	% of shares acquired in excess of entitlement	0.00%			
	e.	Whether the acquirer has renounced any of his entitlements in the rights issue (Y/N). Give details	Yes  The RE renounced by RBP Holdings Private Limited to Amar PolyfilsPvt Ltd- 10,92,000; RajeshkumarBabulal Panjari-2,01,600 andRamkumarBabulal Panjari-2,01,600.  Mr. RajeshkumarBabulalPanjari and RamkumarBabulalPanjari are the Promoters of RBP Holdings Private Limited and hence categorised as part of the Promoter Group of the Vistar Amar Limited in the basis of allotment approved by the BSE on December 27, 2024 (Copy Attached)			
	f.	Price at which the rights issue was made	Rs. 117/- per share			
	g.	Ex-rights price of the shares of the TC (as per computation given in regulation Proviso (ii) to 10(4)(b))	Rs.140.64 per share			
	h.	Declaration by the acquirer that all the conditions specified under regulation 10(4) (a) or (b) whichever is applicable, with respect to exemptions has been duly complied with	We hereby declare and confirm that all the conditions specified under regulation 10(4)(a) /(b) of Takeover Regulations with respect to exemptions has been duly complied with.			

# RBP Holdings Pvt. Ltd.

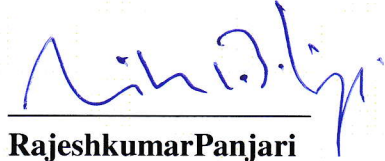
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I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

Signature:

For **RBP Holdings Pvt. Ltd.**



**Rajeshkumar Panjari**

**Director**

**DIN No. 00261895**



Date: 17-01-2025

Place: Mumbai

NOTE:

(\* In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(\*\*) Shareholding of each entity shall be shown separately as well as collectively.

The following abbreviations have been used all through the document: TC stands for 'Target Company', 'Takeover Regulations' stands for 'SEBI (Substantial Acquisition of Shares and Takeover Regulations, 2011)

**Basis of Allotment for Rights Issue of VSTAR AMAR LIMITED**

## Summary of Basis of Allotment

SUMMARY OF BASIS OF ALLOTMENT	No. of Shares	No. of Shares
Shares Offered (Issue Size)		2560000
Kept in Abeyance		0
Shares to be Allotted		2560000
Shares applied by Shareholders out of Entitlement	1696241	
Less : Shares rejected on Technical Reasons	1039	
Shares Accepted (A)		1695202
Shares applied by Renouncees out of Entitlement	446482	
Less : Shares rejected on Technical Reasons	36	
Shares Accepted (B)		446446
Fractional Share Accepted (C)	0	28
Total Shares Accepted		2141676
Balance Shares available for allotment for additional applied		418324
Additional Shares applied by Shareholders	696762	
Less : Shares rejected on Technical Reasons	156	
Less : Partial rejection	0	
Balance Additional Shares Applied	696606	
Total Additional Shares allotted to Shareholders (D)	0	418324
Additional Shares applied by Renouncees	163884	
Less : Shares rejected on Technical Reasons	114	
Less : Partial rejection	0	
Balance Additional Shares Applied	163770	
Total Additional Shares allotted to Renouncees (E)		0
Total Shares Allotted (A + B + C + D + E)		2560000

**Approved by:**

Intermediaries	Name of Entity	Name of signatory	Designation	Accept/Reject	Date
RTA	PURVA SHAREGISTRY INDIA PVT LTD	DEEPALI DHURI	COMPLIANCE OFFICER	Accepted	27/12/2024 15:31
Issuer/Company	VSTAR AMAR LIMITED	RAJESHKUMAR BABULAL PANJARI	MANAGING DIRECTOR	Accepted	27/12/2024 15:32
Exchange	BSE	ASHOK KUMAR SINGH	DEPUTY GENERAL MANAGER	Accepted	27/12/2024 15:17
BRLM	MARK CORPORATE ADVISORS PRIVATE LIMITED	RAJENDRA KANOONGO	JOINT MANAGING DIRECTOR	Accepted	27/12/2024 15:33

**Date: 27.12.2024**

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

All parties took note of the following:

i	Instrument	:	Fully-paid up equity shares
ii	Total no. of Rights Equity shares proposed to be issued	:	25,60,000 FULLY PAID-UP equity shares of face value of ₹ 10.00 each for cash at a price of ₹ 117.00 per rights equity share an amount aggregating to ₹ 2,995.20 Lakhs
iii	Issue Price	:	₹ 117.00 per FULLY PAID-UP Equity Share on application ₹ 117.00 per Equity Share
iv	Record Date	:	Friday, 6th December, 2024 for the purpose of determining the equity shareholders entitled to receive the rights entitlement in the rights issue ["Eligible Equity Shareholders"].
v	Rights entitlement ratio	:	Ratio of 4 Rights Equity Shares for Every 5 Fully Paid-Up Equity Share held by the Eligible Equity Shareholders on the Record Date i.e. Friday, 6th December, 2024.
vi	Issue period (a) Issue opening date (b) Issue closing date	:	Friday, 13th December, 2024 Friday, 20th December, 2024 [both days inclusive]
vii	Lead Manager to the Issue	:	Mark Corporate Advisors Private Limited
viii	Registrar to the Issue	:	Purva Sharegistry (India) Private Limited
ix	Self-Certified Syndicate Banks ("SCSBs")	:	33 (THIRTY-THREE) SCSBs participated to collect Applications through Applications Supported by Blocked Amount ("ASBA")
x	Gross subscription %	:	118.05%

The Registrar to the Issue confirmed the following:

- All applications received through the ASBA have been processed by them.
- The total collections have been reconciled with the final certificates issued by the controlling branches of the Escrow Bank and SCSBs respectively.
- All ASBA applications have been reconciled with bank data received from SCSBs and bid data received from Bombay Stock Exchange Limited ("BSE") have been duly considered for processing.

Thereafter, the Registrar to the Issue placed the following at the meeting for consideration:

- The split of application forms received under the ASBA is as under:

Sr. no.	Particulars	No. of Applications	No. of Equity Shares
<b>(A)</b>	<b>ASBA Applications</b>		
	BSE Limited ("BSE")	1212	3022564
	NSE Limited ("NSE")	0	0
	Add: Application Banked but not in bid data file	0	0
	Less: Duplicate entries*/Not banked	8	390
	Less: Shares Difference	0	0
	Total Valid ASBA	1204	3022174
<b>(B)</b>	<b>Direct Application (Against Loan Conversion)</b>	0	0
	Total Gross Application (A+B)	1204	3022174

\* Duplicate entries refer to Bid entered more than once by the SCSBs.

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- b) Final certificates issued by the Escrow Bank and SCSBs, **1,204** applications for **30,22,174** Equity Shares have been received and the amount collected is **₹ 35,35,94,358.00** representing **118.05%** of **₹ 29,95,20,000.00** (i.e. **25,60,000** x **₹ 117.00** per Rights Equity Share payable on Application) (“Rights Issue Size”).

<b>A)</b>	<b>ASBA (SCSBs):</b>	<b>No. of application</b>	<b>No. of Shares</b>	<b>Amount</b>
1	AU SMALL FINANCE BANK LIMITED	10	3787	443079.00
2	AXIS BANK	82	271141	31723497.00
3	BANK OF BARODA	86	31721	3711357.00
4	BANK OF INDIA	53	20939	2449863.00
5	BANK OF MAHARASHTRA	2	437	51129.00
6	CANARA BANK	22	3114	364338.00
7	CENTRAL BANK OF INDIA	10	2038	238446.00
8	CITY UNION BANK LIMITED	3	407	47619.00
9	CSB BANK LIMITED	1	25	2925.00
10	FEDERAL BANK	11	2561	299637.00
11	HDFC BANK	201	1020229	119366793.00
12	ICICI BANK LIMITED	228	193986	22696362.00
13	IDBI BANK LIMITED	16	179720	21027240.00
14	IDFC FIRST BANK LIMITED	50	38945	4556565.00
15	INDIAN BANK	7	1044	122148.00
16	INDIAN OVERSEAS BANK	1	24	2808.00
17	INDUSIND BANK	13	6262	732654.00
18	JANATA SAHAKARI BANK LIMITED	2	14	1638.00
19	KALUPUR COMMERCIAL COOPERATIVE BANK	1	100	11700.00
20	KARNATAKA BANK LIMITED	5	946	110682.00
21	KARUR VYSYA BANK LIMITED	4	1280	149760.00
22	KOTAK MAHINDRA BANK LIMITED	98	33658	3937986.00
23	MEHSANA URBAN CO OPERATIVE BANK LIMITED	3	1140	133380.00
24	PUNJAB & SIND BANK LIMITED	1	200	23400.00
25	PUNJAB NATIONAL BANK	42	7277	851409.00
26	RBL BANK LIMITED	10	8046	941382.00
27	SARASWAT COOPERATIVE BANK LIMITED	3	4500	526500.00
28	SOUTH INDIAN BANK	2	2048	239616.00
29	STATE BANK OF INDIA	181	51296	6001632.00
30	TAMILNAD MERCANTILE BANK LIMITED	2	61	7137.00
31	UCO BANK	13	1109867	129854439.00
32	UNION BANK OF INDIA	19	4963	580671.00
33	YES BANK	22	20398	2386566.00
	<b>ASBA TOTAL</b>	<b>1204</b>	<b>3022174</b>	<b>353594358.00</b>
<b>B)</b>	<b>APPLICATION AGAINST ADJUSTMENT OF UNSECURED LOAN</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
	<b>GRAND TOTAL (A+B)</b>	<b>1204</b>	<b>3022174</b>	<b>353594358.00</b>

The details of application for promoter and promoter group are as follows:

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Day and Date:		December 26, 2024				
Start Time:					End Time:	
PROC	LFNO	NAME1	SHARES HELD	RE	APPLIED	ALLOTTED
CORPORATE PROMOTER UNDER SAME MANAGMENT	IN303116-11872493	RBP HOLDINGS PVT LTD	2100000	1680000	184800	184800
CORPORATE PROMOTER UNDER SAME MANAGMENT	IN304295-53597667	AMAR POLYFILS PVT LTD	700	560	1092560*	1092560
PROMOTER GROUP	IN301151-25108329	RAJESH BABULAL PANJRI	0	0	250000*	201600
PROMOTER GROUP	IN301549-58634671	RAMKUMAR BABULAL PANJARI	0	0	250000*	201600
TOTAL			2100700	1680560	1777360	1680560

\* Shares applied against the RE renounced by RBP Holdings Private Limited (Amar Polyfils Pvt Ltd-10,92,000 RE; Rajesh Babulal Panjri-2,01,600 RE; Ramkumar Babulal Panjari-2,01,600 RE.

The Registrar hereby confirmed that no applications were received from any SCSBs other than the list above.

c) In accordance with the SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, the details of holders of Rights Entitlements ("REs") as on the Issue Closing Date, i.e., Friday, 20th December, 2024 has been obtained from the depositories. Based on details of REs of Eligible Equity Shareholders as on the Record Date (i.e., Friday, 6th December, 2024.) and list of holders of REs as on the Issue Closing Date, the applications received from the investors have been split into applications received from the Eligible Equity Shareholders and applications received from the Renounces, details of which are stated below:

Sr. no.	Category	Number of Applications	Number of Equity Shares applied for against Res	Number of additional Equity Shares applied for	Total Equity Shares applied for
A.	Eligible Equity Shareholders	922	1696241	694116	2390357
B.	Fractional Shareholders	28	28	2646	2674
C.	Renounces*	39	446482	163884	610366
D.	Not Eligible Shareholders	210	0	18350	18350
E.	Invalid Application	5	0	427	427
	Total	1204	2142751	879423	3022174

\*the Investors (identified based on PAN) whose names do not appear in the list of Eligible Equity Shareholders on the record date and who hold the REs as on the Issue Closing Date and have applied in the Issue are considered as the Renounces.



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d) All BIDs received up to the closure of the Issue (i.e., Friday, 20th December, 2024) have been taken into account for processing by the Registrar to the Issue.

e) The break-up of applications rejected due to technical reasons in the Issue is given below:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Number of Applications</b>	<b>Number of Equity Shares</b>
1	MULTIPLE APPLICATION (refer point 19)	11	1345
2	PAN MISMATCH (refer point 20)	0	0
3	NOT AN ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY (refer point 1)	210	18350
4	APPLICATION THROUGH THIRD PARTY BANK ACCOUNT (refer point 2(ii))	0	0
5	INVALID APPLICATION (refer point 12)	5	427
6	APPLICATION WITHDRAWN (refer point 13)	0	0
7	Eligible Equity Shareholders who renounce their Rights Entitlements and apply for additional Equity Shares. (refer point 16)	-	0
8	DEMAT A/C SUSPENDED FOR DEBIT & CREDIT (refer point 8)	0	0
9	DEMAT A/C SUSPENDED FOR DEBIT (refer point 8)	0	0
10	DEMAT A/C CLOSED (refer point 8)	0	0
11	DEMAT A/C PENDING FOR ACTIVATION (refer point 8)	0	0
12	NRI APPLICATION WITH US ADDRESS	0	0
13	APPLICATIONS WITH INVALID DP DETAILS	0	0
14	DEMAT A/C CLOSED	0	0
15	PAN MISMATCH	0	0
16	SUSPENDED FOR DEBIT	0	0
17	SUSPENDED FOR DEBIT & CREDIT	0	0
18	DEMAT A/C PENDING FOR ACTIVATION	0	0
19	FRACTIONAL SHAREHOLDER	0	0
	<b>Total</b>	<b>226</b>	<b>20122</b>

The Registrar to the Issue also tabled the applications in the categories that are liable for rejection. The Company thereafter scrutinized/discussed these cases identified as ‘liable to be rejected’, due to technical rejection, by the Registrar to the Issue and based on the discussions held amongst the Company and the Registrar to the Issue, the following was unanimously approved by all parties:

1. Applications by persons/entities whose name does not appear in the master list of Eligible Equity Shareholders of the Company as on the Record Date, i.e. Friday, 6th December, 2024 excluding applications by valid Renounces shall be rejected. The Registrar to the Issue confirms there are **210** such applications for **18,350** Rights Equity Shares and do not hold REs on Issue Closing Date are rejected.
2. As per SEBI circular dated May 6, 2020 read with SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020 and SEBI/HO/CFD/DIL1/CIR/P/2021/13 dated January 19, 2021, restricting third party payments in the Rights Issue, it was observed that

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<b>Start Time:</b>		<b>End Time:</b>	

### **For ASBA:**

- i. There were **169** applications for **87,239** Rights Equity Shares for which, the bank account numbers shared by SCSBs in ASBA bid files did not match with bank account numbers received from depositories records. All such mismatch cases were shared with SCSBs for third party payment related confirmation.
  - ii. SCSBs reverted with confirmations for **60** cases aggregating to **48,548** Rights Equity Shares. Out of the same, **Nil** cases for **Nil** Rights Equity Shares were confirmed by SCSBs as investment using third party bank account and such applications were not considered for allotment. SCSBs has not reverted **109** cases for **38,691** Rights Equity Shares considered for allotment by the Registrar to the Issue.
3. The Issuer received **Nil** application from the Overseas Corporate Bodies (OCBs) shareholder(s).
  4. There were **Nil** Applications received through ASBA, wherein neither Folio Number/DP ID-Client ID nor PAN tallied with the records with the Registrar to the Issue.
  5. Pursuant to the order dated December 15, 2005 issued by SEBI and Order Ref No. WTM/GA/43/ISD/01/06 Dated January 12, 2006 and the SEBI ex-parte interim Order Ref No. WTM/GA/60/ISD/04/06, dated April 27, 2006 in the matter of Initial Public Offerings and NSDL Circular Ref. No. NSDL/JS/031/2005 dated 17-12-2005 and NSDL /II/001/2006 dated 18-01-2006 and CDSL Circular Ref. No. CDSL/OPS/DP/648 dated 19-01-2006, prohibiting certain persons listed in the said order who have been directed not to buy, sell or deal in the equity shares of Issuer or in other ensuing IPOs directly or indirectly till further directions. The Registrar to the Issue had received from NSDL and CDSL DP ID and Client ID details of such prohibited persons the beneficiary accounts of which were either closed or frozen by the various DPs pursuant to these directions. The Registrar to the Issue hereby confirms that **Nil** applications for **Nil** Rights Equity Shares have been received from such prohibited person in the Issue matching with the beneficiary ownership particulars provided by CDSL/NSDL, and the same were not considered as valid for allotment.
  6. Applications by shareholders holding physical share certificates without PAN were rejected. The Registrar to the Issue confirms there was **Nil** such application for **Nil** Rights Equity Shares.
  7. There were **Nil** Applications for an aggregate of **Nil** Rights Equity Shares by Eligible Equity Shareholders holding Equity Shares in physical form, where applications were made through ASBA. Post validating and matching the details of the shareholder holding shares in physical form as on record date with the DP ID – Client ID and PAN as provided in ASBA Application, all such cases were considered for allotment. Unless and until such Eligible Equity Shareholders provide details of their demat account and the Rights Equity Shares are transferred from demat suspense

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

account to such demat accounts thereafter, they will have no voting rights in respect of Rights Equity Shares Allotted in the Issue.

8. There were **Nil** Applications for an aggregate of **Nil** Rights Equity Shares where the status of the beneficiary accounts given by the shareholders was returned as Invalid / inactive accounts or suspended for debit and credit is/are bonafide shareholder(s) of the company and were considered as a valid application.

There were **Nil** Application for an aggregate of **Nil** Rights Equity shares where the status of the beneficiary accounts given by the shareholders was Demat a/c closed is/are bonafide shareholder(s) of the company and were considered as a valid application.

There were **Nil** Application for an aggregate of **Nil** Rights Equity shares where the status of the beneficiary accounts given by the shareholders was suspended for debit is/are bonafide shareholder(s) of the company and were considered as a valid application.

There were **Nil** Application for an aggregate of **Nil** Rights Equity shares where the status of the beneficiary accounts given by the shareholders was Demat a/c pending for activation is/are bonafide shareholder(s) of the company and were considered as a valid application.

9. In the interest of public shareholders and considering the difficulties that might have been faced in applying for their entitlements held across more than one demat account / folio, it is considered clubbing of the entitlements across all demat accounts / folios of such applicant's basis the PAN of the applicant. The aforesaid clubbing was limited to such applicants who had submitted only one application. Further, in case the shares are held in joint holding, then the clubbing of entitlements was considered only in the event names of all joint holders and sequence matched exactly. While clubbing such applications, applications by mutual fund schemes were excluded. Further clubbing exercise was not conducted where accounts of applicants are prohibited by Government / statutory authorities. A total of **Nil** cases aggregating to **Nil** rights entitlements had been clubbed on the basis of PAN to the DP ID/ Client ID from where the applicant had applied for the Issue.

10. There are **none** applications wherein the applicants were upward revised using the same DPID/Client IDs. All such applications are considered for allotment.

11. There are **Nil** applications which are rejected due to PAN being debarred by SEBI.

12. Applications renounced by persons/entities having zero entitlement were to be rejected. The registrar to the Issue confirms that there are **5** applications for **427** equity shares such applications are rejected.

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
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<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

13. The Registrar to the Issue/ Company had received **Nil** requests for **Nil** Rights Equity Shares for withdrawal of applications before Issue Closing Date. All such cases will not be considered for allotment.
14. There were **23** Applications received where the age of the Renounces is less than 18 years (based on the data provided by Depositories) are considered as valid applications.
15. Application by Non-Resident Individuals (NRIs) where no Indian address was provided in the application or in the depository records has been rejected. There were **Nil** such applications for **Nil** Equity Shares.
16. There are **Nil** cases where applicants have renounced part of their entitlements but applied for **Nil** additional rights equity shares. In accordance with LOF, additional shares applied by these applicants were not considered additional rights equity shares for allotment.
17. **Nil**, Rights Equity Shares were kept in abeyance on account of Equity Shares held in Demat Suspense Account pursuant to Regulation 39 of SEBI Listing Regulation, the ownership of Equity Shares is under dispute including Court Proceeding and OCB holders.
18. Allotment was considered only against the REs available in respective demat account/holder's account.
19. There are **11** applications for **1,345** Equity Shares are multiple applications. One Application in such applications is accepted and the rest all are rejected.
20. The registrar is informed that there are **2** applicants for **436** shares were pan is mismatch with bid file and bendem provided by the depository. However as per the DP Id & Client Id mentioned in the bid book, they are eligible shareholders of rights entitlement and considered the same as valid bid.
21. The registrar is informed that there are **Nil** applicant for **Nil** shares whose demat accounts are suspended for debit as per the bendem provided by the depository. However the Rights Entitlement are credited to the concern shareholders as on record date, so the same are considered as valid bids.

The Registrar to the Issue also confirmed that adequate care and due diligence had been undertaken in identifying invalid applications and that no other exceptions to rejected cases have been made except those mentioned in the preceding paragraphs.

After removing technical rejections (details of which are given in the subsequent paragraphs), the total number of valid applications eligible to be considered for allotment were as detailed below:

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
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<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

<b>Sr. No.</b>	<b>Particulars</b>	<b>Number of Applications</b>	<b>Number of Equity Shares</b>
1	Gross Applications	1204	3022174
2	Less: Rejections	226	20122
	<b>Net valid Applications considered for Allotment (1 - 2)</b>	<b>978</b>	<b>3002052</b>

<b>Category</b>	<b>Gross</b>			<b>Less: Rejections/Partial Amount</b>			<b>Valid</b>		
	<b>Applications</b>	<b>Shares</b>	<b>Amount (₹)</b>	<b>Applications</b>	<b>Shares</b>	<b>Amount (₹)</b>	<b>Applications</b>	<b>Shares</b>	<b>Amount (₹)</b>
Eligible Equity Shareholders	922	2390357	279671769.00	10	1195	139815.00	912	2389162	279531954.00
Fraction	28	2674	312858.00	0	0	0.00	28	2674	312858.00
Renounces	39	610366	71412822.00	1	150	17550.00	38	610216	71395272.00
Not an eligible equity shareholders of the company	215	18777	2196909.00	215	18777	2196909.00	0	0	0.00
<b>Total</b>	<b>1204</b>	<b>3022174</b>	<b>353594358.00</b>	<b>226</b>	<b>20122</b>	<b>2354274.00</b>	<b>978</b>	<b>3002052</b>	<b>351240084.00</b>

Further, the break-up of valid application forms received and rejected from the Eligible Equity Shareholders of the Company and the Renounces in the Issue, is as under:

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Eligible Equity Shareholders</b>				
Valid Applications	912	1695202	693960	2389162
Full Rejections	10	1039	156	1195
Partial Rejections	-	-	0	0
<b>Sub Total (A)</b>	<b>922</b>	<b>1696241</b>	<b>694116</b>	<b>2390357</b>

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Eligible Fractional Shareholders</b>				
Valid Applications	28	28	2646	2674
Full Rejections	0	0	0	0
Partial Rejections	-	-	0	0
<b>Sub Total (A)</b>	<b>28</b>	<b>28</b>	<b>2646</b>	<b>2674</b>

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<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Renouces</b>				
Valid Applications	38	446446	163770	610216
Full Rejections	1	36	114	150
<b>Sub Total (B)</b>	<b>39</b>	<b>446482</b>	<b>163884</b>	<b>610366</b>

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Others</b>				
Valid Applications	-	-	-	-
Full Rejections	215	0	18777	18777
<b>Sub Total (B)</b>	<b>215</b>	<b>0</b>	<b>18777</b>	<b>18777</b>

### **Fractional Entitlements**

The Equity Shares are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of **4:5 (4 (FOUR) Equity Shares for every 5 (FIVE) Equity Share** held as on the Record Date on **Friday, 6th December, 2024**). The fractional entitlement of such Eligible Shareholders shall be ignored for computation of the Rights Entitlement. However, Eligible Shareholders whose fractional entitlements are being ignored earlier will be given preference in the Allotment of one additional Rights Share each, if such Eligible Shareholders have applied for additional Rights Shares over and above their Rights Entitlement, if any. As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. In terms of present ratio, there are **2062** equity shares are fractional shares.

### **Conclusion**

Based on the above discussions, the Basis of Allotment was prepared and it was decided that the same be submitted to BSE Limited, the Designated Stock Exchange, for its approval, along with a set of the relevant documents. Summary of Allotment in various categories is as under:

<b>Category</b>	<b>Number of Equity Shares Allotted - against REs</b>	<b>Number of Equity Shares Allotted - Against valid additional shares</b>	<b>Total Equity Shares Allotted</b>
Eligible Equity Shareholders	1695230	418324	2113554
Renouces	446446	0	446446
<b>Total</b>	<b>2141676</b>	<b>418324</b>	<b>2560000</b>

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
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<b>Start Time:</b>		<b>End Time:</b>	

The Pre shareholding of Promoter and Promoter Group is **21,00,700** Equity share and **65.65%**. Further if considered for allotment the Post issue share capital of Promoter and Promoter Group will be **37,81,260** Equity share and **65.65%**.

After removing the technical rejection, the Net Subscription is **117.27%**.

All parties confirmed that the above Basis of Allocation for the Issue is in compliance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, read with SEBI Rights Issue Circulars and all other regulatory statutes as applicable and the terms and conditions as mentioned in the Letter of Offer dated 2024-12-02

<b>ISSUER COMPANY</b>		
VISTAR AMAR LIMITED	Name :	Mr. Rajeshkumar Babulal Panjari
	Designation :	Managing Director

<b>LEAD MANAGER TO THE ISSUE</b>		
Mark Corporate Advisors Private Limited	Name :	Mr. Rajendra Kanoongo
	Designation :	Jt. Managing Director

<b>REIGTRAR TO THE ISSUE</b>		
Purva Sharegistry (India) Pvt. Ltd.	Name :	Ms. Deepali Dhuri
	Designation :	Compliance Officer

# RBP Holdings Pvt. Ltd.

**Reg Off. :** 201/301 A, ShyamKutir, 132, Azad Road, Vileeparle (East),  
Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172  
**CIN NO.:**U65924MH2013PTC242215

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Date: 17-01-2025

To,  
**Securities and Exchange Board of India**  
G Block, Near Bank of India,  
Plot No. C 4-A,  
BandraKurla Complex,  
Bandra East,  
Mumbai -400 051

**Subject: Report under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

**Ref: Scrip Code 538565, Vistar Amar Limited**

Dear Sir,

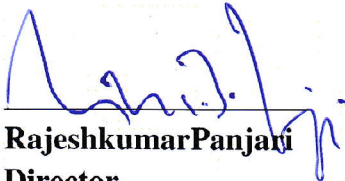
Please find enclosed herewith Report under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with acquisition pursuant to Right Issue by the promoters of Vistar Amar Limited along with the applicable fees.

We have made the payment of nonrefundable fees of Rs. 1,77,000 (Rupees One Lakh Seventy-Seven Thousand only) including GST via Ref No: **ZHDFDJI0B22ULS**(bank reference id 250175085228) dated 17<sup>th</sup> January, 2025.

Kindly take the same on your records and acknowledge the receipt of the same.

Thanking You.

For **RBP Holdings Pvt. Ltd.**

  
**Rajeshkumar Panjari**  
Director

**DIN No. 00261895**



CC To:

**M/s Vistar Amar Limited**  
Reg. Off: Survey No. 1943,  
Mangalkunj, Railway Station Road,  
OppBalashram, Porbandar, Mumbai – 400001  
Gujarat – 360575

**BSE Limited**  
Department of Corporate Services,  
Floor 25, P.J. Tower, Dalal Street,



# RBP Holdings Pvt. Ltd.

Reg Off. : 201/301 A, ShyamKutir, 132, Azad Road, Vileparle (East),

Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172

CIN NO.:U65924MH2013PTC242215

**Disclosure under Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance up on exemption provided for in regulation 10(4)(a) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011**

1 General Details		
a.	Name, address, telephone no., e-mail of Acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	1) RBP Holdings Private Limited (Promoter) Address: 201/301A, ShyamKutir, 132, Azad Road, Vile Parle (E), Mumbai - 400057 Email ID:rajeshhiravati2@gmail.com Mobile No.: <u>9601265555</u>  2) Amar Polyfils Private Limited (Promoter Group) Address: Survey No.258/2, Chhaya, National Highway No.8B. Opp. Air Port, Porbandar – 360577 (Gujarat) Email ID: <a href="mailto:amarpolyfils@gmail.com">amarpolyfils@gmail.com</a> Mobile No.9979775555  3) RajeshkumarBabulalPanjari (Promoter Group) Address: Amar Wadia Road, Porbandar – 360575 (Gujarat) Email ID:rajeshpanjri@gmail.com Mobile No.: <u>9601265555</u>  4) RamkumarBabulalPanjari (Promoter Group) Address: Amar Wadia Road, Porbandar – 360575 (Gujarat) Email ID: <a href="mailto:rampanjri@gmail.com">rampanjri@gmail.com</a> Mobile No.: 9979775555
b.	Whether sender is the acquirer (Y/N)	Yes
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	N.A.
d.	Name, address, Tel no. and e-mail of sender, if the sender is not the acquirer	N.A.
2 Compliance of Regulation 10(7)		
a.	Date of report	17-01-2025
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes
3 Compliance of Regulation 10(6)		
a.	Whether the report has been filed with the StockExchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes
b.	Date of Report	2 <sup>nd</sup> January, 2025
4 Details of the Target Company (TC)		
a.	Name & address of TC	Vistar Amar Limited Survey No. 1943, Mangalkunj, Railway Station Road, OppBalashram, Porbandar, Gujarat – 360575

# RBP Holdings Pvt. Ltd.

Reg Off. : 201/301 A, ShyamKutir, 132, Azad Road, Vileeparle (East),

Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172

CIN NO.:U65924MH2013PTC242215

	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	Bombay Stock Exchange Limited			
5	<b>Details of the acquisition</b>					
	a.	Date of acquisition	27 <sup>th</sup> December, 2024			
	b.	Acquisition price per share (in Rs.)	Rs. 117/- per share			
	c.	Shareholding of acquirer/s and PACs both individually and collectively in TC (in terms of no. & as a percentage of the total share capital of the TC)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC (*)	No. of Shares	% w.r.t total share capital of TC
	1.	<b>RBP Holdings Private Limited (Promoter)</b>	21,00,000	65.625%	22,84,800	39.667%
	2.	<b>Amar Polyfils Private Limited (Promoter Group)</b>	700	0.022%	10,93,26	18.980%
	3.	<b>RajeshkumarBabulalPanjari (Promoter Group)</b>	-	0.00%	2,01,600	3.500%
	4.	<b>RamkumarBabulalPanjari (Promoter Group)</b>	-	0.00%	2,01,600	3.500%
		<b>Total collectively in Promoters</b>	<b>21,00,700</b>	<b>65.647%</b>	<b>37,81,260</b>	<b>65.647%</b>
6	<b>Information specific to the exemption category to which the instant acquisition belongs – Regulation 10(4)(a) &amp; (b)</b>					
	a.	Whether acquirers belong to promoter or promoter group (Y/ N)	Yes			
	b.	No. of shares (voting rights) and % of shares (voting rights) to the total shares/voting rights acquired.	16,80,560 and 29.18%			
	c.	Whether shares acquired beyond entitlement?	No			
	d.	% of shares acquired in excess of entitlement	0.00%			
	e.	Whether the acquirer has renounced any of his entitlements in the rights issue (Y/N). Give details	Yes  The RE renounced by RBP Holdings Private Limited to Amar PolyfilsPvt Ltd- 10,92,000; RajeshkumarBabulal Panjari-2,01,600 andRamkumarBabulal Panjari-2,01,600.  Mr. RajeshkumarBabulalPanjari and RamkumarBabulalPanjari are the Promoters of RBP Holdings Private Limited and hence categorised as part of the Promoter Group of the Vistar Amar Limited in the basis of allotment approved by the BSE on December 27, 2024 (Copy Attached)			
	f.	Price at which the rights issue was made	Rs. 117/- per share			
	g.	Ex-rights price of the shares of the TC (as per computation given in regulation Proviso (ii) to 10(4)(b))	Rs.140.64 per share			
	h.	Declaration by the acquirer that all the conditions specified under regulation 10(4) (a) or (b) whichever is applicable, with respect to exemptions has been duly complied with	We hereby declare and confirm that all the conditions specified under regulation 10(4)(a) /(b) of Takeover Regulations with respect to exemptions has been duly complied with.			

# RBP Holdings Pvt. Ltd.

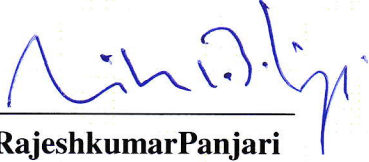
Reg Off. : 201/301 A, ShyamKutir, 132, Azad Road, Vileeparle (East),  
Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172  
CIN NO.:U65924MH2013PTC242215

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I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

Signature:

For **RBP Holdings Pvt. Ltd.**



**Rajeshkumar Panjari**

**Director**

**DIN No. 00261895**



Date: 17-01-2025

Place: Mumbai

NOTE:

(\* In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(\*\*) Shareholding of each entity shall be shown separately as well as collectively.

The following abbreviations have been used all through the document: TC stands for 'Target Company', 'Takeover Regulations' stands for 'SEBI (Substantial Acquisition of Shares and Takeover Regulations, 2011)

# RBP Holdings Pvt. Ltd.

Reg Off. : 201/301 A, Shyam Kutir, 132, Azad Road, Vileeparle (East),  
Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172  
CIN NO.: U65924MH2013PTC242215

January 02, 2025

To,  
Listing Compliance Department  
BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Dear Sir,

**Sub: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India  
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

With reference to above subject, we are enclosing herewith disclosure in the prescribed format as required under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“Takeover Regulations”), for acquisition of 16,80,560 Equity Shares having face value of Rs. 10 per share in the Rights Issue of Vistar Amar Limited (Scrip Code 538565) by the following entities of the Promoter/Promoter Group:

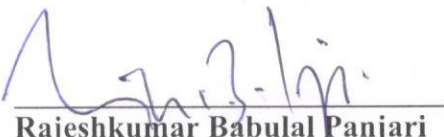
- 1) RBP Holdings Private Limited (Promoter)-1,84,800 Equity Shares
- 2) Amar Polyfils Private Limited (Promoter Group)-10,92,560 Equity Shares
- 3) Rajeshkumar Babulal Panjari (Promoter Group)-2,01,600 Equity Shares
- 4) Ramkumar Babulal Panjari (Promoter Group)-2,01,600 Equity Shares

Kindly take on record the above information and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,

For RBP Holdings Private Limited

  
Rajeshkumar Babulal Panjari  
Director  
(DIN No.: 00261895)



CC to:

The Audit Committee  
Vistar Amar Limited  
Survey No. 1943, Mangalkunj,  
Railway Station Road, Opp Balashram,  
Porbandar, Gujarat – 360575  
Via Email to - [roc.shubhra@gmail.com](mailto:roc.shubhra@gmail.com)

**Format for disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Vistar Amar Limited (TC)	
2.	Name of the acquirer(s)	1) RBP Holdings Private Limited (Promoter) 2) Amar Polyfils Private Limited (Promoter Group) 3) Rajeshkumar Babulal Panjari (Promoter Group) 4) Ramkumar Babulal Panjari (Promoter Group)	
3.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of Shares in the Rights Issue	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 3(2) of SEBI (SAST) Regulations, 2011	
6.	Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so,  - Whether disclosure was made and whether it was made within the timeline specified under the Regulations - Date of filing with the Stock Exchange	Not applicable	
7.	<b>Details of the acquisition</b>	<b>Disclosures required to be made under Regulation 10(5)</b>	<b>Whether the disclosures under Regulation 10(5) are actually made</b>
a.	Name of the Transferor/ seller	NA	NA
b.	Date of acquisition	NA	NA
c.	Number of shares/	NA	NA



		voting rights in respect of the acquisitions from each person mention in 7(a) above				
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	NA		NA	
	e.	Price at which shares are proposed to be acquired / actually acquired	NA		NA	
8.	<b>Shareholding details</b>		<b>Pre-Transaction</b>		<b>Post-Transaction</b>	
			<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>	<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>
	<b>a.</b>	Each Acquirer / Transferee(*)				
		1 RBP Holdings Private Limited (Promoter)	21,00,000	65.625%	22,84,800*	39.667%
		2 Amar Polyfils Private Limited (Promoter Group)	700	0.022%	10,93,260*	18.980%
		3 Rajeshkumar Babulal Panjari (Promoter Group)	-	0.00%	2,01,600**	3.500%
		4 Ramkumar Babulal Panjari (Promoter Group)	-	0.00%	2,01,600**	3.500%
		<b>Total</b>	<b>21,00,700</b>	<b>65.647 %</b>	<b>37,81,260</b>	<b>65.647 %</b>
<b>b.</b>	Each Seller / Transferor	NA	NA	NA	NA	

Notes:

(\*) Shareholding of each entity shall be shown separately and then collectively in a group.

(\*\*) Shares allotted against the RE renounced by RBP Holdings Private Limited (Amar Polyfils Pvt Ltd- 10,92,000 ; Rajeshkumar Babulal Panjari-2,01,600 ; Ramkumar Babulal Panjari-2,01,600) .



- Mr. Rajeshkumar Babulal Panjari and Ramkumar Babulal Panjari are the Promoters of RBP Holdings Private Limited, and hence categorised as part of the Promoter Group of the Target Company in the basis of allotment approved by the BSE on December 27, 2024 (Copy Attached).

For RBP Holdings Private Limited and on behalf of Amar Polyfils Private Limited, himself and Ramkumar Babulal Panjari



Rajeshkumar Babulal Panjari

Director

(DIN No.: 00261895)



Place: Porbandar

Date: 02-01-2025

Encl: Copy of Basis of Allotment

**Basis of Allotment for Rights Issue of VSTAR AMAR LIMITED**

## Summary of Basis of Allotment

SUMMARY OF BASIS OF ALLOTMENT	No. of Shares	No. of Shares
Shares Offered (Issue Size)		2560000
Kept in Abeyance		0
Shares to be Allotted		2560000
Shares applied by Shareholders out of Entitlement	1696241	
Less : Shares rejected on Technical Reasons	1039	
Shares Accepted (A)		1695202
Shares applied by Renouncees out of Entitlement	446482	
Less : Shares rejected on Technical Reasons	36	
Shares Accepted (B)		446446
Fractional Share Accepted (C)	0	28
Total Shares Accepted		2141676
Balance Shares available for allotment for additional applied		418324
Additional Shares applied by Shareholders	696762	
Less : Shares rejected on Technical Reasons	156	
Less : Partial rejection	0	
Balance Additional Shares Applied	696606	
Total Additional Shares allotted to Shareholders (D)	0	418324
Additional Shares applied by Renouncees	163884	
Less : Shares rejected on Technical Reasons	114	
Less : Partial rejection	0	
Balance Additional Shares Applied	163770	
Total Additional Shares allotted to Renouncees (E)		0
Total Shares Allotted (A + B + C + D + E)		2560000

**Approved by:**

Intermediaries	Name of Entity	Name of signatory	Designation	Accept/Reject	Date
RTA	PURVA SHAREGISTRY INDIA PVT LTD	DEEPALI DHURI	COMPLIANCE OFFICER	Accepted	27/12/2024 15:31
Issuer/Company	VSTAR AMAR LIMITED	RAJESHKUMAR BABULAL PANJARI	MANAGING DIRECTOR	Accepted	27/12/2024 15:32
Exchange	BSE	ASHOK KUMAR SINGH	DEPUTY GENERAL MANAGER	Accepted	27/12/2024 15:17
BRLM	MARK CORPORATE ADVISORS PRIVATE LIMITED	RAJENDRA KANOONGO	JOINT MANAGING DIRECTOR	Accepted	27/12/2024 15:33

**Date: 27.12.2024**



<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

All parties took note of the following:

i	Instrument	:	Fully-paid up equity shares
ii	Total no. of Rights Equity shares proposed to be issued	:	25,60,000 FULLY PAID-UP equity shares of face value of ₹ 10.00 each for cash at a price of ₹ 117.00 per rights equity share an amount aggregating to ₹ 2,995.20 Lakhs
iii	Issue Price	:	₹ 117.00 per FULLY PAID-UP Equity Share on application ₹ 117.00 per Equity Share
iv	Record Date	:	Friday, 6th December, 2024 for the purpose of determining the equity shareholders entitled to receive the rights entitlement in the rights issue ["Eligible Equity Shareholders"].
v	Rights entitlement ratio	:	Ratio of 4 Rights Equity Shares for Every 5 Fully Paid-Up Equity Share held by the Eligible Equity Shareholders on the Record Date i.e. Friday, 6th December, 2024.
vi	Issue period (a) Issue opening date (b) Issue closing date	:	Friday, 13th December, 2024 Friday, 20th December, 2024 [both days inclusive]
vii	Lead Manager to the Issue	:	Mark Corporate Advisors Private Limited
viii	Registrar to the Issue	:	Purva Sharegistry (India) Private Limited
ix	Self-Certified Syndicate Banks ("SCSBs")	:	33 (THIRTY-THREE) SCSBs participated to collect Applications through Applications Supported by Blocked Amount ("ASBA")
x	Gross subscription %	:	118.05%

The Registrar to the Issue confirmed the following:

- All applications received through the ASBA have been processed by them.
- The total collections have been reconciled with the final certificates issued by the controlling branches of the Escrow Bank and SCSBs respectively.
- All ASBA applications have been reconciled with bank data received from SCSBs and bid data received from Bombay Stock Exchange Limited ("BSE") have been duly considered for processing.

Thereafter, the Registrar to the Issue placed the following at the meeting for consideration:

- The split of application forms received under the ASBA is as under:

Sr. no.	Particulars	No. of Applications	No. of Equity Shares
<b>(A)</b>	<b>ASBA Applications</b>		
	BSE Limited ("BSE")	1212	3022564
	NSE Limited ("NSE")	0	0
	Add: Application Banked but not in bid data file	0	0
	Less: Duplicate entries*/Not banked	8	390
	Less: Shares Difference	0	0
	Total Valid ASBA	1204	3022174
<b>(B)</b>	<b>Direct Application (Against Loan Conversion)</b>	0	0
	Total Gross Application (A+B)	1204	3022174

\* Duplicate entries refer to Bid entered more than once by the SCSBs.

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED (“THE ISSUE”)</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

- b) Final certificates issued by the Escrow Bank and SCSBs, **1,204** applications for **30,22,174** Equity Shares have been received and the amount collected is **₹ 35,35,94,358.00** representing **118.05%** of **₹ 29,95,20,000.00** (i.e. **25,60,000** x **₹ 117.00** per Rights Equity Share payable on Application) (“Rights Issue Size”).

<b>A)</b>	<b>ASBA (SCSBs):</b>	<b>No. of application</b>	<b>No. of Shares</b>	<b>Amount</b>
1	AU SMALL FINANCE BANK LIMITED	10	3787	443079.00
2	AXIS BANK	82	271141	31723497.00
3	BANK OF BARODA	86	31721	3711357.00
4	BANK OF INDIA	53	20939	2449863.00
5	BANK OF MAHARASHTRA	2	437	51129.00
6	CANARA BANK	22	3114	364338.00
7	CENTRAL BANK OF INDIA	10	2038	238446.00
8	CITY UNION BANK LIMITED	3	407	47619.00
9	CSB BANK LIMITED	1	25	2925.00
10	FEDERAL BANK	11	2561	299637.00
11	HDFC BANK	201	1020229	119366793.00
12	ICICI BANK LIMITED	228	193986	22696362.00
13	IDBI BANK LIMITED	16	179720	21027240.00
14	IDFC FIRST BANK LIMITED	50	38945	4556565.00
15	INDIAN BANK	7	1044	122148.00
16	INDIAN OVERSEAS BANK	1	24	2808.00
17	INDUSIND BANK	13	6262	732654.00
18	JANATA SAHAKARI BANK LIMITED	2	14	1638.00
19	KALUPUR COMMERCIAL COOPERATIVE BANK	1	100	11700.00
20	KARNATAKA BANK LIMITED	5	946	110682.00
21	KARUR VYSYA BANK LIMITED	4	1280	149760.00
22	KOTAK MAHINDRA BANK LIMITED	98	33658	3937986.00
23	MEHSANA URBAN CO OPERATIVE BANK LIMITED	3	1140	133380.00
24	PUNJAB & SIND BANK LIMITED	1	200	23400.00
25	PUNJAB NATIONAL BANK	42	7277	851409.00
26	RBL BANK LIMITED	10	8046	941382.00
27	SARASWAT COOPERATIVE BANK LIMITED	3	4500	526500.00
28	SOUTH INDIAN BANK	2	2048	239616.00
29	STATE BANK OF INDIA	181	51296	6001632.00
30	TAMILNAD MERCANTILE BANK LIMITED	2	61	7137.00
31	UCO BANK	13	1109867	129854439.00
32	UNION BANK OF INDIA	19	4963	580671.00
33	YES BANK	22	20398	2386566.00
	<b>ASBA TOTAL</b>	<b>1204</b>	<b>3022174</b>	<b>353594358.00</b>
<b>B)</b>	<b>APPLICATION AGAINST ADJUSTMENT OF UNSECURED LOAN</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
	<b>GRAND TOTAL (A+B)</b>	<b>1204</b>	<b>3022174</b>	<b>353594358.00</b>

The details of application for promoter and promoter group are as follows:

RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")						
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Day and Date:		December 26, 2024				
Start Time:					End Time:	
PROC	LFNO	NAME1	SHARES HELD	RE	APPLIED	ALLOTTED
CORPORATE PROMOTER UNDER SAME MANAGMENT	IN303116-11872493	RBP HOLDINGS PVT LTD	2100000	1680000	184800	184800
CORPORATE PROMOTER UNDER SAME MANAGMENT	IN304295-53597667	AMAR POLYFILS PVT LTD	700	560	1092560*	1092560
PROMOTER GROUP	IN301151-25108329	RAJESH BABULAL PANJRI	0	0	250000*	201600
PROMOTER GROUP	IN301549-58634671	RAMKUMAR BABULAL PANJARI	0	0	250000*	201600
TOTAL			2100700	1680560	1777360	1680560

\* Shares applied against the RE renounced by RBP Holdings Private Limited (Amar Polyfils Pvt Ltd-10,92,000 RE; Rajesh Babulal Panjri-2,01,600 RE; Ramkumar Babulal Panjari-2,01,600 RE.

The Registrar hereby confirmed that no applications were received from any SCSBs other than the list above.

c) In accordance with the SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, the details of holders of Rights Entitlements ("REs") as on the Issue Closing Date, i.e., Friday, 20th December, 2024 has been obtained from the depositories. Based on details of REs of Eligible Equity Shareholders as on the Record Date (i.e., Friday, 6th December, 2024.) and list of holders of REs as on the Issue Closing Date, the applications received from the investors have been split into applications received from the Eligible Equity Shareholders and applications received from the Renounces, details of which are stated below:

Sr. no.	Category	Number of Applications	Number of Equity Shares applied for against Res	Number of additional Equity Shares applied for	Total Equity Shares applied for
A.	Eligible Equity Shareholders	922	1696241	694116	2390357
B.	Fractional Shareholders	28	28	2646	2674
C.	Renounces*	39	446482	163884	610366
D.	Not Eligible Shareholders	210	0	18350	18350
E.	Invalid Application	5	0	427	427
	Total	1204	2142751	879423	3022174

\*the Investors (identified based on PAN) whose names do not appear in the list of Eligible Equity Shareholders on the record date and who hold the REs as on the Issue Closing Date and have applied in the Issue are considered as the Renounces.

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED (“THE ISSUE”)</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

d) All BIDs received up to the closure of the Issue (i.e., Friday, 20th December, 2024) have been taken into account for processing by the Registrar to the Issue.

e) The break-up of applications rejected due to technical reasons in the Issue is given below:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Number of Applications</b>	<b>Number of Equity Shares</b>
1	MULTIPLE APPLICATION (refer point 19)	11	1345
2	PAN MISMATCH (refer point 20)	0	0
3	NOT AN ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY (refer point 1)	210	18350
4	APPLICATION THROUGH THIRD PARTY BANK ACCOUNT (refer point 2(ii))	0	0
5	INVALID APPLICATION (refer point 12)	5	427
6	APPLICATION WITHDRAWN (refer point 13)	0	0
7	Eligible Equity Shareholders who renounce their Rights Entitlements and apply for additional Equity Shares. (refer point 16)	-	0
8	DEMAT A/C SUSPENDED FOR DEBIT & CREDIT (refer point 8)	0	0
9	DEMAT A/C SUSPENDED FOR DEBIT (refer point 8)	0	0
10	DEMAT A/C CLOSED (refer point 8)	0	0
11	DEMAT A/C PENDING FOR ACTIVATION (refer point 8)	0	0
12	NRI APPLICATION WITH US ADDRESS	0	0
13	APPLICATIONS WITH INVALID DP DETAILS	0	0
14	DEMAT A/C CLOSED	0	0
15	PAN MISMATCH	0	0
16	SUSPENDED FOR DEBIT	0	0
17	SUSPENDED FOR DEBIT & CREDIT	0	0
18	DEMAT A/C PENDING FOR ACTIVATION	0	0
19	FRACTIONAL SHAREHOLDER	0	0
	<b>Total</b>	<b>226</b>	<b>20122</b>

The Registrar to the Issue also tabled the applications in the categories that are liable for rejection. The Company thereafter scrutinized/discussed these cases identified as ‘liable to be rejected’, due to technical rejection, by the Registrar to the Issue and based on the discussions held amongst the Company and the Registrar to the Issue, the following was unanimously approved by all parties:

1. Applications by persons/entities whose name does not appear in the master list of Eligible Equity Shareholders of the Company as on the Record Date, i.e. Friday, 6th December, 2024 excluding applications by valid Renounces shall be rejected. The Registrar to the Issue confirms there are **210** such applications for **18,350** Rights Equity Shares and do not hold REs on Issue Closing Date are rejected.
2. As per SEBI circular dated May 6, 2020 read with SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020 and SEBI/HO/CFD/DIL1/CIR/P/2021/13 dated January 19, 2021, restricting third party payments in the Rights Issue, it was observed that

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

### **For ASBA:**

- i. There were **169** applications for **87,239** Rights Equity Shares for which, the bank account numbers shared by SCSBs in ASBA bid files did not match with bank account numbers received from depositories records. All such mismatch cases were shared with SCSBs for third party payment related confirmation.
  - ii. SCSBs reverted with confirmations for **60** cases aggregating to **48,548** Rights Equity Shares. Out of the same, **Nil** cases for **Nil** Rights Equity Shares were confirmed by SCSBs as investment using third party bank account and such applications were not considered for allotment. SCSBs has not reverted **109** cases for **38,691** Rights Equity Shares considered for allotment by the Registrar to the Issue.
3. The Issuer received **Nil** application from the Overseas Corporate Bodies (OCBs) shareholder(s).
  4. There were **Nil** Applications received through ASBA, wherein neither Folio Number/DP ID-Client ID nor PAN tallied with the records with the Registrar to the Issue.
  5. Pursuant to the order dated December 15, 2005 issued by SEBI and Order Ref No. WTM/GA/43/ISD/01/06 Dated January 12, 2006 and the SEBI ex-parte interim Order Ref No. WTM/GA/60/ISD/04/06, dated April 27, 2006 in the matter of Initial Public Offerings and NSDL Circular Ref. No. NSDL/JS/031/2005 dated 17-12-2005 and NSDL /II/001/2006 dated 18-01-2006 and CDSL Circular Ref. No. CDSL/OPS/DP/648 dated 19-01-2006, prohibiting certain persons listed in the said order who have been directed not to buy, sell or deal in the equity shares of Issuer or in other ensuing IPOs directly or indirectly till further directions. The Registrar to the Issue had received from NSDL and CDSL DP ID and Client ID details of such prohibited persons the beneficiary accounts of which were either closed or frozen by the various DPs pursuant to these directions. The Registrar to the Issue hereby confirms that **Nil** applications for **Nil** Rights Equity Shares have been received from such prohibited person in the Issue matching with the beneficiary ownership particulars provided by CDSL/NSDL, and the same were not considered as valid for allotment.
  6. Applications by shareholders holding physical share certificates without PAN were rejected. The Registrar to the Issue confirms there was **Nil** such application for **Nil** Rights Equity Shares.
  7. There were **Nil** Applications for an aggregate of **Nil** Rights Equity Shares by Eligible Equity Shareholders holding Equity Shares in physical form, where applications were made through ASBA. Post validating and matching the details of the shareholder holding shares in physical form as on record date with the DP ID – Client ID and PAN as provided in ASBA Application, all such cases were considered for allotment. Unless and until such Eligible Equity Shareholders provide details of their demat account and the Rights Equity Shares are transferred from demat suspense

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<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

account to such demat accounts thereafter, they will have no voting rights in respect of Rights Equity Shares Allotted in the Issue.

8. There were **Nil** Applications for an aggregate of **Nil** Rights Equity Shares where the status of the beneficiary accounts given by the shareholders was returned as Invalid / inactive accounts or suspended for debit and credit is/are bonafide shareholder(s) of the company and were considered as a valid application.

There were **Nil** Application for an aggregate of **Nil** Rights Equity shares where the status of the beneficiary accounts given by the shareholders was Demat a/c closed is/are bonafide shareholder(s) of the company and were considered as a valid application.

There were **Nil** Application for an aggregate of **Nil** Rights Equity shares where the status of the beneficiary accounts given by the shareholders was suspended for debit is/are bonafide shareholder(s) of the company and were considered as a valid application.

There were **Nil** Application for an aggregate of **Nil** Rights Equity shares where the status of the beneficiary accounts given by the shareholders was Demat a/c pending for activation is/are bonafide shareholder(s) of the company and were considered as a valid application.

9. In the interest of public shareholders and considering the difficulties that might have been faced in applying for their entitlements held across more than one demat account / folio, it is considered clubbing of the entitlements across all demat accounts / folios of such applicant's basis the PAN of the applicant. The aforesaid clubbing was limited to such applicants who had submitted only one application. Further, in case the shares are held in joint holding, then the clubbing of entitlements was considered only in the event names of all joint holders and sequence matched exactly. While clubbing such applications, applications by mutual fund schemes were excluded. Further clubbing exercise was not conducted where accounts of applicants are prohibited by Government / statutory authorities. A total of **Nil** cases aggregating to **Nil** rights entitlements had been clubbed on the basis of PAN to the DP ID/ Client ID from where the applicant had applied for the Issue.

10. There are **none** applications wherein the applicants were upward revised using the same DPID/Client IDs. All such applications are considered for allotment.

11. There are **Nil** applications which are rejected due to PAN being debarred by SEBI.

12. Applications renounced by persons/entities having zero entitlement were to be rejected. The registrar to the Issue confirms that there are **5** applications for **427** equity shares such applications are rejected.

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

13. The Registrar to the Issue/ Company had received **Nil** requests for **Nil** Rights Equity Shares for withdrawal of applications before Issue Closing Date. All such cases will not be considered for allotment.
14. There were **23** Applications received where the age of the Renounces is less than 18 years (based on the data provided by Depositories) are considered as valid applications.
15. Application by Non-Resident Individuals (NRIs) where no Indian address was provided in the application or in the depository records has been rejected. There were **Nil** such applications for **Nil** Equity Shares.
16. There are **Nil** cases where applicants have renounced part of their entitlements but applied for **Nil** additional rights equity shares. In accordance with LOF, additional shares applied by these applicants were not considered additional rights equity shares for allotment.
17. **Nil**, Rights Equity Shares were kept in abeyance on account of Equity Shares held in Demat Suspense Account pursuant to Regulation 39 of SEBI Listing Regulation, the ownership of Equity Shares is under dispute including Court Proceeding and OCB holders.
18. Allotment was considered only against the REs available in respective demat account/holder's account.
19. There are **11** applications for **1,345** Equity Shares are multiple applications. One Application in such applications is accepted and the rest all are rejected.
20. The registrar is informed that there are **2** applicants for **436** shares were pan is mismatch with bid file and bendem provided by the depository. However as per the DP Id & Client Id mentioned in the bid book, they are eligible shareholders of rights entitlement and considered the same as valid bid.
21. The registrar is informed that there are **Nil** applicant for **Nil** shares whose demat accounts are suspended for debit as per the bendem provided by the depository. However the Rights Entitlement are credited to the concern shareholders as on record date, so the same are considered as valid bids.

The Registrar to the Issue also confirmed that adequate care and due diligence had been undertaken in identifying invalid applications and that no other exceptions to rejected cases have been made except those mentioned in the preceding paragraphs.

After removing technical rejections (details of which are given in the subsequent paragraphs), the total number of valid applications eligible to be considered for allotment were as detailed below:

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

<b>Sr. No.</b>	<b>Particulars</b>	<b>Number of Applications</b>	<b>Number of Equity Shares</b>
1	Gross Applications	1204	3022174
2	Less: Rejections	226	20122
	<b>Net valid Applications considered for Allotment (1 - 2)</b>	<b>978</b>	<b>3002052</b>

<b>Category</b>	<b>Gross</b>			<b>Less: Rejections/Partial Amount</b>			<b>Valid</b>		
	<b>Applications</b>	<b>Shares</b>	<b>Amount (₹)</b>	<b>Applications</b>	<b>Shares</b>	<b>Amount (₹)</b>	<b>Applications</b>	<b>Shares</b>	<b>Amount (₹)</b>
Eligible Equity Shareholders	922	2390357	279671769.00	10	1195	139815.00	912	2389162	279531954.00
Fraction	28	2674	312858.00	0	0	0.00	28	2674	312858.00
Renounces	39	610366	71412822.00	1	150	17550.00	38	610216	71395272.00
Not an eligible equity shareholders of the company	215	18777	2196909.00	215	18777	2196909.00	0	0	0.00
<b>Total</b>	<b>1204</b>	<b>3022174</b>	<b>353594358.00</b>	<b>226</b>	<b>20122</b>	<b>2354274.00</b>	<b>978</b>	<b>3002052</b>	<b>351240084.00</b>

Further, the break-up of valid application forms received and rejected from the Eligible Equity Shareholders of the Company and the Renounces in the Issue, is as under:

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Eligible Equity Shareholders</b>				
Valid Applications	912	1695202	693960	2389162
Full Rejections	10	1039	156	1195
Partial Rejections	-	-	0	0
<b>Sub Total (A)</b>	<b>922</b>	<b>1696241</b>	<b>694116</b>	<b>2390357</b>

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Eligible Fractional Shareholders</b>				
Valid Applications	28	28	2646	2674
Full Rejections	0	0	0	0
Partial Rejections	-	-	0	0
<b>Sub Total (A)</b>	<b>28</b>	<b>28</b>	<b>2646</b>	<b>2674</b>



<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>				
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>				
<b>Day and Date:</b>	<b>December 26, 2024</b>			
<b>Start Time:</b>		<b>End Time:</b>		

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Renouces</b>				
Valid Applications	38	446446	163770	610216
Full Rejections	1	36	114	150
<b>Sub Total (B)</b>	<b>39</b>	<b>446482</b>	<b>163884</b>	<b>610366</b>

<b>Particulars</b>	<b>No. of Applications</b>	<b>Rights Equity Shares Rejected against REs (A)</b>	<b>Rights Equity Shares Rejected against Additional Equity Shares Applied (B)</b>	<b>Total Rights Equity Shares Rejected (A+B)</b>
<b>Others</b>				
Valid Applications	-	-	-	-
Full Rejections	215	0	18777	18777
<b>Sub Total (B)</b>	<b>215</b>	<b>0</b>	<b>18777</b>	<b>18777</b>

### **Fractional Entitlements**

The Equity Shares are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of **4:5 (4 (FOUR) Equity Shares for every 5 (FIVE) Equity Share** held as on the Record Date on **Friday, 6th December, 2024**). The fractional entitlement of such Eligible Shareholders shall be ignored for computation of the Rights Entitlement. However, Eligible Shareholders whose fractional entitlements are being ignored earlier will be given preference in the Allotment of one additional Rights Share each, if such Eligible Shareholders have applied for additional Rights Shares over and above their Rights Entitlement, if any. As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. In terms of present ratio, there are **2062** equity shares are fractional shares.

### **Conclusion**

Based on the above discussions, the Basis of Allotment was prepared and it was decided that the same be submitted to BSE Limited, the Designated Stock Exchange, for its approval, along with a set of the relevant documents. Summary of Allotment in various categories is as under:

<b>Category</b>	<b>Number of Equity Shares Allotted - against REs</b>	<b>Number of Equity Shares Allotted - Against valid additional shares</b>	<b>Total Equity Shares Allotted</b>
Eligible Equity Shareholders	1695230	418324	2113554
Renouces	446446	0	446446
<b>Total</b>	<b>2141676</b>	<b>418324</b>	<b>2560000</b>

<b>RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VISTAR AMAR LIMITED ("THE ISSUE")</b>			
<b>MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE</b>			
<b>Day and Date:</b>	<b>December 26, 2024</b>		
<b>Start Time:</b>		<b>End Time:</b>	

The Pre shareholding of Promoter and Promoter Group is **21,00,700** Equity share and **65.65%**. Further if considered for allotment the Post issue share capital of Promoter and Promoter Group will be **37,81,260** Equity share and **65.65%**.

After removing the technical rejection, the Net Subscription is **117.27%**.

All parties confirmed that the above Basis of Allocation for the Issue is in compliance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, read with SEBI Rights Issue Circulars and all other regulatory statutes as applicable and the terms and conditions as mentioned in the Letter of Offer dated 2024-12-02

<b>ISSUER COMPANY</b>		
VISTAR AMAR LIMITED	Name :	Mr. Rajeshkumar Babulal Panjari
	Designation :	Managing Director

<b>LEAD MANAGER TO THE ISSUE</b>		
Mark Corporate Advisors Private Limited	Name :	Mr. Rajendra Kanoongo
	Designation :	Jt. Managing Director

<b>REIGTRAR TO THE ISSUE</b>		
Purva Sharegistry (India) Pvt. Ltd.	Name :	Ms. Deepali Dhuri
	Designation :	Compliance Officer

# RBP Holdings Pvt. Ltd.

Reg Off. : 201/301 A, Shyam Kutir, 132, Azad Road, Vileeparle (East),  
Mumbai – 400 057 Maharashtra, India, Mob No. 98252 30172  
CIN NO.: U65924MH2013PTC242215

January 02, 2025

To,  
Listing Compliance Department  
BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Dear Sir,

**Sub: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India  
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

With reference to above subject, we are enclosing herewith disclosure in the prescribed format as required under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“Takeover Regulations”), for acquisition of 16,80,560 Equity Shares having face value of Rs. 10 per share in the Rights Issue of Vistar Amar Limited (Scrip Code 538565) by the following entities of the Promoter/Promoter Group:

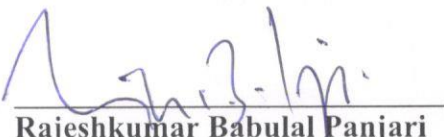
- 1) RBP Holdings Private Limited (Promoter)-1,84,800 Equity Shares
- 2) Amar Polyfils Private Limited (Promoter Group)-10,92,560 Equity Shares
- 3) Rajeshkumar Babulal Panjari (Promoter Group)-2,01,600 Equity Shares
- 4) Ramkumar Babulal Panjari (Promoter Group)-2,01,600 Equity Shares

Kindly take on record the above information and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,

For RBP Holdings Private Limited

  
Rajeshkumar Babulal Panjari  
Director  
(DIN No.: 00261895)



CC to:

The Audit Committee  
Vistar Amar Limited  
Survey No. 1943, Mangalkunj,  
Railway Station Road, Opp Balashram,  
Porbandar, Gujarat – 360575  
Via Email to - [roc.shubhra@gmail.com](mailto:roc.shubhra@gmail.com)

**Format for disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Vistar Amar Limited (TC)	
2.	Name of the acquirer(s)	1) RBP Holdings Private Limited (Promoter) 2) Amar Polyfils Private Limited (Promoter Group) 3) Rajeshkumar Babulal Panjari (Promoter Group) 4) Ramkumar Babulal Panjari (Promoter Group)	
3.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of Shares in the Rights Issue	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 3(2) of SEBI (SAST) Regulations, 2011	
6.	Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so,  - Whether disclosure was made and whether it was made within the timeline specified under the Regulations - Date of filing with the Stock Exchange	Not applicable	
7.	<b>Details of the acquisition</b>	<b>Disclosures required to be made under Regulation 10(5)</b>	<b>Whether the disclosures under Regulation 10(5) are actually made</b>
a.	Name of the Transferor/ seller	NA	NA
b.	Date of acquisition	NA	NA
c.	Number of shares/	NA	NA



		voting rights in respect of the acquisitions from each person mention in 7(a) above				
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	NA		NA	
	e.	Price at which shares are proposed to be acquired / actually acquired	NA		NA	
8.	<b>Shareholding details</b>		<b>Pre-Transaction</b>		<b>Post-Transaction</b>	
			<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>	<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>
	<b>a.</b>	Each Acquirer / Transferee(*)				
		1 RBP Holdings Private Limited (Promoter)	21,00,000	65.625%	22,84,800*	39.667%
		2 Amar Polyfils Private Limited (Promoter Group)	700	0.022%	10,93,260*	18.980%
		3 Rajeshkumar Babulal Panjari (Promoter Group)	-	0.00%	2,01,600**	3.500%
		4 Ramkumar Babulal Panjari (Promoter Group)	-	0.00%	2,01,600**	3.500%
		<b>Total</b>	<b>21,00,700</b>	<b>65.647 %</b>	<b>37,81,260</b>	<b>65.647 %</b>
<b>b.</b>	Each Seller / Transferor	NA	NA	NA	NA	

Notes:

(\*) Shareholding of each entity shall be shown separately and then collectively in a group.

(\*\*) Shares allotted against the RE renounced by RBP Holdings Private Limited (Amar Polyfils Pvt Ltd- 10,92,000 ; Rajeshkumar Babulal Panjari-2,01,600 ; Ramkumar Babulal Panjari-2,01,600) .



- Mr. Rajeshkumar Babulal Panjari and Ramkumar Babulal Panjari are the Promoters of RBP Holdings Private Limited, and hence categorised as part of the Promoter Group of the Target Company in the basis of allotment approved by the BSE on December 27, 2024 (Copy Attached).

For RBP Holdings Private Limited and on behalf of Amar Polyfils Private Limited, himself and Ramkumar Babulal Panjari



Rajeshkumar Babulal Panjari

Director

(DIN No.: 00261895)



Place: Porbandar

Date: 02-01-2025

Encl: Copy of Basis of Allotment