

June 28, 2024

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir,

Sub: Open Offer by Nilesh Malshi Savla (“Acquirer 1”) and Meena Nilesh Savla (“Acquirer 2”) (Acquirer 1 & Acquirer 2 hereinafter collectively referred to as “Acquirers”) to acquire upto 1,28,89,500 (One Crore Twenty Eight Lakh Eighty Nine Thousand Five Hundred) fully paid-up equity shares of face value ₹ 1/- each for cash at a price of ₹ 1.12/- (Rupee One and Paise Twelve Only) including interest of ₹ 0.12/- per equity share (“Offer Price”), payable in cash per Equity Share aggregating upto ₹ 1,44,36,240/- (Rupees One Crore Forty Four Lakh Thirty Six Thousand Two Hundred Forty Only), to the public shareholders of RKD Agri & Retail Limited (“Target Company”) pursuant to and in compliance with the requirements of the Securities And Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, As Amended (“SEBI (SAST) Regulations, 2011”) (“Offer” Or “Open Offer”).

We have been appointed as ‘Manager’ to the captioned Open Offer by the Acquirer in terms of regulation 12(1) of the SEBI (SAST) Regulations. In this regard, we are enclosing the following for your kind reference and records:

A copy of offer opening public announcement and corrigendum to the Detailed Public Statement (“Offer Opening Public Announcement and Corrigendum”) dated **June 27, 2024**. The offer opening public announcement was published today, **June 28, 2024**, in the following newspapers:-

Sr. No.	Newspapers	Language	Editions
1	Financial Express	English	All Editions
2	Jansatta	Hindi	All Editions
3	Pratahkal	Marathi	Mumbai Edition - Being the regional language of Mumbai, where the Registered Office of the Target Company is located and the Stock Exchange where the equity shares of the Target Company are listed.

In case of any clarification required, please contact the person as mentioned below:

Contact Person	Designation	Contact Number	E-mail Id
Gaurav Khandelwal	Vice President	+91-022-49730394	gaurav@saffronadvisor.com
Saurabh Gaikwad	Assistant Manager		saurabh@saffronadvisor.com

We request you to kindly consider the attachments as good compliance and disseminate it on your website.

For Saffron Capital Advisors Private Limited

S.V. Gaikwad


Saurabh Gaikwad
Assistant Manager
Encl: a/a

(THIS IS ONLY AN ADVERTISEMENT FOR INFORMATION PURPOSES AND NOT A PROSPECTUS ANNOUNCEMENT. NOT FOR DISTRIBUTION OUTSIDE INDIA.)



VISAMAN GLOBAL SALES LIMITED

Corporate Identification Number: U24311GJ2019PLC108862

Our Company was originally incorporated on June 27, 2019 as "Visaman Global Sales Limited" under the provisions of the Companies Act, 2013 with the Registrar of Companies, Central Registration Centre having registration office at C/o. Jain Traders, 8, Sorathiawadi near Narmada, 80 Feet Road, Rajkot, Gujarat-360002, India. The Corporate Identification Number of our Company is U24311GJ2019PLC108862.

Registered Office: C/o, Jain Traders, 8, Sorathiawadi Near Narmada, 80 Feet Road, Rajkot - 360002, Gujarat, India.
Tel.: +91 90237 30627 | E-mail: cs@visamansales.com | Website: https://visamanglobalsales.com/
Contact Person: Ms. Rawal Ankita Harsh, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: MR. MITULKUMAR SURESHCHANDRA VASA, MR. SURESHCHANDRA GULABCHAND VASA, MS. AVNI M. VASA, MS. ILABEN SURESHCHANDRA VASA AND MR. KULAR BRIJESH N.

"The Issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on Emerge Platform of NSE (NSE EMERGE)."

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING OF 37,32,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") OF VISAMAN GLOBAL SALES LIMITED ("VISAMAN" OR "OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹43/- PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹33/- PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO ₹1,604.76 LAKHS ("THE ISSUE") OF WHICH 1,92,000 EQUITY SHARES AGGREGATING TO ₹82.56 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 35,40,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT AN ISSUE PRICE OF ₹43/- PER EQUITY SHARE AGGREGATING TO ₹1,522.20 LAKHS ("NET ISSUE"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.02% AND 25.63% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER TO CHAPTER TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 275 OF THE PROSPECTUS.

THE FACE VALUE OF THE EQUITY SHARE IS ₹10/- AND THE ISSUE PRICE IS 4.3 TIMES OF THE FACE VALUE.

ISSUE OPENED ON: MONDAY, JUNE 24, 2024 AND ISSUE CLOSED ON: WEDNESDAY, JUNE 26, 2024

RISK TO INVESTORS:

- Our Equity Shares have never been publicly traded, and may experience price and volume fluctuations following the completion of the Issue. Further, our Equity Shares may not result in an active or liquid market and the price of our Equity Shares may be volatile and you may be unable to resell your Equity Shares at or above the Issue Price or at all.
- The average cost of acquisition of Equity Shares by our Promoters is set forth in the table below:

Sr. No.	Name of the Promoters	No of Equity Shares held	Average cost of Acquisition (in ₹)
1.	Mr. Mitulkumar Sureshchandra Vasa	36,28,800	7.29
2.	Mr. Sureshchandra Gulabchand Vasa	51,40,800	7.29
3.	Ms. Avni M. Vasa	6,04,800	7.29
4.	Ms. Ilaben Sureshchandra Vasa	7,05,392	7.29
5.	Mr. Kular Brijesh N.	69	7.46

Investors are required to refer section titled "Risk Factors" beginning on page 27 of the Prospectus

Our Company has filed the Prospectus dated June 18, 2024 with the ROC, Ahmedabad (the "Prospectus"). The Equity Shares of the Company are proposed to be listed on the SME Platform of National Stock Exchange of India Limited i.e., NSE Emerge, in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an In-Principle approval from NSE for the listing of the Equity Shares pursuant to letter dated June 13, 2024. NSE is the Designated Stock Exchange for the purpose of this Issue. The trading is to be commenced on July 01, 2024 (Subject to receipt of listing and trading approvals from the NSE). The Issue is being made through the Fixed Price process, the allocation in the Net Issue to the Public category is made pursuant to Regulation 25(2) of the SEBI (ICDR) Regulations, 2018, as amended from time to time, wherein a minimum of 50% of the Net Issue of shares to the Public is initially made available for allotment to Retail Individual Investors. The balance of Net Issue of Shares to the public is made available for allotment to individual Applicants other than Retail Individual Investors and other Investors, including Corporate Bodies / Institutions irrespective of number of shares applied for. If the Retail Individual Investor category is entitled to more than 50% on proportionate basis, they shall be allotted that higher percentage. Under subscription, if any, in any of the categories, would be allowed to be met with spill-over from any of the other categories or a combination of categories at the discretion of the Company in consultation with the Lead Manager and the Designation Stock Exchange. Such inter-se spill over, if any, would be affected in accordance with applicable laws, rules, regulations and guidelines. All potential investors shall participate in the Issue only through an Application Supported by Blocked Amount ("ASBA") process including through UPI mode (as applicable) by providing details of the respective bank accounts and / or UPI IDs, in case of RTIs, if applicable, which will be blocked by the Self Certified Syndicate Banks ("SCSBs") for the same.

SUBSCRIPTION DETAILS

The Net Issue has received 33,728 applications before technical rejections for 14,11,74,000 Equity Shares resulting in 39.88 times subscription. The details of the applications received in the Net Issue (before and after technical rejections & withdrawal) are as follows:

Details of the Applications Received:

Category	Gross		Less: Rejections*		Valid	
	Applications	Equity Shares	Applications	Equity Shares	Applications	Equity Shares
Non-Retail Investors	3,264	4,97,82,000	42	3,45,000	3,222	4,94,37,000
Retail Individual Investors	30,464	9,13,92,000	386	11,58,000	30,078	9,02,34,000
Total	33,728	14,11,74,000	428	15,03,000	33,300	13,96,71,000

*This includes 37 applications for 1,11,000 equity shares from Retail investors which were not in book but excludes bids (UPI mandates) not accepted by investors. Note:

- The Net Issue does not include 1,92,000 Equity Shares reserved for Market Maker, which was subscribed by 1.00 time.
- There were 428 Technical Rejections for 15,03,000 Equity Shares. The Basis of Allotment was finalised in consultation with the Designated Stock Exchange – NSE on June 27, 2024.

A) Allocation to Market Maker (After Technical Rejections & Withdrawals): The Basis of Allotment to the Market Maker, at the Issue Price of ₹ 43/- per Equity Share, was finalised in consultation with NSE. The category was subscribed by 1.00 time. The total number of shares allotted in this category is 1,92,000 Equity Shares. The category-wise details of the Basis of Allotment are as under:

No. of Shares Applied for	No. of Applications Received	% to Total	Total No. of Shares Applied	% to Total	Allocation per Applicant	Ratio of Allottees to the Applicant	Total No. of Shares Allotted	% to Total
1,92,000	1	100.00	1,92,000	100.00	1,92,000	1:1	1,92,000	100.00

B) Allocation to Retail Individual Investors (After Technical Rejections & Withdrawals): The Basis of Allotment to the Retail Individual Investors, at the Issue Price of ₹ 43/- per Equity Share, was finalised in consultation with NSE. Pursuant to Regulation 25(2) of the SEBI (ICDR) Regulations, 2018, the total number of shares allotted in this category is 22,89,000 Equity Shares. The category was subscribed by 39.42 times. The category-wise details of the Basis of Allotment are as under:

No. of Shares Applied for	No. of Applications Received	% to Total	Total No. of Shares Applied	% to Total	Allocation per Applicant Before Rounding off	Allocation per Applicant After Rounding off	Ratio of Allottees to the Applicant	Total No. of Shares Allotted	% to Total
3,000	30,078	100.00	9,02,34,000	100.00	76.10	3000	5	197	22,89,000

C) Allocation to Other than Retail Category (After Technical Rejections & Withdrawals): The Basis of Allotment to the Non-Retail Investors, at the Issue Price of ₹ 43/- per Equity Share, was finalised in consultation with NSE. Pursuant to Regulation 25(2) of the SEBI (ICDR) Regulations, 2018, the total number of shares allotted in this category is 12,51,000 Equity Shares. The category was subscribed by 39.52 times. The category-wise details of the Basis of Allotment are as under:

No. of Shares applied for (Category wise)	Number of applications received	% to total	Total No. of Shares applied in each category	% to total	Proportionate shares available	Allocation per Applicant Before Rounding off	Allocation per Applicant After Rounding off	Ratio of Allottees to the Applicant	Total No. of shares allocated/ allotted	
6,000	2411	74.83	1,44,66,000	29.26	3,66,060	151.83	3000	4	79	3,66,000
9,000	199	6.18	17,91,000	3.62	45,321	227.74	3000	15	199	45,000
12,000	86	2.67	10,32,000	2.09	26,115	303.66	3000	9	86	27,000
15,000	86	2.67	12,90,000	2.61	32,643	379.57	3000	11	86	33,000
18,000	45	1.40	8,10,000	1.64	20,497	455.49	3000	7	45	21,000
21,000	32	0.99	6,72,000	1.36	17,005	531.41	3000	6	32	18,000
24,000	133	4.13	31,92,000	6.46	80,773	607.32	3000	27	133	81,000
27,000	16	0.50	4,32,000	0.87	10,932	683.25	3000	4	16	12,000
30,000	52	1.61	15,60,000	3.16	39,476	759.15	3000	13	52	39,000
33,000	17	0.53	5,61,000	1.13	14,196	835.06	3000	5	17	15,000
36,000	10	0.31	3,60,000	0.73	9,110	911.00	3000	3	10	9,000
39,000	7	0.22	2,73,000	0.55	6,908	986.86	3000	2	7	6,000
42,000	4	0.12	1,68,000	0.34	4,251	1062.75	3000	1	4	3,000
45,000	8	0.25	3,60,000	0.73	9,110	1138.75	3000	3	8	9,000
48,000	9	0.28	4,32,000	0.87	10,932	1214.67	3000	4	9	12,000

The Board of Directors of the Company at its meeting held on June 27, 2024, has taken on record the Basis of Allotment of Equity Shares, as approved by the Designated Stock Exchange viz. NSE and has authorized the corporate action for the allotment of the Equity Shares to various successful applicants. The CAN and allotment advice and / or notices shall be dispatched to the address of the investors as registered with the depositories on or before June 28, 2024. Further, the instructions to Self-Certified Syndicate Banks for unblocking of funds will process on or prior to June 28, 2024. The Equity Shares allotted to successful applicants are being credited to their beneficiary accounts subject to validation of the account details with the depositories concerned. In case the same is not received within prescribed time, investors may contact the Registrar to the Issue at the address given below. The Company is taking steps to get the Equity Shares admitted for trading on the Emerge Platform of NSE within 3 working days from the Closure of the Issue. **The trading is proposed to be commenced on July 01, 2024 subject to receipt of listing and trading approvals from NSE.**

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus dated June 18, 2024 ("Prospectus").

INVESTORS, PLEASE NOTE

The details of the allotment made has been hosted on the website of the Registrar to the Issue, Link Intime India Private Limited at www.linkintime.co.in. All future correspondence in this regard may kindly be addressed to the Registrar to the Issue quoting full name of the First/Sole Applicant, Serial number of the Application Form, Number of Shares Applied for and Bank Branch where the Application had been lodged and payment details at the address given below:

LINK INTIME INDIA PRIVATE LIMITED
C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India.
Telephone: +91 - 8108114949
E-mail: visamanglobal.smeipo@linkintime.co.in
Investor grievance E-mail: visamanglobal.smeipo@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Mr. Shanti Gopalkrishnan
SEBI Registration No.: INR000004058

For VISAMAN GLOBAL SALES LIMITED
On Behalf of the Board of Directors
Sd/-
Mr. Mitulkumar Sureshchandra Vasa
Chairman and Managing Director
DIN: 07789750

Place: Gujarat
Date: June 27, 2024

LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARE ON LISTING OR THE BUSINESS PROSPECTS OF VISAMAN GLOBAL SALES LIMITED.

Visaman Global Sales Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make a Public Issue of its Equity Shares and has filed Prospectus with the Registrar of Companies, on June 18, 2024. The Prospectus is available on websites of the Company, the NSE and the Lead Manager at visamanglobalsales.com, www.nseindia.com, www.shreni.in respectively. Applicants should note that investment in equity shares involves a high-risk and for details relating to the same, see the Prospectus, including section titled "Risk Factors" beginning on page 27 of the Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are offered or sold (i) within the United States to persons reasonably believed to be qualified institutional investors (as defined in Rule 144A under the U.S. Securities Act and (ii) Outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and applicable laws of the jurisdiction where such offers and sales occur.

AdBaaZ

OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

RKD AGRI & RETAIL LIMITED

Corporate Identification Number (CIN): L15400MH1986PLC316001
Registered Office: 52, Rayfreda Building, Junction of Mahakali Caves, Holy Family Church, Chakala MIDC, Mumbai-400093, Maharashtra, India.
Tel: +91 22-4801 8788 / +91 93241 93925 | Email: himalchulifoodproducts@gmail.com | Website: www.hfpld.in

OPEN OFFER BY NILESH MALSHI SAVLA ("ACQUIRER 1") AND MEENA NILESH SAVLA ("ACQUIRER 2") (ACQUIRER 1 & ACQUIRER 2 HERINAFTER COLLECTIVELY REFERRED TO AS "ACQUIRERS") TO ACQUIRE UPTO 1,28,89,500 (ONE CRORE TWENTY EIGHT LAKH EIGHTY NINE THOUSAND FIVE HUNDRED) FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 1/- EACH FOR CASH AT A PRICE OF ₹ 1.12/- (RUPEE ONE AND PAISE TWELVE ONLY) INCLUDING INTEREST OF ₹ 0.12/- PER EQUITY SHARE ("OFFER PRICE"), PAYABLE IN CASH PER EQUITY SHARE AGGREGATING UPTO ₹ 1,44,36,240/- (RUPEES ONE CRORE FORTY FOUR LAKH THIRTY SIX THOUSAND TWO HUNDRED FORTY ONLY), TO THE PUBLIC SHAREHOLDERS OF RKD AGRI & RETAIL LIMITED ("TARGET COMPANY") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") ("OFFER" OR "OPEN OFFER").

This Offer Opening Public Announcement ("Offer Opening Public Announcement") should be read in continuation of and together with (a) the Public Announcement dated February 22, 2024 ("PA"); (b) the Detailed Public Statement published on February 28, 2024 in Financial Express (English) all editions, Jansatta (Hindi) all editions, Pratahkal (Marathi) Mumbai Edition - Being the regional language of Mumbai, where the Registered Office of the Target Company is located and the Stock Exchange where the equity shares of the Target Company are listed ("DPS"); (c) the Draft Letter of Offer dated March 05, 2024 ("DLOF") (d) the Letter of Offer dated June 18, 2024 ("LOF") along with Form of Acceptance is being issued by Saffron Capital Advisors Private Limited ("Manager to the Offer"), on behalf of the Acquirers in respect of the Open Offer.

This Offer Opening Public Announcement is being issued pursuant to Regulation 18(7) of the SEBI (SAST) Regulations, 2011 and pursuant to changes/amendments advised by SEBI vide its letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/19507/1 dated June 12, 2024 ("SEBI Letter"). This Offer Opening Public Announcement and Corrigendum is being published in all the newspapers in which the DPS was published.

Capitalised terms used but not defined in this Offer Opening Public Announcement and Corrigendum shall have the meaning assigned to such terms in the PA, DPS and/or LOF.

The shareholders of the Target Company are requested to kindly note the following:

- The Offer Price is ₹ 1.12/- (Rupee One and Paise Twelve only), including interest of ₹ 0.12/- (Twelve Paise Only) per Equity Share payable in cash. There has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph VII A (Justification for the Offer Price) beginning on page no. 22 of the LOF.
- The Committee of Independent Directors of the Target Company ("IDC") has recommended that the Offer is in line with the SEBI (SAST) Regulations, 2011 and the same is fair and reasonable. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations, 2011. The recommendations were unanimously approved by the Members of the IDC on June 25, 2024, and published on June 27, 2024 in the same newspapers in which the DPS was published. For further details, please see IDC recommendation as available on the website of SEBI at www.sebi.gov.in and on the website of BSE at www.bseindia.com.
- The Open Offer is a mandatory offer being made under 3(1), 3(2) and 3(3) and other applicable regulations of the SEBI (SAST) Regulations, 2011 to the Public Shareholders of the Target Company.
- The Open Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011. Further, there is no competing offer to this Open Offer. The Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- The LOF dated June 18, 2024, was dispatched through electronic mode and physical mode on June 21, 2024, to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, i.e. June 14, 2024. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer during the Tendering Period.
- Please note that a copy of the LOF along with Form of Acceptance and SH-4 is also available for downloading on the websites of the SEBI, the BSE Limited (BSE) and the Registrar to the Offer at www.sebi.gov.in, www.bseindia.com and www.purvashare.com respectively.
- Non-participating/non-availability of the Form of Acceptance does not preclude an Eligible Shareholder from participating in the Open Offer. Please see the manner of participating in the Open Offer described below in brief. Kindly note that the Open Offer is being implemented by the Acquirers through the stock exchange mechanism made available by BSE in the form of a separate window ("Acquisition Window") in accordance with SEBI (SAST) Regulations, 2011 other applicable SEBI circulars and guidelines issued by the BSE and the Indian Clearing Corporation Limited ("Clearing Corporation").
- The Eligible Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" on page no. 28 of the LOF in relation to inter alia the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein.

Instructions for Public Shareholders:

- In case of Public Shareholders holding Equity Shares in dematerialized form:** Eligible Shareholders who are holding Equity Shares in dematerialized form and who desire to tender their Equity Shares in the Open Offer, may do so through their respective selling broker(s). Eligible Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. The selling broker(s) would be required to mark lien on the tendered Equity Shares and thereafter place an order/bid on behalf of the Public Shareholder using the Acquisition Window of the BSE. Please also read detailed procedure described in paragraph IX at page no. 28 of the LOF.
 - In case of Public Shareholders holding Equity Shares in physical form:** Eligible Shareholders holding Equity Shares in physical form may participate in the Open Offer through the respective selling broker(s) by providing complete set of documents for verification procedure including (i) original share certificate(s); (ii) valid share transfer form(s) i.e. Form SH-4; (iii) duly filled in Form of Acceptance (in case the Public Shareholder has not received the Form of Acceptance, then he/she may make an application on plain paper duly signed by him/her, stating inter alia, full name, address, number of Equity Shares held, and number of Equity Shares being tendered); and (iv) such other documents described in paragraph IX at page no. 31 of the LOF. The selling broker shall place a bid using the Acquisition Window of the BSE and provide a Transaction Registration Slip ("TRS") to such Public Shareholder. The selling broker / Public Shareholder should thereafter deliver the original share certificate(s), Form SH-4 and such other documents described in paragraph IX at page no. 31 of the LOF to the Registrar to the Offer at the address mentioned in the LOF so that the same reaches the Registrar to the Offer no later than 5:00 PM Indian Standard Time ("IST") within 2 (two) days from the Offer Closing date i.e. Tuesday, July 16, 2024. Please also read and follow the detailed procedure described in paragraph IX at page no. 31 of the LOF. Please note that physical share certificates and other relevant documents should not be sent to the Acquirers, Target Company or the Manager to the Offer.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer ("DLOF") was submitted to SEBI on March 05, 2024. SEBI issued its observations on the DLOF vide its letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/19507/1 dated June 12, 2024. SEBI's observations have been incorporated in the LOF. This Offer Opening Public Announcement and Corrigendum also serves as a corrigendum to the DPS, and as required in terms of the SEBI Letter.
 - Material Updates:** Public Shareholders are requested to note the following material updates to the DLOF as included in the LOF in relation to the Open Offer:
 - Inclusion of audited financial statements as at year ended on March 31, 2024 at Paragraph VI Point No. 26.
 - Updated the Pre and Post Offer Shareholding Pattern of the Target Company Based on Voting Share Capital and on Emerging Voting Share Capital at Paragraph VI Point No. 27.
 - Updating of trading status of Equity Shares of Target Company in the LOF at Paragraph VI point No. 9 and Paragraph VII.A point No. 1.
 - Addition of Audited Financials of Target Company for the financial year ended March 31, 2024, March 31, 2023, and March 31, 2022 at Paragraph X – Documents for Inspection Section of the LOF.
 - The following confirmations were included in the LOF in relation to Acquirers:**
 - As on date of the LOF, no regulatory actions / administrative warnings / directions subsisting or proceedings are pending against the Acquirers/Promoters of the Target Company under the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") and Regulations made there under or by any other Regulator as on date this LOF at Paragraph V Point No. 3.4.
 - As on date of the LOF, no penalties levied by SEBI/RBI against the Promoters/Acquirers at Paragraph V Point No. 3.5.
 - The Acquirers confirmed that they are not connected with the public shareholders of the Target Company. Please note that, as on date the LOF, the Acquirers are the Promoters and control the management of the Target Company at Paragraph V Point No. 3.8.
 - The following confirmations were included in the LOF in relation to Target Company:**
 - The bifurcation of Equity Shares allotted by the Board of Directors of the Target Company on May 05, 2023 and February 10, 2024 as on date the LOF at Paragraph VI, Point No. 10.
 - As on the date of the Letter of Offer, the shareholding in the Target Company of the directors of the Target Company at Paragraph VI, Point No. 15.
 - As on date of the LOF, no regulatory actions / administrative warnings / directions subsisting or proceedings are pending against the Target Company, under the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") and Regulations made there under or by any other Regulator at Paragraph VI, Point No. 19.
 - As on date of the LOF, there are no depository receipts of the shares issued in foreign countries by the Target Company at Paragraph VI, Point No. 20.
 - The Target Company has confirmed that it has not filed any report under Regulation 10(7) of the SEBI (SAST) Regulations, 2011 at Paragraph VI, Point No. 21.
 - As on date of the LOF, no penalties levied by SEBI/RBI against the Target Company at Paragraph VI, Point No. 22.
 - Except the acquisition(s) of 1,20,00,000 (One Crore Twenty Lakh) Equity Shares, upon exercise of option for conversion of warrants, by Acquirer 1 on February 10, 2023 and 1,67,00,000 (One Crore Sixty Seven Lakh) Equity Shares, upon exercise of option for conversion of warrants, by Acquirer 1 on February 10, 2024, there were no acquisition(s) by the present promoters of the Target Company from the expiry of the previous open offer in the financial year 2017-2018 to 2023-24 that triggered an open offer under the SEBI (SAST) Regulations, 2011 at Paragraph VI, Point No. 23.
 - Status of Statutory and Other Approvals:** As on the date, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete this Offer. However, in case of any such statutory approvals are required by the Acquirers at a later date before the expiry of the tendering period, this Offer shall be subject to such approvals and the Acquirers shall make the necessary applications for such statutory approvals. Please also refer to paragraph VIII on page no. 27 of the LOF for further details.
 - Schedule of Major Activities of the Offer:**

Major Activities	Original Schedule (Day and Date)	Revised Schedule (Day and Date) ^(a)
Public Announcement (PA)	Thursday, February 22, 2024	Thursday, February 22, 2024
Publication of DPS in the newspapers	Wednesday, February 28, 2024	Wednesday, February 28, 2024
Last date for filing of draft letter of offer with SEBI	Wednesday, March 06, 2024	Wednesday, March 06, 2024
Last date for public announcement of competing offer(s) ⁽²⁾	Thursday, March 21, 2024	Thursday, March 21, 2024
Last date for receipt of comments from SEBI on Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Open Offer)	Monday, April 01, 2024	Wednesday, June 12, 2024 ⁽¹⁾
Identified Date ⁽³⁾ for determining shareholders to whom LOF shall be sent	Wednesday, April 03, 2024	Friday, June 14, 2024
Last date by which the Letter of Offer to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Friday, April 12, 2024	Monday, June 24, 2024
Last date for upward revision of the Offer Price and/or Offer Size	Thursday, April 18, 2024	Thursday, June 27, 2024
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	Thursday, April 18, 2024	Thursday, June 27, 2024
Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Friday, April 19, 2024	Friday, June 28, 2024
Date of commencement of the Tendering Period ("Offer Opening Date")	Monday, April 22, 2024	Monday, July 01, 2024
Date of closure of the Tendering Period ("Offer Closing Date")	Monday, May 06, 2024	Friday, July 12, 2024
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	Monday, May 20, 2024	Monday, July 29, 2024

- Notes:**
- Actual date of receipt of SEBI Observation Letter on DLOF.
 - There is no competing offer to this offer.
 - Identified Date is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the equity shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, the Promoters, the parties to the Share Purchase Agreement and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.
 - Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
 - The Acquirers, severally and jointly, accept the responsibility for the information contained in this Offer Opening Public Announcement and Corrigendum (other than the information pertaining to the Target Company, which has been obtained from publicly available sources or provided by the Target Company) and also for the obligations of the Acquirers as laid down in the SEBI (SAST) Regulations, 2011 in respect of the Open Offer.
 - This Offer Opening Public Announcement and Corrigendum would also be available on the website of SEBI at www.sebi.gov.in and on the website of Manager to the Offer at www.saffronadvisor.com.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS	REGISTRAR TO
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उत्तराखण्ड पुलिस ने किया तिहरे हत्याकांड का खुलासा

दो बेटियों समेत महिला की हत्या कर नाले में फेंका था शव

देहरादून, 27 जून (जनसत्ता)।

उत्तराखण्ड पुलिस ने गुरुवार को उत्तर प्रदेश के बिजनौर जिले के एक व्यक्ति को गिरफ्तार करते हुए दावा किया कि देहरादून के पटेलनगर क्षेत्र के बड़ोवाला में बरामद हुए एक

शिशु सहित तीन लोगों के शव एक ही परिवार के थे और कथित अवैध संबंधों के चलते इस तिहरे हत्याकांड को अंजाम दिया गया। पुलिस ने बताया कि बिजनौर जिले का हत्यारोपी हसीन तलाकशुदा है जिसे गिरफ्तार कर लिया गया है। पुलिस को जांच में पता चला कि

बिजनौर के एक थाना क्षेत्र में एक महिला और उसकी बच्चियां लापता हैं। पृष्ठछाछ में आरोपी ने बताया है कि रेशमा से उसका प्रेम प्रसंग था। कुछ दिनों से वह शादी का दबाव बना रही थी। आरोपी ने कहा कि छुटकारा पाने के लिए उसने रेशमा और उसके बच्चों की हत्या कर दी।

(THIS IS ONLY AN ADVERTISEMENT FOR INFORMATION PURPOSES AND NOT A PROSPECTUS ANNOUNCEMENT. NOT FOR DISTRIBUTION OUTSIDE INDIA.)



VISAMAN GLOBAL SALES LIMITED

Corporate Identification Number: U24311GJ2019PLC108862

Our Company was originally incorporated on June 27, 2019 as "Visaman Global Sales Limited" under the provisions of the Companies Act, 2013 with the Registrar of Companies, Central Registration Centre having registration office at C/o. Jain Traders, 8, Sorathiawadi near Narmada, 80 Feet Road, Rajkot, Gujarat- 360002, India. The Corporate Identification Number of our Company is U24311GJ2019PLC108862.

Registered Office: C/o. Jain Traders, 8, Sorathiawadi Near Narmada, 80 Feet Road, Rajkot - 360002, Gujarat, India.

Tel.: +91 90237 30627 | E-mail: cs@visamanglobalsales.com | Website: https://visamanglobalsales.com/

Contact Person: Ms. Rawal Ankita Harsh, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: MR. MITULKUMAR SURESHCHANDRA VASA, MR. SURESHCHANDRA GULABCHAND VASA, MS. AVNI M. VASA, MS. ILABEN SURESHCHANDRA VASA AND MR. KULAR BRIJESH N.

"The Issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on Emerge Platform of NSE (NSE EMERGE)."

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING OF 37,32,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") OF VISAMAN GLOBAL SALES LIMITED ("VISAMAN" OR "OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹43/- PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹33/- PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO ₹1,604.76 LAKHS ("THE ISSUE") OF WHICH 1,92,000 EQUITY SHARES AGGREGATING TO ₹82.56 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 35,40,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT AN ISSUE PRICE OF ₹43/- PER EQUITY SHARE AGGREGATING TO ₹1,522.20 LAKHS ("NET ISSUE"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.02% AND 25.63% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER TO CHAPTER TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 275 OF THE PROSPECTUS.

THE FACE VALUE OF THE EQUITY SHARE IS ₹10/- AND THE ISSUE PRICE IS 4.3 TIMES OF THE FACE VALUE.

ISSUE OPENED ON: MONDAY, JUNE 24, 2024 AND ISSUE CLOSED ON: WEDNESDAY, JUNE 26, 2024

RISK TO INVESTORS:

1. Our Equity Shares have never been publicly traded, and may experience price and volume fluctuations following the completion of the Issue. Further, our Equity Shares may not result in an active or liquid market and the price of our Equity Shares may be volatile and you may be unable to resell your Equity Shares at or above the Issue Price or at all.

2. The average cost of acquisition of Equity Shares by our Promoters is set forth in the table below:

Sr. No.	Name of the Promoters	No of Equity Shares held	Average cost of Acquisition (in ₹)
1.	Mr. Mitulkumar Sureshchandra Vasa	36,28,800	7.29
2.	Mr. Sureshchandra Gulabchand Vasa	51,40,800	7.29
3.	Ms. Avni M. Vasa	6,04,800	7.29
4.	Ms. Ilaben Sureshchandra Vasa	7,05,392	7.29
5.	Mr. Kular Brijesh N.	69	7.46

Investors are required to refer section titled "Risk Factors" beginning on page 27 of the Prospectus

Our Company has filed the Prospectus dated June 18, 2024 with the ROC, Ahmedabad (the "Prospectus"). The Equity Shares of the Company are proposed to be listed on the SME Platform of National Stock Exchange of India Limited i.e. NSE Emerge, in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an In-Principle approval from NSE for the listing of the Equity Shares pursuant to letter dated June 13, 2024. NSE is the Designated Stock Exchange for the purpose of this Issue. The trading is to be commenced on July 01, 2024 (Subject to receipt of listing and trading approvals from the NSE).

The Issue is being made through the Fixed Price process, the allocation in the Net Issue to the Public category is made pursuant to Regulation 253(2) of the SEBI (ICDR) Regulations, 2018, as amended from time to time, wherein a minimum of 50% of the Net Issue of shares to the Public is initially made available for allotment to Retail Individual Investors. The balance of Net Issue of Shares to the public is made available for allotment to Individual Applicants other than Retail Individual Investors and other Investors, including Corporate Bodies / Institutions irrespective of number of shares applied for. If the Retail Individual Investor category is entitled to more than 50% on proportionate basis, they shall be allotted that higher percentage. Under subscription, if any, in any of the categories, would be allowed to be met with spill-over from any of the other categories or a combination of categories at the discretion of our Company in consultation with the Lead Manager and the Designated Stock Exchange. Such inter-se spill over, if any, would be affected in accordance with applicable laws, rules, regulations and guidelines. All potential investors shall participate in the Issue only through an Application Supported by Blocked Amount ("ASBA") process including through UPI mode (as applicable) by providing details of the respective bank accounts and / or UPI IDs, in case of Rits, if applicable, which will be blocked by the Self Certified Syndicate Banks ("SCSBs") for the same.

SUBSCRIPTION DETAILS

The Net Issue has received 33,728 applications before technical rejections for 14,11,74,000 Equity Shares resulting in 39.88 times subscription. The details of the applications received in the Net Issue (before and after technical rejections & withdrawal) are as follows:

Detail of the Applications Received:

Category	Gross		Less: Rejections*		Valid	
	Applications	Equity Shares	Applications	Equity Shares	Applications	Equity Shares
Non-Retail Investors	3,264	4,97,82,000	42	3,45,000	3,222	4,94,37,000
Retail Individual Investors	30,464	9,13,92,000	386	11,58,000	30,078	9,02,34,000
Total	33,728	14,11,74,000	428	15,03,000	33,300	13,96,71,000

*This includes 37 applications for 1,11,000 equity shares from Retail investors which were not in book but excludes bids (UPI mandates) not accepted by investors. Note:

1. The Net Issue does not include 1,92,000 Equity Shares reserved for Market Maker, which was subscribed by 1.00 time.
2. There were 428 Technical Rejections for 15,03,000 Equity Shares. The Basis of Allotment was finalised in consultation with the Designated Stock Exchange - NSE on June 27, 2024.

A) Allocation to Market Maker (After Technical Rejections & Withdrawals): The Basis of Allotment to the Market Maker, at the Issue Price of ₹ 43/- per Equity Share, was finalised in consultation with NSE. The category was subscribed by 1.00 time. The total number of shares allotted in this category is 1,92,000 Equity Shares. The category-wise details of the Basis of Allotment are as under:

No. of Shares Applied for	No. of Applications Received	% to Total	Total No. of Shares Applied	% to Total	Allocation per Applicant	Ratio of Allottees to the Applicant	Total No. of Shares Allotted	% to Total
1,92,000	1	100.00	1,92,000	100.00	1,92,000	1:1	1,92,000	100.00

B) Allocation to Retail Individual Investors (After Technical Rejections & Withdrawals): The Basis of Allotment to the Retail Individual Investors, at the Issue Price of ₹ 43/- per Equity Share, was finalised in consultation with NSE. Pursuant to Regulation 253(2) of the SEBI (ICDR) Regulations, 2018, the total number of shares allotted in this category is 22,89,000 Equity Shares. The category was subscribed by 39.42 times. The category-wise details of the Basis of Allotment are as under:

No. of Shares Applied for	No. of Applications Received	% to Total	Total No. of Shares Applied	% to Total	Allocation per Applicant Before Rounding off	Allocation per Applicant After Rounding off	Ratio of Allottees to the Applicant	Total No. of Shares Allotted	% to Total
3,000	30,078	100.00	9,02,34,000	100.00	76.10	3000	5	197	22,89,000

C) Allocation to Other than Retail Category (After Technical Rejections & Withdrawals): The Basis of Allotment to the Non-Retail Investors, at the Issue Price of ₹ 43/- per Equity Share, was finalised in consultation with NSE. Pursuant to Regulation 253(2) of the SEBI (ICDR) Regulations, 2018, the total number of shares allotted in this category is 12,51,000 Equity Shares. The category was subscribed by 39.52 times. The category-wise details of the Basis of Allotment are as under:

No. of Shares applied for (Category wise)	Number of applications received	% to total	Total No. of Shares applied in each category	% to total	Proportionate shares available	Allocation per Applicant Before Rounding off	Allocation per Applicant After Rounding off	Ratio of Allottees to the Applicant	Total No. of shares allocated/ allotted	
6,000	2411	74.83	1,44,66,000	29.26	3,66,060	151.83	3000	4	79	3,66,000
9,000	199	6.18	17,91,000	3.62	45,321	227.74	3000	15	199	45,000
12,000	86	2.67	10,32,000	2.09	26,115	303.66	3000	9	86	27,000
15,000	86	2.67	12,90,000	2.61	32,643	379.57	3000	11	86	33,000
18,000	45	1.40	8,10,000	1.64	20,497	455.49	3000	7	45	21,000
21,000	32	0.99	6,72,000	1.36	17,005	531.41	3000	6	32	18,000
24,000	133	4.13	31,92,000	6.46	80,773	607.32	3000	27	133	81,000
27,000	16	0.50	4,32,000	0.87	10,932	683.25	3000	4	16	12,000
30,000	52	1.61	15,60,000	3.16	39,476	759.15	3000	13	52	39,000
33,000	17	0.53	5,61,000	1.13	14,196	835.06	3000	5	17	15,000
36,000	10	0.31	3,60,000	0.73	9,110	911.00	3000	3	10	9,000
39,000	7	0.22	2,73,000	0.55	6,908	986.86	3000	2	7	6,000
42,000	4	0.12	1,68,000	0.34	4,251	1062.75	3000	1	4	3,000
45,000	8	0.25	3,60,000	0.73	9,110	1138.75	3000	3	8	9,000
48,000	9	0.28	4,32,000	0.87	10,932	1214.67	3000	4	9	12,000

The Board of Directors of the Company at its meeting held on June 27, 2024, has taken on record the Basis of Allotment of Equity Shares, as approved by the Designated Stock Exchange viz. NSE and has authorized the corporate action for the allotment of the Equity Shares to various successful applicants.

The CAN and allotment advice and / or notices shall be dispatched to the address of the investors as registered with the depositories on or before June 28, 2024. Further, the instructions to Self-Certified Syndicate Banks for unblocking of funds will process on or prior to June 28, 2024. The Equity Shares allotted to successful applicants are being credited to their beneficiary accounts subject to validation of the account details with the depositories concerned. In case the same is not received within prescribed time, investors may contact the Registrar to the Issue at the address given below. The Company is taking steps to get the Equity Shares admitted for trading on the Emerge Platform of NSE within 3 working days from the Closure of the Issue. The trading is proposed to be commenced on July 01, 2024 subject to receipt of listing and trading approvals from NSE.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus dated June 18, 2024 ("Prospectus").

INVESTORS, PLEASE NOTE

The details of the allotment made has been hosted on the website of the Registrar to the Issue, Link Intime India Private Limited at www.linkintime.co.in.

All future correspondence in this regard may kindly be addressed to the Registrar to the Issue quoting full name of the First/ Sole Applicant, Serial number of the Application Form, Number of Shares Applied for and Bank Branch where the Application had been lodged and payment details at the address given below:

LINK INTIME INDIA PRIVATE LIMITED

C-101, 247 Park, L B S Marg, Vikhroli (West),

Mumbai - 400083, Maharashtra, India.

Telephone: +91 - 8108114949

E-mail: visamanglobal.smeipo@linkintime.co.in

Investor grievance E-mail: visamanglobal.smeipo@linkintime.co.in

Website: www.linkintime.co.in

Contact Person: Mr. Shanti Gopalkrishnan

SEBI Registration No.: INR000004058

For VISAMAN GLOBAL SALES LIMITED

On Behalf of the Board of Directors

Sd/-

Mr. Mitulkumar Sureshchandra Vasa

Chairman and Managing Director

DIN: 07789750

Place: Gujarat

Date: June 27, 2024

LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARE ON LISTING OR THE BUSINESS PROSPECTS OF VISAMAN GLOBAL SALES LIMITED.

Visaman Global Sales Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make a Public Issue of its Equity Shares and has filed Prospectus with the Registrar of Companies, on June 18, 2024. The Prospectus is available on websites of the Company, the NSE and the Lead Manager at visamanglobalsales.com, www.nseindia.com, www.shreni.in respectively. Applicants should note that investment in equity shares involves a high-risk and for details relating to the same, see the Prospectus, including section titled "Risk Factors" beginning on page 27 of the Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") and applicable U.S. state securities laws. Accordingly, the Equity Shares are offered or sold (i) within the United States to persons reasonably believed to be qualified institutional investors (as defined in Rule 144A under the U.S. Securities Act) and (ii) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and applicable laws of the jurisdiction where such offers and sales occur.

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OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

RKD AGRI & RETAIL LIMITED

Corporate Identification Number (CIN): L15400MH1986PLC316001

Registered Office: - 52, Rayfreda Building, Junction of Mahakali Caves, Holy Family Church, Chakala MIDC, Mumbai-400093, Maharashtra, India.

Tel: +91 22-4801 8788 / +91 93241 93925 | Email: himachulifoodproducts@gmail.com | Website: www.hfpltd.in

OPEN OFFER BY NILESH MALSHI SAVLA ("ACQUIRER 1") AND MEENA NILESH SAVLA ("ACQUIRER 2") (ACQUIRER 1 & ACQUIRER 2 HEREINAFTER COLLECTIVELY REFERRED TO AS "ACQUIRERS") TO ACQUIRE UPTO 1,28,89,500 (ONE CRORE TWENTY EIGHT LAKH EIGHTY NINE THOUSAND FIVE HUNDRED) FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 1/- EACH FOR CASH AT A PRICE OF ₹ 1.12/- (RUPEE ONE AND PAISE TWELVE ONLY) INCLUDING INTEREST OF ₹ 0.12/- PER EQUITY SHARE ("OFFER PRICE"), PAYABLE IN CASH PER EQUITY SHARE AGGREGATING UPTO ₹ 1,44,36,240/- (RUPEES ONE CRORE FORTY FOUR LAKH THIRTY SIX THOUSAND TWO HUNDRED FORTY ONLY), TO THE PUBLIC SHAREHOLDERS OF RKD AGRI & RETAIL LIMITED ("TARGET COMPANY") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") ("OFFER" OR "OPEN OFFER").

This Offer Opening Public Announcement ("Offer Opening Public Announcement") should be read in continuation of and together with (a) the Public Announcement dated February 22, 2024 ("PA"); (b) the Detailed Public Statement published on February 28, 2024 in Financial Express (English) all editions, Jansatta (Hindi) all editions, Pratahkal (Marathi) Mumbai Edition - Being the regional language of Mumbai, where the Registered Office of the Target Company is located and the Stock Exchange where the equity shares of the Target Company are listed ("DPS"); (c) the Draft Letter of Offer dated March 05, 2024 ("DLOF"); (d) the Letter of Offer dated June 18, 2024 ("LOF") along with Form of Acceptance is being issued by Saffron Capital Advisors Private Limited ("Manager to the Offer"), on behalf of the Acquirers in respect of the Open Offer.

This Offer Opening Public Announcement is being issued pursuant to Regulation 18(7) of the SEBI (SAST) Regulations, 2011 and pursuant to changes/amendments advised by SEBI vide its letter bearing reference No. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/19507/1 dated June 12, 2024 ("SEBI Letter"). This Offer Opening Public Announcement and Corrigendum is being published in all the newspapers in which the DPS was published.

Capitalised terms used but not defined in this Offer Opening Public Announcement and Corrigendum shall have the meaning assigned to such terms in the PA, DPS and/ or LOF.

The shareholders of the Target Company are requested to kindly note the following:

- The Offer Price is ₹ 1.12/- (Rupee One and Paise Twelve only), including interest of ₹ 0.12/- (Twelve Paise Only) per Equity Share payable in cash. There has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph VII A (Justification for the Offer Price) beginning on page no. 22 of the LOF.
- The Committee of Independent Directors of the Target Company ("IDC") has recommended that the Offer is in line with the parameters prescribed by SEBI (SAST) Regulations, 2011 and the same is fair and reasonable. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI (SAST) Regulations, 2011. The recommendations were unanimously approved by the Members of the IDC on June 25, 2024, and published on June 27, 2024 in the same newspapers in which the DPS was published. For further details, please see IDC recommendation as available on the website of SEBI at www.sebi.gov.in and on the website of BSE at www.bseindia.com.
- The Open Offer is a mandatory offer being made under 3(1), 3(2) and 3(3) and other applicable regulations of the SEBI (SAST) Regulations, 2011 to the Public Shareholders of the Target Company.
- The Open Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011. Further, there is no competing offer to this Open Offer. The Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- The LOF dated June 18, 2024, was dispatched through electronic mode and physical mode on June 21, 2024, to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, i.e. June 14, 2024. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer during the Tendering Period.
- Please note that a copy of the LOF along with Form of Acceptance and SH-4 is also available for downloading on the websites of the SEBI, the BSE Limited (BSE) and the Registrar to the Offer at www.sebi.gov.in, www.bseindia.com and www.purvashare.com respectively.
- Non-receipt/ non-availability of the Form of Acceptance does not preclude an Eligible Shareholder from participating in the Open Offer. Please see the manner of participating in the Open Offer described below in brief. Kindly note that the Open Offer is being implemented by the Acquirers through the stock exchange mechanism made available by BSE in the form of a separate window ("Acquisition Window") in accordance with SEBI (SAST) Regulations, 2011 other applicable SEBI circulars and guidelines issued by the BSE and the Indian Clearing Corporation Limited ("Clearing Corporation").
- The Eligible Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" on page no. 28 of the LOF in relation to inter alia the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein.

Instructions for Public Shareholders:

- In case of Public Shareholders holding Equity Shares in dematerialized form: Eligible Shareholders who are holding Equity Shares in dematerialized form and who desire to tender their Equity Shares in the Open Offer, may do so through their respective selling broker(s). Eligible Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. The selling broker(s) would be required to mark lien on the tendered Equity Shares and thereafter place an order/bid on behalf of the Public Shareholder using the Acquisition Window of the BSE. Please also read detailed procedure described in paragraph IX at page no. 28 of the LOF.
- In case of Public Shareholders holding Equity Shares in physical form: Eligible Shareholders holding Equity Shares in physical form may participate in the Open Offer through the respective selling broker(s) by providing complete set of documents for verification procedure including (i) original share certificate(s); (ii) valid share transfer form(s) i.e. Form SH-4; (iii) duly filled in Form of Acceptance (in case the Public Shareholder has not received the Form of Acceptance, then he/she may make an application on plain paper duly signed by him/her, stating inter alia, full name, address, number of Equity Shares held, and number of Equity Shares held (tendered); and (iv) such other documents described in paragraph IX at page no. 31 of the LOF. The selling broker shall place a bid using the Acquisition Window of the BSE and provide a Transaction Registration Slip ("TRS") to such Public Shareholder. The selling broker / Public Shareholder should thereafter deliver the original share certificate(s), Form SH-4 and such other documents described in paragraph IX at page no. 31 of the LOF to the Registrar to the Offer at the address mentioned in the LOF so that the same reaches the Registrar to the Offer no later than 5:00 PM Indian Standard Time ("IST") within 2 (Two) days from the Offer Closing date i.e. Tuesday, July 16, 2024. Please also read and follow the detailed procedure described in paragraph IX at page no. 31 of the LOF. Please note that physical share certificates and other relevant documents should not be sent to the Acquirers, Target Company or the Manager to the Offer.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer ("DLOF") was submitted to SEBI on March 05, 2024. SEBI issued its observations on the DLOF vide its letter bearing reference No. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/19507/1 dated June 12, 2024. SEBI's observations have been incorporated in the LOF. This Offer Opening Public Announcement and Corrigendum also serves as a corrigendum to the DPS, and as required in terms of the SEBI Letter.
- Material Updates: Public Shareholders are requested to note the following material updates to the DLOF as included in the LOF in relation to the Open Offer:
 - Inclusion of audited financial statements as at year ended on March 31, 2024 at Paragraph VI Point No.26.
 - Updated the Pre and Post Offer Shareholding Pattern of the Target Company Based on Voting Share Capital and on Emerging Voting Share Capital at Paragraph VI Point No.27.
 - Updating of trading status of Equity Shares of Target Company in the LOF at Paragraph VI point No. 9 and Paragraph VII A point No. 1.
 - Addition of Audited Financials of Target Company for the financial year ended March 31, 2024, March 31, 2023, and March 31, 2022 at Paragraph X - Documents for Inspection Section of the LOF.

The following confirmations were included in the LOF in relation to Acquirers:

- As on date of the LOF, no regulatory actions / administrative warnings / directions subsisting or proceedings are pending against the Acquirers/Promoters of the Target Company under the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") and Regulations made there under or by any other Regulator as on date this LOF at Paragraph V Point No.3.4.
 - As on date of the LOF, no penalties levied by SEBI/RBI against the Promoters/Acquirers at Paragraph V Point No.3.5.
 - The Acquirers confirmed that they are not connected with the public shareholders of the Target Company. Please note that, as on date the LOF, the Acquirers are the Promoters and control the management of the Target Company at Paragraph V Point No.3.8.
- The following confirmations were included in the LOF in relation to Target Company:
- The bifurcation of Equity Shares allotted by the Board of Directors of the Target Company on May 05, 2023 and February 10, 2024 as on date the LOF at Paragraph VI Point No. 10.
 - As on date of the Letter of Offer, the shareholding in the Target Company of the directors of the Target Company at Paragraph VI Point No. 15.
 - As on date of the LOF, no regulatory actions / administrative warnings / directions subsisting or proceedings are pending against the Target Company, under the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") and Regulations made there under or by any other Regulator at Paragraph VI Point No. 19.
 - As on date of the LOF, there are no depository receipts of the shares issued in foreign countries by the Target Company at Paragraph VI Point No. 20.
 - The Target Company has confirmed that it has not filed any report under Regulation 10(7) of the SEBI (SAST) Regulations, 2011 at Paragraph VI Point No. 21.
 - As on date of the LOF, no penalties levied by SEBI/RBI against the Target Company at Paragraph VI Point No. 22.
 - Except the acquisition(s) of 1,20,00,000 (One Crore Twenty Lakh)

महारेराने घेतला हा पदनिर्देशित खाते निर्मितीचा निर्णय

एकाच बँकेत ३ स्वतंत्र खाती उघडणे १ जुलैपासून बंधनकारक



मुंबई, दि. २७ (प्रतिनिधी) : सध्या घरखरेदीदाराला सदनिकेची नोंदणी करताना सदनिके शिवाय पाकिंग, क्लब, मनोरंजन केंद्र किंवा अशा विविध सोयी सुविधांसाठी किंवा तत्सम वेगवेगळ्या कारणांसाठी गृहनिर्माण प्रकल्पाचे प्रवर्तक सांगतील त्या वेगवेगळ्या नावाने धनादेश द्यावे लागतात. परिणामी घरखरेदीदाराने सदनिका नोंदणी आणि तत्सम बाबींसाठी प्रवर्तकाला एकूण किती पैसे दिले, हे एकत्रितपणे कुठेच दिसत नाही. स्थावर संपदा अधिनियमानुसार ग्राहकांकडून आलेल्या रकमेपैकी, त्या प्रकल्पाचे बांधकाम आणि भूखंडासाठी लागणारी ७० टक्के रक्कम स्वतंत्र खात्यात ठेवणे आवश्यक आहे. असे असताना मूळ घरखरेदीदारांकडून आलेल्या रकमेचा हिशोबच उपलब्ध नसल्याने या त्रुटीचा गैरफायदा घेतला जात असल्याचे

व्यवहारत अंगभूत शिस्त निर्माण होईल. यासाठी महारेराने ग्राहकांकडून आलेल्या सर्व पैशांसाठी विकासकांनी 'महारेरा पदनिर्देशित संकलन खाते प्रकल्पाची जमीन आणि बांधकामांसाठी ७० टक्के रकमेचे ' महारेरा पदनिर्देशित विभक्त खाते

आणि विकासकाच्या ३०% रकमेसाठी ' महारेरा पदनिर्देशित व्यवहार खाते'अशी एकाच बँकेत ३ स्वतंत्र खाती उघडणे १ जुलैपासून बंधनकारक करण्याचा निर्णय घेतलेला असून याबाबतचे परिपत्रक जारी केले आहे.

जाहीर सूचना

माझे अशील शैलेश ब्रवण सातपुते यांच्या वतीने देण्यात येते की, सदर वृत्तपत्र सूचना मार्फत अयोहस्ताक्षरित यांना याद्वारे माझे अशील हे फ्लॅट क्र. ४०१ (२ बेड रूम टाईप) चौथा मजला, स्पॅन्डर, ग्रोन हिल्स सीएचएसएल, गोदेज हिल मोजमाफित चर्टई क्षेत्रफळ ६४.७५ चौसर मीटर/६९७ चौसर मीटर अंदाजे बिल्ट अप क्षेत्रफळ ७७.७३ चौ. मीटर सहज क्रमांक ६/१, ६/१९ भाग, १३/१७, गाव बरचे, कल्याण डोंबिवली महानगरपालिका मंडळाच्या मर्यादित, कल्याण पश्चिम, जिल्हा ठाणे राज्य :महाराष्ट्र भारत येथील मालमत्ता.

माझे म्हणणे आहे की, शेअर प्रमाणपत्र क्र. १६३, धारक विभिन्न क्रमांक १६२१ ते १६३० संबंधात फ्लॅट क्रमांक स्लॅंडर ४०१ दि. २६ जानेवारी, २०१३ रोजी जारी केले होते. मूळ शेअर प्रमाणपत्र ग्रीन हिल्स को-ऑपरेटिव्ह हाउसिंग सोसायटी मार्फत जारी केले होते ते महाळ/ हक्कते आहेत.

माझे अशील यांनी प्रतिज्ञापत्र योग्य प्राधिकरण समक्ष दाखल केले आहे व पोलीस तक्रार खडकपाडा पोलीस स्टेशन, कल्याण पश्चिम दि. २३.०६.२०२४ अंतर्गत तक्रार क्रमांक ६४५/२०२४ अंतर्गत दाखल केली होती.

सदर वृत्तपत्र सूचना सोसायटीस स्विकृत झाल्यानंतर कोणत्याही प्रकारे कायद्या अनुसार माझ्या नावे ड्युप्लिकेट प्रमाणपत्र जारी केले जाईल.

सदर वृत्तपत्र सूचना भविष्यात बोनाफाईड खरेदीदार यांचे हक्क स्पष्ट करण्यास देण्यात येत आहे.

सदर वृत्तपत्र सूचना बँक रिलीज करत आहे व कोणत्याही दायित्वांच्या आधारावर सोसायटीद्वारे जारी ड्युप्लिकेट शेअर प्रमाणपत्रांवर भविष्यातील बोनाफाईड समासद म्हणून जारी करण्यात येईल.

आक्षेप, काही असल्यास पुराव्यासह लेखी स्वरूपात सदर जाहीर सूचना जारी केल्याच्या तारखेपासून १५ दिवसांच्या आत माझे कार्यालय येथे खालील पत्त्यावर ७.०० ते ९.०० दरम्यान करावी.

ठिकाण : कल्याण
दिनांक : २८.०६.२०२४
पत्ता : ३, अंभर निवास, सिंडीकेट, सुरवाड रोड, बकील भत एच. पारवांनी कल्याण (प) - पिन कोड ४२१ ३०१.

सही/-
बकील भत एच. पारवांनी
संपर्क - ९०२९८११६७०

जाहीर सूचना

आम जनसे सृचित करण्यात येते की, माझे अशील श्री. रजनीकांत बाबुभाई जाधव, सध्याचे परिपुत्र व कायदेशीर मालक असून ते रहिवासी फ्लॅट क्षेत्रफळ मोजमाफित २०० चौ. फूट, फ्लॅट क्र. ए-७, १ ला मजला, किर्लोस कुंज सीएचएसएल लि., जीवज विकास केंद्र मार्ग, कोळ-डोंगरी, विले पार्ले (पूर्व), मुंबई ४०० ०७७ (संदर्भित सदर फ्लॅट) येथील वसाहती, ताबाधारक व योग्य/ अधिकारी आहेत व त्यांनी कायदेशीर वारस अविहतीलून मार्फत पूर्वीचे आवंटी/ मालक वडील दिवंगत बाबुभाई कांजी जाधव यांच्याकडून ताब्यात घेतला (त्यांचा मृत्यू दि. २३.०७.१९९९ रोजी झाला होता कॅम्पेट व लिटिग करार अन्य कायदेशीर वारस समासद कुटुंबातील व सध्याचे धारक आहेत) व ते स्पष्ट व हक्क त्यांच्याकडे आहेत.

आता ते सदर मालमतेसह इच्छुक पक्षकार यांना विक्री/हस्तांतरण मार्फत व्यवहार करण्यास इच्छुक आहेत व जर कोणाही व्यक्तीस सदर फ्लॅट संबंधात कोणतेही दावे, मागण्या, आक्षेप, खटला असल्यास त्यांनी कृपया पुढे यावे व हक्क पेशर्स दाखवावे व सदर सूचनेच्या प्रसिद्धी पासून १४ दिवसांच्या आत सूचित करावे अन्यथा नंतर माझे अशील व्यवहार करण्यास मनु असतील.

ठिकाण : मुंबई
 दि. २८.०६.२०२४

सही/-
बकील एम. के. दुबे
 मानव विकास मित्र इन्डिया,
 सुभाष नगर २, एमआयडीसी, अंधेरी पूर्व,
 मुंबई ४०० ०९३. **संपर्क क्र. ९८१९२८३२९१**

जाहीर सूचना

आम जनसे सृचित करण्यात येते की, माझे अशील श्री. रजनीकांत बाबुभाई जाधव, सध्याचे परिपुत्र व कायदेशीर मालक असून ते रहिवासी फ्लॅट क्षेत्रफळ मोजमाफित २०० चौ. फूट, फ्लॅट क्र. ए-७, १ ला मजला, किर्लोस कुंज सीएचएसएल लि., जीवज विकास केंद्र मार्ग, कोळ-डोंगरी, विले पार्ले (पूर्व), मुंबई ४०० ०७७ (संदर्भित सदर फ्लॅट) येथील वसाहती, ताबाधारक व योग्य/ अधिकारी आहेत व त्यांनी कायदेशीर वारस अविहतीलून मार्फत पूर्वीचे आवंटी/ मालक वडील दिवंगत बाबुभाई कांजी जाधव यांच्याकडून ताब्यात घेतला (त्यांचा मृत्यू दि. २३.०७.१९९९ रोजी झाला होता कॅम्पेट व लिटिग करार अन्य कायदेशीर वारस समासद कुटुंबातील व सध्याचे धारक आहेत) व ते स्पष्ट व हक्क त्यांच्याकडे आहेत.

आता ते सदर मालमतेसह इच्छुक पक्षकार यांना विक्री/हस्तांतरण मार्फत व्यवहार करण्यास इच्छुक आहेत व जर कोणाही व्यक्तीस सदर फ्लॅट संबंधात कोणतेही दावे, मागण्या, आक्षेप, खटला असल्यास त्यांनी कृपया पुढे यावे व हक्क पेशर्स दाखवावे व सदर सूचनेच्या प्रसिद्धी पासून १४ दिवसांच्या आत सूचित करावे अन्यथा नंतर माझे अशील व्यवहार करण्यास मनु असतील.

ठिकाण : मुंबई
 दि. २८.०६.२०२४

सही/-
बकील एम. के. दुबे
 मानव विकास मित्र इन्डिया,
 सुभाष नगर २, एमआयडीसी, अंधेरी पूर्व,
 मुंबई ४०० ०९३. **संपर्क क्र. ९८१९२८३२९१**

जाहीर सूचना

सूचना याद्वारे देण्यात येते की, माझे अशील श्रीम. मधुमती रविंद्र साठवी हे दिवंगत श्री. रविंद्र गोविंद साठवी यांचे कायदेशीर वारस आहेत व सदर त्यांचा फ्लॅट क्र. ००६, इमारत क्र. २०, ओम शिवतीर्थ को-ऑप. हा., कैलास नगर, अंबरनाथ पूर्व, ता.लुका अंबरनाथ, जिल्हा ठाणे, सहज क्र. ३७/२, ३७/३, ३८, ३९/२, ३९/४, ३९/५ क्षेत्रफळ २७६४१ चौ. फूट ४८५ चौ. फूट धारक विक्री करण्यास इच्छुक आहेत. कोणाही व्यक्तीस वरील निर्देशित संबंधात कोणतेही दावे असल्यास तसेच विक्री, अटलावदार, गहाण, झमर, भेट, न्याय, वास्तव, ताबा, भाडेकार, वहिवाट, परवाना, देखभाल, धारणाधिकार वा अन्य काही असल्यास त्यांनी याद्वारे लेखी स्वरूपात नोंदणीकृत पोस्ट मार्फत माझे कार्यालय : दुकान क्र. ०१, नव साई प्रसाद अपार्टमेंट, वितामाणी मंदिरजवळ, हेंद्रगडा, बदलापूर (प)-४२१ ५०३ येथे लेखी स्वरूपात सदर सूचनेच्या प्रसिद्धी तारखेपासून पंधरा दिवस (१५) आत सूचित करावे, त्यांचे/तीचे सदर दावे, जर काही असल्यास सर्व संबंधित दलावेज यांच्याहस्त सूचित करावे, अन्यथा विक्री व्यवहार सदर फ्लॅट संबंधातील कोणत्याही संदर्भात पूर्ण करण्यात येतील व सदर दावे व दावे काही असल्यास सदर व्यक्तीने अधिन्यागीत मानले जातील व माझे अशील यांना बंधनकारक नसतील.

मुंबई, दि. २८ जून, २०२४

सही/-
बकील सुनिल एम. पाटील

जाहीर सूचना

सूचना याद्वारे देण्यात येते की, माझे अशील श्रीम. मधुमती रविंद्र साठवी हे दिवंगत श्री. रविंद्र गोविंद साठवी यांचे कायदेशीर वारस आहेत व सदर त्यांचा फ्लॅट क्र. ००६, इमारत क्र. २०, ओम शिवतीर्थ को-ऑप. हा., कैलास नगर, अंबरनाथ पूर्व, ता.लुका अंबरनाथ, जिल्हा ठाणे, सहज क्र. ३७/२, ३७/३, ३८, ३९/२, ३९/४, ३९/५ क्षेत्रफळ २७६४१ चौ. फूट ४८५ चौ. फूट धारक विक्री करण्यास इच्छुक आहेत. कोणाही व्यक्तीस वरील निर्देशित संबंधात कोणतेही दावे असल्यास तसेच विक्री, अटलावदार, गहाण, झमर, भेट, न्याय, वास्तव, ताबा, भाडेकार, वहिवाट, परवाना, देखभाल, धारणाधिकार वा अन्य काही असल्यास त्यांनी याद्वारे लेखी स्वरूपात नोंदणीकृत पोस्ट मार्फत माझे कार्यालय : दुकान क्र. ०१, नव साई प्रसाद अपार्टमेंट, वितामाणी मंदिरजवळ, हेंद्रगडा, बदलापूर (प)-४२१ ५०३ येथे लेखी स्वरूपात सदर सूचनेच्या प्रसिद्धी तारखेपासून पंधरा दिवस (१५) आत सूचित करावे, त्यांचे/तीचे सदर दावे, जर काही असल्यास सर्व संबंधित दलावेज यांच्याहस्त सूचित करावे, अन्यथा विक्री व्यवहार सदर फ्लॅट संबंधातील कोणत्याही संदर्भात पूर्ण करण्यात येतील व सदर दावे व दावे काही असल्यास सदर व्यक्तीने अधिन्यागीत मानले जातील व माझे अशील यांना बंधनकारक नसतील.

मुंबई, दि. २८ जून, २०२४

सही/-
बकील सुनिल एम. पाटील

OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

RKD AGRI & RETAIL LIMITED

Corporate Identification Number (CIN): L15400MH1986PLC316001
Registered Office: 52, Rayfredda Building, Junction of Mahakali Caves, Holy Family Church, Chakala MIDC, Mumbai-400093, Maharashtra, India.
Tel: +91 22-4801 8788 / +91 93241 93925 | **Email:** himachulifoodproducts@gmail.com | **Website:** www.hfpltd.in

OPEN OFFER BY NILESH MALSHI SAVLA ("ACQUIRER 1") AND MEENA NILESH SAVLA ("ACQUIRER 2") (ACQUIRER 1 & ACQUIRER 2 HERINAFTER COLLECTIVELY REFERRED TO AS "ACQUIRERS") TO ACQUIRE UPTO 1,28,89,500 (ONE CRORE TWENTY EIGHT LAKH EIGHTY NINE THOUSAND FIVE HUNDRED) FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 1/- EACH FOR CASH AT A PRICE OF ₹ 1.12/- (RUPEE ONE AND PAISE TWELVE ONLY) INCLUDING INTEREST OF ₹ 0.12/- PER EQUITY SHARE ("OFFER PRICE"), PAYABLE IN CASH PER EQUITY SHARE AGGREGATING UPTO ₹ 1,44,36,240/- (RUPEES ONE CRORE FORTY FOUR LAKH THIRTY SIX THOUSAND TWO HUNDRED FORTY ONLY), TO THE PUBLIC SHAREHOLDERS OF RKD AGRI & RETAIL LIMITED ("TARGET COMPANY") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") ("OFFER" OR "OPEN OFFER").

This Offer Opening Public Announcement ("Offer Opening Public Announcement") should be read in continuation of and together with (a) the Public Announcement dated February 22, 2024 ("PA"); (b) the Detailed Public Statement published on February 28, 2024 in Financial Express (English) all editions, Jansatta (Hindi) all editions, Pratahkal (Marathi) Mumbai Edition - Being the regional language of Mumbai, where the Registered Office of the Target Company is located and the Stock Exchange where the equity shares of the Target Company are listed ("DPS"); (c) the Draft Letter of Offer dated March 05, 2024 ("DLOF") (d) the Letter of Offer dated June 18, 2024 ("LOF") along with Form of Acceptance is being issued by Saffron Capital Advisors Private Limited ("Manager to the Offer"), on behalf of the Acquirers in respect of the Open Offer.

This Offer Opening Public Announcement is being issued pursuant to Regulation 18(7) of the SEBI (SAST) Regulations, 2011 and pursuant to changes/amendments advised by SEBI vide its letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/19507/1 dated June 12, 2024 ("SEBI Letter"). This Offer Opening Public Announcement and Corrigendum is being published in all the newspapers in which the DPS was published.

Capitalised terms used but not defined in this Offer Opening Public Announcement and Corrigendum shall have the meaning assigned to such terms in the PA, DPS and/ or LOF.

The shareholders of the Target Company are requested to kindly note the following:

- The Offer Price is ₹ 1.12/- (Rupee One and Paise Twelve only), including interest of ₹ 0.12/- (Twelve Paise Only) per Equity Share payable in cash. There has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph VII A (Justification for the Offer Price) beginning on page no. 22 of the LOF.
- The Committee of Independent Directors of the Target Company ("IDC") has recommended that the Offer is in line with the SEBI (SAST) Regulations, 2011 and the same is fair and reasonable. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations, 2011. The recommendations were unanimously approved by the Members of the IDC on June 25, 2024, and published on June 27, 2024 in the same newspapers in which the DPS was published. For further details, please see IDC recommendation as available on the website of SEBI at www.sebi.gov.in and on the website of BSE at www.bseindia.com.
- The Open Offer is a mandatory offer being made under 3(1), 3(2) and 3(3) and other applicable regulations of the SEBI (SAST) Regulations, 2011 to the Public Shareholders of the Target Company.
- The Open Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011. Further, there is no competing offer to this Open Offer. The Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- The LOF dated June 18, 2024, was dispatched through electronic mode and physical mode on June 21, 2024, to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, i.e. June 14, 2024. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer during the Tendering Period.
- Please note that a copy of the LOF along with Form of Acceptance and SH-4 is also available for downloading on the websites of the SEBI, the BSE Limited (BSE) and the Registrar to the Offer at www.sebi.gov.in, www.bseindia.com and www.purvashare.com respectively.
- Non-receipt/ non-availability of the Form of Acceptance does not preclude an Eligible Shareholder from participating in the Open Offer. Please see the manner of participating in the Open Offer described below in brief. Kindly note that the Open Offer is being implemented by the Acquirers through the stock exchange mechanism made available by BSE in the form of a separate window ("Acquisition Window") in accordance with SEBI (SAST) Regulations, 2011 other applicable SEBI circulars and guidelines issued by the BSE and the Indian Clearing Corporation Limited ("Clearing Corporation").
- The Eligible Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" on page no. 28 of the LOF in relation to enter alla the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein.

Instructions for Public Shareholders:

- In case of Public Shareholders holding Equity Shares in dematerialized form:** Eligible Shareholders who are holding Equity Shares in dematerialized form and who desire to tender their Equity Shares in the Open Offer, may do so through their respective selling broker(s). Eligible Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. The selling broker(s) would be required to mark lien on the tendered Equity Shares and thereafter place an order/bid on behalf of the Public Shareholder using the Acquisition Window of the BSE. Please also read detailed procedure described in paragraph IX at page no. 28 of the LOF.
- In case of Public Shareholders holding Equity Shares in physical form:** Eligible Shareholders holding Equity Shares in physical form may participate in the Open Offer through the respective selling broker(s) by providing complete set of documents for verification procedure including (i) original share certificate(s); (ii) valid share transfer form(s) i.e. Form SH-4; (iii) duly filled in Form of Acceptance (in case the Public Shareholder has not received the Form of Acceptance, then he/she may make an application on plain paper duly signed by him/her, stating inter alia, full name, address, number of Equity Shares held, and number of Equity Shares being tendered); and (iv) such other documents described in paragraph IX at page no. 31 of the LOF. The selling broker shall place a bid using the Acquisition Window of the BSE and provide a Transaction Registration Slip ("TRS") to such Public Shareholder. The selling broker / Public Shareholder should thereafter deliver the original share certificate(s), Form SH-4 and such other documents described in paragraph IX at page no. 31 of the LOF to the Registrar to the Offer at the address mentioned in the LOF so that the same reaches the Registrar to the Offer no later than 5:00 PM Indian Standard Time ("IST") within 2 (Two) days from the Offer Closing date i.e. Tuesday, July 16, 2024. Please also read and follow the detailed procedure described in paragraph IX at page no. 31 of the LOF. Please note that physical share certificates and other relevant documents should not be sent to the Acquirers, Target Company or the Manager to the Offer.

In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer ("DLOF") was submitted to SEBI on March 05, 2024. SEBI issued its observations on the DLOF vide its letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/19507/1 dated June 12, 2024. SEBI's observations have been incorporated in the LOF. This Offer Opening Public Announcement and Corrigendum also serves as a corrigendum to the DPS, and as required in terms of the SEBI Letter.

Material Updates:

- Public Shareholders are requested to note the following material updates to the DLOF as included in the LOF in relation to the Open Offer:
 - Inclusion of audited financial statements as at year ended on March 31, 2024 at Paragraph VI Point No.26.
 - Updated the Pre and Post Offer Shareholding Pattern of the Target Company Based on Voting Share Capital and on Emerging Voting Share Capital at Paragraph VI Point No.27.
 - Updating of trading status of Equity Shares of Target Company in the LOF at Paragraph VI point No. 9 and Paragraph VII.A point No. 1.
 - Addition of Audited Financials of Target Company for the financial year ended March 31, 2024, March 31, 2023, and March 31, 2022 at Paragraph X – Documents for Inspection Section of the LOF.

The following confirmations were included in the LOF in relation to Acquirers:

- As on date of the LOF, no regulatory actions / administrative warnings / directions subsisting or proceedings are pending against the Acquirers/Promoters of the Target Company under the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") and Regulations made there under or by any other Regulator as on date this LOF at Paragraph V Point No.3.4.
 - As on date of the LOF, no penalties levied by SEBI/IBI against the Promoters/Acquirers at Paragraph V Point No.3.5.
 - The Acquirers confirmed that they are not connected with the public shareholders of the Target Company. Please note that, as on date the LOF, the Acquirers are the Promoters and control the management of the Target Company at Paragraph V Point No.3.8.
- The following confirmations were included in the LOF in relation to Target Company:**
- The bifurcation of Equity Shares allotted by the Board of Directors of the Target Company on May 05, 2023 and February 10, 2024 as on date the LOF at Paragraph VI. Point No. 10.
 - As on the date of the Letter of Offer, the shareholding in the Target Company of the directors of the Target Company at Paragraph VI. Point No. 15.
 - As on date of the LOF, no regulatory actions / administrative warnings / directions subsisting or proceedings are pending against the Target Company, under the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") and Regulations made there under or by any other Regulator at Paragraph VI. Point No. 19.
 - As on date of the LOF, there are no depositary receipts of the shares issued in foreign countries by the Target Company at Paragraph VI. Point No. 20.
 - The Target Company has confirmed that it has not filed any report under Regulation 10(7) of the SEBI (SAST) Regulations, 2011 at Paragraph VI. Point No. 21.
 - As on date of the LOF, no penalties levied by SEBI/IBI against the Target Company at Paragraph VI. Point No. 22.
 - Except the acquisition(s) of 1,20,00,000 (One Crore Twenty Lakh) Equity Shares, upon exercise of option for conversion of warrants, by Acquirer 2 on May 05, 2023 and 1,67,00,000 (One Crore Sixty Seven Lakh) Equity Shares, upon exercise of option for conversion of warrants, by Acquirer 1 on February 10, 2024, there were no acquisition(s) by the present promoters of the Target Company from the expiry of the previous open offer in the financial year 2017-2018 to 2023-24 that triggered an open offer under the SEBI (SAST) Regulations, 2011 at Paragraph VI. Point No. 23.

Status of Statutory and Other Approvals:

As on the date, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete this Offer. However, in case of any such statutory approvals are required by the Acquirers at a later date before the expiry of the tendering period, this Offer shall be subject to such approvals and the Acquirers shall make the necessary applications for such statutory approvals. Please also refer to paragraph VIII on page no. 27 of the LOF for further details.

Schedule of Major Activities of the Offer:

Major Activities	Original Schedule (Day and Date)	Revised Schedule (Day and Date) ⁽⁶⁾
Public Announcement (PA)	Thursday, February 22, 2024	Thursday, February 22, 2024
Publication of DPS in the newspapers	Wednesday, February 28, 2024	Wednesday, February 28, 2024
Last date for filing of draft letter of offer with SEBI	Wednesday, March 06, 2024	Wednesday, March 06, 2024
Last date for public announcement of competing offer(s) ⁽²⁾	Thursday, March 21, 2024	Thursday, March 21, 2024
Last date for receipt of comments from SEBI on Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Open Offer)	Monday, April 01, 2024	Wednesday, June 12, 2024 ⁽¹⁾
Identified Date ⁽³⁾ for determining shareholders to whom LOF shall be sent	Wednesday, April 03, 2024	Friday, June 14, 2024
Last date by which the Letter of Offer to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Friday, April 12, 2024	Monday, June 24, 2024
Last date for upward revision of the Offer Price and/or Offer Size	Thursday, April 18, 2024	Thursday, June 27, 2024
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	Thursday, April 18, 2024	Thursday, June 27, 2024
Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Friday, April 19, 2024	Friday, June 28, 2024
Date of commencement of the Tendering Period ("Offer Opening Date")	Monday, April 22, 2024	Monday, July 01, 2024
Date of closure of the Tendering Period ("Offer Closing Date")	Monday, May 06, 2024	Friday, July 12, 2024
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	Monday, May 20, 2024	Monday, July 29, 2024

- Notes:**
- Actual date of receipt of SEBI Observation Letter on DLOF.
 - There is no competing offer to this offer.
 - Identified Date is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the equity shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, the Promoters, the parties to the Share Purchase Agreement and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.
 - Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
13. The Acquirers, severally and jointly, accept the responsibility for the information contained in this Offer Opening Public Announcement and Corrigendum (other than the information pertaining to the Target Company, which has been obtained from publicly available sources or provided by the Target Company) and also for the obligations of the Acquirers as laid down in the SEBI (SAST) Regulations, 2011 in respect of the Open Offer.
14. This Offer Opening Public Announcement and Corrigendum would also be available on the website of SEBI at www.sebi.gov.in and on the website of Manager to the Offer at www.saffronadvisor.com.

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

SAFFRON
 ●●●●● energising ideas

SAFFRON CAPITAL ADVISORS PRIVATE LIMITED
 605, Sixth Floor, Centre Point, Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai-400 059, Maharashtra, India. | Tel. No. +91 22 49730394;
Email id: openoffers@saaffronadvisor.com | **Website:** www.saffronadvisor.com
Investor Grievance Id: investorgrievance@saffronadvisor.com
SEBI Registration Number: INM 000011211
Validity: Permanent | **Contact Person:** Gaurav Khandelwal/ Saurabh Gaikwad

REGISTRAR TO THE OFFER

Purva Sharegistry

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED
 Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel East, Mumbai-400011, Maharashtra, India.
Tel No.: +91-22-3199 8810/4961 4132
E-mail id: support@purvashare.com | **Website:** www.purvashare.com
Investor Grievance ID: support@purvashare.com
SEBI Registration Number: INR0000011221
Validity: Permanent | **Contact Person:** Deepali Dhuri

Place: Mumbai
Date: June 27, 2024

FORM G

INVITATION FOR EXPRESSION OF INTEREST FOR AVOCADO REALTY PRIVATE LIMITED (OPERATING IN REAL ESTATE SEGMENT AT MUMBAI AND JHANSI)

(Under Regulation 36A (1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016)

RELEVANT PARTICULARS

1	Name of the corporate debtor along with PAN/ CIN/ LLP No.	AVOCADO REALTY PRIVATE LIMITED CIN: U45201MH2007PTC169534
2	Address of the registered office	507, 5th Floor, Vyapar Bhavan, 49, P.D' Mello Road, Carnac Bunder, Mumbai, 400009, Maharashtra, India
3	URL of website	https://sites.google.com/view/arpcirp/home
4	Details of place where majority of fixed assets are located	Village- Dongari, Block-Babina, Jhansi, Uttar Pradesh
5	Installed capacity of main products/ services	Not Applicable
6	Quantity and value of main products/ services sold in last financial year	As per latest available Financial Statement for F.Y. 2022-23 Quantity: Nil Value – Nil
7	Number of employees/ workmen	Nil
8	Further details including last available financial statements (with schedules) of two years, lists of creditors, relevant dates for subsequent events of the process are available at:	Details can be sought by sending request to Interim Resolution Professional at arpl.cirp@gmail.com
9	Eligibility for resolution applicants under section 25(2)(h) of the Code is available at:	Details can be sought by sending request to Interim Resolution Professional at arpl.cirp@gmail.com
10	Last date for receipt of expression of interest	27.07.2024
11	Date of issue of provisional list of prospective resolution applicants	06.08.2024
12	Last date for submission of objections to provisional list	11.08.2024
13	Process email id to submit EOI	arpl.cirp@gmail.com

Sd/-
Mrs. Shubham Agarwal Goyal
 Interim Resolution Professional for Avocado Realty Private Limited
IBBI Registration No: IBBI/IPA-002/IPV-NO1000/2020-2021/13229
Regd. Address/Email: "Aaryabumi", A-402, Opposite M.G. Party, Ahmedabad-380015, Gujarat
E-mail Id:- arpl.cirp@gmail.com, fcs.shubhamgoyal@gmail.com

Date: 28.06.2024
Place: Mumbai