



December 02, 2024

MCAPL: MUM: 2024-25: 0195

To,
**The Listing Department,
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Dear Sir/Madam,

Sub : Submission of Public Announcement

Ref : Open Offer to the Public Shareholders of Arunis Abode Limited (“AAL”/“Target Company”)

Mr. Ayush Dharmendrabhai Jasani (“**Acquirer 1**”), Dharmendrabhai Becharbhai Jasani (“**Acquirer 2**”) and Mr. Yagnik Bharatkumar Tank (“**Acquirer 3**”) (hereinafter collectively referred to as “**Acquirers**”) have triggered the Open Offer to acquire up to 7,80,000 equity shares having face value of ₹10 each fully paid-up at a price of ₹35.00 per equity share representing 26.00% of the Equity Share Capital of the Target Company aggregating to a total consideration of ₹2,73,00,000 payable in cash.

The Open Offer is being made pursuant to and in compliance with Regulations 3(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and subsequent amendments thereto (“**SEBI (SAST) Regulations, 2011**”).

Accordingly, in terms of Regulation 13 read with Regulation 14 of SEBI (SAST) Regulations, 2011, We, Mark Corporate Advisors Private Limited, Manager to the Offer, are submitting herewith a copy of the Public Announcement.

Kindly take the above information on your records and disseminate the Public Announcement on the website of BSE Limited.

For Mark Corporate Advisors Private Limited

A handwritten signature in black ink, appearing to read "Manish Gaur", is written over a horizontal line.

Manish Gaur
Asst. Vice President

Encl: As Above.

MARK CORPORATE ADVISORS PVT. LTD.

CIN No : U67190MH2008PTC181996

GSTIN/UIN : 27AAF5379J1ZY

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PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(1) AND 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED

FOR THE ATTENTION OF THE ELIGIBLE SHAREHOLDERS OF

ARUNIS ABODE LIMITED

Open Offer for acquisition of up to 7,80,000 fully paid-up Equity Shares having face value of ₹10 each ("Offer Shares") representing 26.00% of the Voting Share Capital (*as defined below*) of Arunis Abode Limited ("AAL"/"Target Company") from the Eligible Equity Shareholders (*as defined below*) of the Target Company ("Open Offer"/"Offer") by Mr. Ayush Dharmendrabhai Jasani ("Acquirer 1"), Mr. Dharmendrabhai Becharbhai Jasani ("Acquirer 2") and Mr. Yagnik Bharatkumar Tank ("Acquirer 3") (hereinafter collectively referred to as "Acquirers").

This Public Announcement ("PA") is being issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") for and on behalf of the Acquirers to the Eligible Equity Shareholders (*as defined below*) of the Target Company pursuant to and in compliance with, amongst others, Regulations 3(1) and 4 read with Regulations 13, 14 and 15 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011").

For the purposes of this Public Announcement, the following terms shall have the meaning assigned to them herein below:

- (i) "Eligible Equity Shareholders" shall mean all the public shareholders of the Target Company, who are eligible to tender their Equity Shares in the Offer, other than Acquirers, the existing Promoter Seller of the Target Company and any persons deemed to be acting in concert ("Deemed PACs") with the parties to the SPA (*as defined below*), pursuant to and in compliance with the SEBI (SAST) Regulations, 2011;
- (ii) "Equity/Voting Share Capital" shall mean the total Voting Share Capital of ₹3,00,00,000 comprising of 30,00,000 equity shares having face value of ₹10 each fully paid up of the Target Company on a fully diluted basis expected as of the 10th (tenth) working day from the closure of the Tendering Period for the Open Offer;
- (iii) "SEBI (SAST) Regulations, 2011" shall mean Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;
- (iv) "Promoter Seller"/"Seller" shall mean Deniis Bhupendra Desai.
- (v) "SPA"/"Agreement" shall mean Share Purchase Agreement entered between the Acquirers and the Seller on Monday, December 02, 2024;

1. OFFER DETAILS:

1.1. Offer Size: The Acquirers hereby make this Open Offer to the Eligible Equity Shareholders of the Target Company to acquire up to 7,80,000 fully paid up equity shares having face value of ₹10 each representing 26.00% of the Voting Share Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement ("PA"), Detailed Public Statement ("DPS") that will be published and the Letter of Offer ("LoF") which will be sent to the Eligible Equity Shareholders of the Target Company.

1.2. Offer Price/Consideration: The Offer Price of ₹35 per fully paid-up equity share having face value of ₹10 each fully paid up, is in compliance with Regulation 8 of SEBI (SAST) Regulations, 2011 ("Offer Price"), aggregating to a consideration of ₹2,73,00,000, assuming full acceptance in the Open Offer ("Offer Size").

1.3. Mode of Payment: The Offer Price will be paid in Cash, in accordance with Regulation 9(1)(a) of SEBI (SAST) Regulations, 2011.

1.4. Type of Offer: This is a Triggered Offer under Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011.



2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION):

2.1. The Acquirers have entered into a Share Purchase Agreement (“SPA”) on Monday, December 02, 2024 with the Promoter Seller, pursuant to which the Acquirers has agreed to acquire 21,05,000 Equity Shares (“Sale Shares”) representing 70.17% of the Voting Share Capital at a price of ₹31 per equity share from the Promoter Seller, subject to the terms and conditions set out in the SPA.

2.2. This Open Offer is being made under Regulations 3(1) and 4 of the SEBI (SAST) Regulations, 2011. Pursuant to the Underlying Transaction and upon completion of the Open Offer, the Acquirers will become the Promoters and take control over the Target Company. Further, the Promoter Seller proposes to be reclassified as a Public Shareholder, subject to receipt of necessary approvals required in terms of the SEBI (LODR) Regulations, 2015 and the conditions prescribed therein.

2.3. A tabular summary of the Underlying Transaction is set out below:

Details of Underlying Transaction							
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/ Allotment/ Market Purchase)		Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/Voting Rights acquired (₹ in Lakhs)	Mode of Payment (Cash/ Securities)	Regulations which have triggered
			Number	% vis a vis total Voting Share Capital			
Direct Acquisition	Share Purchase Agreement (“SPA”) dated December 02, 2024		21,05,000	70.17%	₹652.55 Lakhs	Cash	Regulations 3(1) and 4

3. DETAILS OF THE ACQUIRERS:

Details	Acquirer 1	Acquirer 2	Acquirer 3	Total
Names of the Acquirers	Mr. Ayush Dharmendrabhai Jasani	Mr. Dharmendrabhai Becharbhai Jasani	Mr. Yagnik Bharatkumar Tank	3
PAN	BTAPJ9287Q	ADIPJ2280Q	AEWPT1533K	-
Address	B-402, Sunmoon Residency, Near Primary School, Bhatha, Dist. Surat, Gujarat-394510	H-1201, Shreepad Park, Arena, Opp. Rajratna Enclave, VTC, Surat, PO: Adajan Dn, Dist. Surat, Gujarat-395009	E-1, 1001, Avadh Copper Stone, B/s Avadh Uthopia Club, Silent Zone, Airport Road, Surat, Gujarat-395007	-
Name(s) of persons in control/ Promoters of Acquirers where Acquirers is a Company	N.A.	N.A.	N.A.	-
Name of the Group, if any, to which the Acquirers belongs to	N.A.	N.A.	N.A.	-
Pre-Transaction Shareholding				
• Number	Nil	Nil	Nil	Nil
• % of Voting Share Capital	N.A.	N.A.	N.A.	N.A.
Acquisition of Shares which triggered the Open Offer				
• Number	3,21,012	7,31,488	10,52,500	21,05,000
• % of Voting Share Capital	10.70%	24.39%	35.08%	70.17%
Any other interest in the TC				-

N.A. - Not Applicable.

4. DETAILS OF SELLER:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre-Transaction		Post Transaction	
			Number	% vis a vis Voting Share Capital	Number	% vis a vis Voting Share Capital
1)	Mr. Deniis Bhupendra Desai (“Promoter Seller”) PAN: AGRPD9017H Address: 3402, Raheja Odyssey, Village Magathane,	Yes	21,05,000	70.17%	Nil	N.A.

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre-Transaction		Post Transaction	
			Number	% vis a vis Voting Share Capital	Number	% vis a vis Voting Share Capital
	Borivali (East), Mumbai-400066. Maharashtra. India.					
	Total		21,05,000	70.17%	Nil	N.A.

N.A. – Not Applicable.

5. DETAILS OF THE TARGET COMPANY:

- 5.1. **Name** : Arunis Abode Limited
5.2. **CIN** : L70100GJ1994PLC021759
5.3. **ISIN** : INE377D01018
5.4. **Registered Office Address** : Desai House, Survey No. 2523, Coastal Highway, Umersadi, Valsad, Killa Pardi, Gujarat-396125. India.
5.5. **Stock Exchange(s) where listed** : The equity shares are listed on BSE Limited (“BSE”) (Scrip Code: 526935 and Symbol: ARUNIS)

6. OTHER DETAILS:

- 6.1. The DPS to be issued under the SEBI (SAST) Regulations shall be published in the newspapers, within five (5) Working Days from the date of this PA as required under Regulation 13(4) and Regulation 14(3) of the SEBI (SAST) Regulations, i.e., on or before Monday, December 09, 2024.
- 6.2. This Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- 6.3. This PA is not being issued pursuant to a Competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
- 6.4. The Acquirers accept full responsibility for the information contained in this PA, and jointly and severally undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011. The Acquirers confirm that they have adequate financial resources to meet their obligations under the Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, through verifiable means, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- 6.5. All the information pertaining to the Target Company has been obtained from publicly available sources and confirmations from the Target Company, and the accuracy thereof has not been independently verified by the Manager to the Open Offer.
- 6.6. In this Public Announcement, all references to “₹” are references to Indian Rupees.
- 6.7. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totaling is due to rounding off.

Issued by the Manager to the Offer:



MARK CORPORATE ADVISORS PRIVATE LIMITED

CIN: U67190MH2008PTC181996

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Sant Janabai Road (Service Lane),
Off Western Express Highway, Vile Parle (East),
Mumbai-400 057. Maharashtra. India.

Contact Person: Mr. Manish Gaur

Telephone No.: +91 22 2612 3207/08

Email ID: openoffer@markcorporateadvisors.com

Investor Grievance Email ID: investorgrievance@markcorporateadvisors.com

SEBI Registration No.: INM000012128



For and on behalf of the Acquirers:

Sd/-

Ayush Dharmendrabhai Jasani
("Acquirer 1")

Sd/-

Dharmendrabhai Becharbhai
Jasani ("Acquirer 2")

Sd/-

Yagnik Bharatkumar Tank
("Acquirer 3")

Date : December 02, 2024

Place : Surat

