

Tuesday, February 04, 2025

To,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400001,
Maharashtra, India.

Respected Sir/ Madam,

Subject **Open Offer made by Mr. Raj Kumar Agarwal (Acquirer 1) and Mr. Parmeshwar Ojha (Acquirer 2), the Acquirers, for acquisition of up to 8,01,060 Offer Shares representing 26.00% of the Voting Share Capital of Gautam Exim Limited, the Target Company, from the Public Shareholders of the Target Company.**

We would like to inform you that, Mr. Raj Kumar Agarwal (Acquirer 1) and Mr. Parmeshwar Ojha (Acquirer 2), (hereinafter collectively referred to as the 'Acquirers') have entered into a Share Purchase Agreement dated Friday, September 20, 2024, with Gautam Exim Limited ('Target Company') for acquisition of Equity Shares subject to the approval of the members and other regulatory approvals, if any ('Share Purchase Agreement').

This Offer is triggered in compliance with the provisions of Regulations 3 (1) and 4 of the SEBI (SAST) Regulations, pursuant to the execution of the Share Purchase Agreement dated Friday, September 20, 2024, wherein the Acquirers have agreed to acquire 22,46,625 Sale Shares, representing 72.92% of the Voting Share Capital of the Target Company from the Selling Promoters Shareholders Mr. Balasubramanian Raman, Mrs. Nagalaxmi Raman Balasubramanian, Mr. Gautam Ram Balasubramanian and Mrs. Rajalakshmi Gautam, at a negotiated price of ₹18.50/- per Sale Share, aggregating to an amount of ₹4,15,62,562.50/-, payable subject to the terms and conditions specified in the said Share Purchase Agreement.

In culmination of the aforesaid facts, we would like to inform you that, in accordance with the provisions of Regulation 12 (1) of the SEBI (SAST) Regulations, we Swaraj Shares and Securities Private Limited, have been appointed as the Manager to the Offer ('Manager'), and the Acquirers have announced an open offer in compliance with the provisions of Regulations 3(1) and 4 and such other applicable regulations of the SEBI (SAST) Regulations for acquisition of up to 8,01,060 Offer Shares representing 26.00% of the Voting Share Capital of the Target Company from its Public Shareholders at an Offer Price of ₹43.00/- per Offer Share, determined in accordance with the parameters prescribed under Regulation 8 of the SEBI (SAST) Regulations.

In light of the above and in accordance with the provisions of Regulations 18(7) of SEBI (SAST) Regulations, the Post-Offer Public Announcement for the aforesaid Offer has been published today, i.e., Tuesday, 04 February 2025 in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), and Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition), ('Newspapers') and the copy of the same have been enclosed herewith for your kind perusal.

We hope your good self will find the above in order and we request you to kindly upload the Post Offer Public Announcement on your website at the earliest.

Thanking you,

Yours faithfully
For Swaraj Shares and Securities Private Limited


Mr. Tanmoy Banerjee
Director
Encl.: As above

Swaraj Shares and Securities Private Limited

 tanmoy@swarajshares.com

 pankita@swarajshares.com

 www.swarajshares.com

 +91 9874283532

 +91 8097367132

Registered Office - 21 Hemant Basu Sarani, 5th Floor, Room No 507, Kolkata - 700001, West Bengal, India

Branch Office - Unit 304, A Wing, 215 Atrium, Near Courtyard Marriot, Andheri Kurla Road, Andheri East, Mumbai - 400093,
Maharashtra, India

POST-OFFER PUBLIC ANNOUNCEMENT TO THE PUBLIC SHAREHOLDERS OF

GAUTAM EXIM LIMITED

A public limited company incorporated under the provisions of the Companies Act, 1956

Corporate Identification Number: L51100GJ2005PLC046562

Registered Office: Plot No. 29, Pavitra, 2nd Floor, Opposite Sargam Society, Charwada Road, G.I.D.C., Valsad, Vapi - 396195, Gujarat, India;

Contact Number: +91 -260- 2432998/ +91-260-2430106/ +91-95127-01950; Fax Number: +91-260-2432998;

E-mail Address: info@gautamexim.com/ormpl1850@gmail.com/cs@gautamexim.com; Website: www.gautamexim.com;

OPEN OFFER FOR ACQUISITION OF UP TO 8,01,060 OFFER SHARES REPRESENTING 26.00% OF THE VOTING SHARE CAPITAL OF GAUTAM EXIM LIMITED FROM ITS PUBLIC SHAREHOLDERS AT AN OFFER PRICE OF ₹43.00/-, PAYABLE IN CASH, BY MR. RAJ KUMAR AGARWAL (ACQUIRER 1), AND MR. PARMESHWAR OJHA (ACQUIRER 2), THE ACQUIRERS, PURSUANT TO AND IN COMPLIANCE WITH THE PROVISIONS OF REGULATIONS 3 (1) AND 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED.

This Post-Offer Public Announcement is being issued by Swaraj Shares and Securities Private Limited, the Manager to the Offer ('Manager'), on behalf of the Acquirers to the Public Shareholders of the Target Company, pursuant to and in compliance with the provisions of Regulation 18 (12) and other applicable provisions under the SEBI (SAST) Regulations ('Post-Offer Public Announcement').

This Post-Offer Public Announcement should be read in continuation of, and in conjunction with the: a) Public Announcement dated Friday, September 20, 2024 ('Public Announcement'), (b) Detailed Public Statement dated Monday, September 23, 2024, in connection with this Offer, published on behalf of the Acquirers on Tuesday, September 24, 2024, in Financial Express (English Daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Lakshadep (Marathi Daily) (Mumbai Edition) and Financial Express (Gujrati Daily) (Navsari Edition) ('Newspapers') ('Detailed Public Statement'), (c) Draft Letter of Offer dated Friday, September 27, 2024 filed and submitted with SEBI pursuant to the provisions of Regulation 16 (1) of the SEBI (SAST) Regulations ('Draft Letter of Offer'), (d) Letter of Offer dated Saturday, January 04, 2025, along with the Form of Acceptance-cum-Acknowledgement ('Letter of Offer'), (e) Recommendations of the Independent Directors of the Target Company which were approved on Monday, January 13, 2025, and published in the Newspapers on Tuesday, January 14, 2025 ('Recommendations of the Independent Directors of the Target Company'), (f) Pre-Offer cum corrigendum to the Detailed Public Statement Advertisement dated Tuesday, January 14, 2025, which was published in the Newspapers on Wednesday, January 15, 2025 ('Pre-Offer Public Announcement') (the Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendations of the Independent Directors, Pre-Offer Advertisement cum Corrigendum to the Detailed Public Statement of the Target Company, and this Post-Offer Public Announcement are hereinafter collectively referred to as 'Offer Documents') issued by the Manager on behalf of the Acquirers.

The capitalized terms used but not defined in this this Post-Offer Public Announcement shall have the meaning assigned to such terms in the Offer Documents.

1.	Name of the Target Company	Gautam Exim Limited bearing corporate identity number 'L51100GJ2005PLC046562, with its registered office located at: Plot No. 29, Pavitra, 2nd Floor, Oppsite Sargam Society, Charwada Road, G.I.D.C., Valsad, Vapi - 396195, Gujarat, India.			
2.	Name of the Acquirers and PACs	Mr. Raj Kumar Agarwal, son of Mr. Shyam Lal Agarwal, aged about 42 years, Indian Resident, bearing Permanent account number 'ALQPG3965K' allotted under the Income Tax Act, 1961, resident at 16, Fatehnagar, Udaipur, Mavli - 313205, Rajasthan, India (Acquirer 1) Mr. Parmeshwar Ojha, son of Mr. Girdhari Lal Ojha, aged about 44 years, Indian Resident, bearing Permanent account number 'AAMP05100H' allotted under the Income Tax Act, 1961, resident at 24/6, Kumbha Nagar, Chittaugarh - 312001, Rajasthan, India (Acquirer 2) There are no persons acting in concert with the Acquirers for the purpose of this Offer.			
3.	Name of Manager to the Offer	Swaraj Shares and Securities Private Limited			
4.	Name of Registrar to the Offer	Integrated Registry Management Services Private Limited			
5.	Offer Details				
5.1	Date of Opening of the Offer	Thursday, January 16, 2025			
5.2	Date of Closing of the Offer	Wednesday, January 29, 2025			
6.	Date of Payment of Consideration	The settlement date for this Offer is Tuesday, February 04, 2025. However, since, there has been no tendering by the Public Shareholders for the said Open Offer, payment of consideration is not required.			
7.	Details of the Acquisition				
	Particulars	Proposed in the Offer Document (Assuming full acceptance in this Offer)	Actuals		
7.1	Offer Price	₹43.00/-	₹43.00/-		
7.2	Aggregate number of Equity Shares tendered	8,01,060	Nil		
7.3	Aggregate number of Equity Shares accepted	8,01,060	Nil		
7.4	Size of the Open Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	₹3,44,45,580.00/-	Not Applicable		
7.5	Shareholding of the Acquirers before the Share Purchase Agreement/ Public Announcement				
a)	Number of Equity Shares	Nil	Nil		
b)	% of fully diluted Equity Share capital	Not Applicable	Not Applicable		
7.6	Sale Shares proposed to be acquired by way of Share Purchase Agreement				
a)	Number of Equity Shares	22,46,625	22,46,625		
b)	% of fully diluted Equity Share capital	72.92%	72.92%		
7.7	Equity Shares acquired by way of Offer				
a)	Number of Equity Shares	8,01,060	Nil		
b)	% of fully diluted Equity Share capital	26.00%	Not Applicable		
7.8	Equity Shares acquired after the Detailed Public Statement				
a)	Number of Equity Shares acquired	Nil	Nil		
b)	Price of the Equity Shares acquired	Not Applicable	Not Applicable		
c)	% of Equity Shares acquired	Not Applicable	Not Applicable		
7.9	Post-Offer shareholding of the Acquirers				
a)	Number of Equity Shares	30,47,685	22,46,625		
b)	% of Expanded Voting Share Capital	98.92%	72.92%		
7.10	Pre-Offer and Post-Offer shareholding of the Public Shareholders (other than the Acquirers)				
	Particulars	Pre-Offer	Post-Offer	Pre-Offer	Post-Offer
a)	Number of Equity Shares	8,34,375	33,315	8,34,375	8,34,375
b)	% of fully diluted Equity Share capital	27.08%	1.08%	27.08%	27.08%
8.	The Acquirers accept full responsibility for the information contained in this Post-Offer Public Announcement and for their obligations specified under SEBI (SAST) Regulations.				
9.	The Acquirers will consummate the Share Purchase Agreement transaction in accordance with the provisions of Regulations 22 (1), and 22 (3) of the SEBI (SAST) Regulations and will make an application for reclassification of themselves as the promoters of the Target Company in accordance with the provisions of Regulation 31A (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including subsequent amendments thereto ('SEBI (LODR) Regulations').				
10.	A copy of this Post-Offer Public Announcement will be accessible on the websites of Securities and Exchange Board of India at www.sebi.gov.in , BSE Limited at www.bseindia.com and the registered office of the Target Company.				

ISSUED BY MANAGER TO THE OFFER

SWARAJ

SHARES & SECURITIES PVT. LTD.

Swaraj Shares and Securities Private Limited

Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriot, Andheri East, Mumbai - 400093, Maharashtra, India

Telephone Number: +91-22-69649999

Email Address: takeover@swarajshares.comInvestors Grievance Email Address: investor.relations@swarajshares.comWebsite: www.swarajshares.com

Contact Person: Mr. Tanmoy Banerjee/Ms. Pankita Patel

SEBI Registration Number: INM00012980

Date: Monday, February 03, 2025

Place: Mumbai

On Behalf of the Acquirers

Sd/-

Mr. Raj Kumar Agarwal

Acquirer 1