



Navigant

NAVIGANT CORPORATE ADVISORS LIMITED

Regd. Office: 804, Meadows, Bonanza, Sahar Plaza Complex, J B Nagar, Andheri-Kurla Road,
Andheri (East) Mumbai-400 059; **Tel:** +91-22- 4120 4837 / +91 22 4973 5078

Email: navigant@navigantcorp.com; **Website:** www.navigantcorp.com (CIN: L67190MH2012PLC231304)

Date: 08.11.2024

The Manager
Dept. of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Sub: Submission of Post Offer Advertisement in terms of Regulation 18 (12) of SEBI SAST (Regulations), 2011 of NB Footwear Limited (BSE Code: 523242)

Ref.: Open Offer to acquire upto 35,10,000 equity shares of Rs. 10/- each at a price of Rs. 7.00/- per fully paid-up Equity Share of NB Footwear Limited ('Target Company') representing 26.00% of the voting share capital by Mr. Nitin Minocha (Acquirer-1) and M/s. Copo Holdings Private Limited (Acquirer-2) (hereinafter collectively referred to as "the Acquirers")

Dear Sir,

This is with reference to the above please find the Post Offer Advertisement in terms of Regulation 18(12) of SEBI SAST (Regulations), 2011 hard and soft copy being issued by us on behalf of captioned Acquirer with regard to open offer for acquisition of Equity Shares of NB Footwear Limited (Target Company) by Acquirers which was published on 08th November, 2024 in Financial Express - English Daily (all editions), Jansatta - Hindi Daily (all editions), Pratahkal - Marathi Daily (Mumbai edition) and Hindu Tamil - Tamil Daily (Vellore edition).

We certify that the contents of the PDF format in soft copy are identical with the hard copy of Post Offer Advertisement.

Thanks & Regards,

For Navigant Corporate Advisors Limited



Sarthak Vijlani
Managing Director

NB FOOTWEAR LIMITED

("NBFL"/"TARGET COMPANY"/"TC") (Corporate Identification No. L19201TN1987PLC014902)

Registered Office: 87/84A, Mosque Street, Seduvalai Village, Vellore, Tamil Nadu – 632104, India;

Phone No. +91 9840011617; Email id: nbfootwearltd@gmail.com; Website: www.nbfootwear.in

Open offer for acquisition of 35,10,000 Equity Shares of Rs. 10/- each representing 26.00% of the equity and voting share capital of the Target Company by Mr. Nitin Minocha (Acquirer-1) and Copo Holdings Private Limited (Acquirer-2) (Acquirer-1 and Acquirer-2 hereinafter collectively referred to as the "Acquirers").

This Post offer Advertisement is being issued by Navigant Corporate Advisors Limited, The Manager to the offer, on behalf of the Acquirers, in connection with the offer made by the Acquirers in compliance with regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulation, 2011").

The Detailed public statement ("DPS") pursuant to the Public Announcement ("PA") made by the Acquirers has appeared in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Pratahkal - Marathi Daily (Mumbai edition); Hindu Tamil – Tamil Daily (Vellore edition) on 24th July, 2024.

- Name of the Target Company : NB Footwear Limited
- Name of the Acquirers : Mr. Nitin Minocha (Acquirer-1)
Copo Holdings Private Limited (Acquirer-2)
- Name of the Manager to the offer : Navigant Corporate Advisors Limited
- Name of the Register to the offer : Cameo Corporate Services Limited
- Offer details
 - Date of Opening of the Offer : Friday, 18th October, 2024
 - Date of the Closing of the offer : Thursday 31st October, 2024
- Date of Payment of Consideration : N.A. since no shares tendered in open offer
- Details of the Acquisition :

Sr No.	Particulars	Proposed in the Offer Document		Actual	
7.1.	Offer Price	Rs. 7.00 per Equity Share		Rs. 7.00 per Equity Share	
7.2.	Aggregate number of Shares tendered	35,10,000		Nil	
7.3.	Aggregate number of Shares accepted	35,10,000		Nil	
7.4.	Size of the offer (Numbers of shares multiplied by Offer price per share)	Rs. 2,45,70,000		Nil	
7.5.	Shareholding of the Acquirers before Share Purchase Agreement (SPA) and Public Announcement (No. & %)	Nil (0.00%)		Nil (0.00%)	
7.6.	Shares Acquired by way of Share Purchase Agreement (SPA) ▪ Number ▪ % Fully Diluted Equity Share Capital	50,00,000 (37.04%)		50,00,000 (37.04%)	
7.7.	Shares Acquired by way of Open offer ▪ Number ▪ % Fully Diluted Equity Share Capital	35,10,000 (26.00%)		Nil (0.00%)	
7.8.	Shares Acquired after detailed Public Statement ▪ Number of Shares acquired ▪ Price of the shares acquired ▪ % of the shares acquired	Not Applicable		Not Applicable	
7.9.	Post offer Shareholding of Acquirers ▪ Number ▪ % Fully Diluted Equity Share Capital	85,10,000 (63.04%)		50,00,000 (37.04%)	
7.10.	Pre and Post Offer Shareholding of Public Shareholders ▪ Number ▪ % Fully Diluted Equity Share Capital	Pre- Offer 83,85,100 (62.11%)	Post Offer* 49,90,000 (36.96%)	Pre- Offer 83,85,100 (62.11%)	Post offer* 85,00,000 (62.96%)

*Pursuant to this Offer and the transactions contemplated in the SPA, the Acquirers shall become the Promoter of the Target Company and, the Selling Promoter Shareholders and other existing promoter (Mr. Rajen Desai) will cease to be the promoter of the Target Company and shall be classified as a public shareholder in accordance with the provisions of Regulation 31A (10) of the SEBI (LODR) Regulations, Post offer shareholding has been calculated accordingly.

- The Acquirers accepts full responsibility for the information contained in this Post Offer Advertisement and also for the fulfillment of his obligations as laid down by SEBI (SAST) Regulations, 2011.
- A copy of this Post Offer Advertisement will be available on the website of SEBI.
- Capitalized terms used in this advertisement and not define herein, shall have same meaning assigned to them in the Letter of Offer dated 04.10.2024.

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS

NAVIGANT CORPORATE ADVISORS LIMITED

804, Meadows, Sahar Plaza Complex, JB Nagar, Andheri Kurla Road, Andheri East, Mumbai - 400059.

Tel No. +91 22 4120 4837 / 4973 5078

Email id: navigant@navigantcorp.com

Website: www.navigantcorp.com

SEBI Registration No: INM000012243

Contact person: Mr. Sarthak Vijlani



Date: November 07, 2024

Place: Mumbai