

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

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



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

Notes:

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

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



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

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



Rajeshkumar Babulal Panjari

Director

(DIN No.: 00261895)



Place: Porbandar

Date: 02-01-2025

Encl: Copy of Basis of Allotment

RBP Holdings Pvt. Ltd.

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

January 02, 2025

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

Dear Sir,

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

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

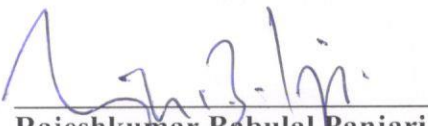
- 1) RBP Holdings Private Limited (Promoter)-1,84,800 Equity Shares
- 2) Amar Polyfils Private Limited (Promoter Group)-10,92,560 Equity Shares
- 3) Rajeshkumar Babulal Panjari (Promoter Group)-2,01,600 Equity Shares
- 4) Ramkumar Babulal Panjari (Promoter Group)-2,01,600 Equity Shares

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

Thanking You,

Yours Faithfully,

For RBP Holdings Private Limited


Rajeshkumar Babulal Panjari
Director
(DIN No.: 00261895)



CC to:

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

| | | | |
|---|--------------------------|------------------|--|
| RIGHTS ISSUE OF 25,60,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH CASH AT A PRICE OF ₹ 117.00 PER RIGHTS EQUITY SHARE AGGREGATING TO ₹ 29,95,20,000.00 OF VSTAR AMAR LIMITED ("THE ISSUE") | | | |
| MINUTES OF THE TELE CONFERENCING MEETING HELD IN CONNECTION WITH THE FINALIZATION OF THE BASIS OF ALLOTMENT OF THE ISSUE | | | |
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All parties took note of the following:

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

The Registrar to the Issue confirmed the following:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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For ASBA:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Fractional Entitlements

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

Conclusion

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

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

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

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

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

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

| ISSUER COMPANY | | |
|-----------------------|---------------|---------------------------------|
| VISTAR AMAR LIMITED | Name : | Mr. Rajeshkumar Babulal Panjari |
| | Designation : | Managing Director |

| LEAD MANAGER TO THE ISSUE | | |
|---|---------------|-----------------------|
| Mark Corporate Advisors Private Limited | Name : | Mr. Rajendra Kanoongo |
| | Designation : | Jt. Managing Director |

| REIGTRAR TO THE ISSUE | | |
|-------------------------------------|---------------|--------------------|
| Purva Sharegistry (India) Pvt. Ltd. | Name : | Ms. Deepali Dhuri |
| | Designation : | Compliance Officer |

Basis of Allotment for Rights Issue of VISTAR AMAR LIMITED

Summary of Basis of Allotment

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

Approved by:

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

Date: 27.12.2024