

# LUCENT INDUSTRIES LIMITED

(Formerly Known as SYLPH EDUCATION SOLUTIONS LIMITED)

CIN: L74110MP2010PLC023011

Regd. Off: Second Floor, 448-D, Scheme No.51, Sangam Nagar, Indore, (M.P.)-452006

E-mail: sylphedu@gmail.com www.lucindentustries.life

To  
The Manager  
Compliance  
BSE Ltd  
Mumbai

Scrip code: 539682

Dear Madam/Sir

## Sub.: Intimation about receipt of Public Announcement – SPA & Open offer U/s Reg. 30

With reference to above, the Company is in receipt of Public Announcement under Regulation 3(1) and 4 read with Regulation 13, 14 and 15 (1) and other applicable provisions of the Securities and Exchange Board of India (Substantial acquisition of Shares and Takeovers) Regulations, 2011, as amended thereof for Open Offer for Acquisition of (39,00,000) Equity Shares from Shareholders of Lucent Industries Limited ("Target Company") by Mr. Kunal H. Kothari ('Acquirer 1'), Mrs. Prachi ('Acquirer 2') and Mr. Tejas K. Rathod ('Acquirer 3') (hereinafter collectively referred to as 'Acquirers') 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")..

Please take note and disseminate accordingly.

For Lucent Industries Limited

PARESHBHAI SENGAL  
I  
GANPATBHAI SENGAL  
AI SENGAL

Pareshbhai Sengal  
Director  
DIN: 08444758

Encl.: As Above

**Public Announcement under Regulation 3(1) and 4 read with Regulation 13, 14 and 15 (1) and other applicable provisions of the Securities and Exchange Board of India (Substantial acquisition of Shares and Takeovers) Regulations, 2011, as amended thereof.**

**For The Attention of The Public Shareholders Of**

**LUCENT INDUSTRIES LIMITED (CIN: L74110MP2010PLC023011)**

**Regd. Office:** Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006  
**Tel. No:** 8200927566, **E-Mail ID:** [sylphedu@gmail.com](mailto:sylphedu@gmail.com); **Website:** [www.lucentindustries.life](http://www.lucentindustries.life)

**Open Offer for Acquisition of (39,00,000) Equity Shares from Shareholders of Lucent Industries Limited (“Target Company”) by Mr. Kunal H. Kothari (‘Acquirer 1’), Mrs. Prachi (‘Acquirer 2’) and Mr. Tejas K. Rathod (‘Acquirer 3’) (hereinafter collectively referred to as ‘Acquirers’) 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 Public Announcement (“PA”) is being issued by **Wealth Mine Networks Private Limited** (“Manager to the Offer”) for and on behalf of the Acquirers to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulations 3 (1) and 4 read with Regulations 13, 14 and 15(1), and other applicable regulations of the SEBI (SAST) Regulations, 2011.

**Definition:**

For the purposes of this PA, the following term would have the meanings assigned to them below:

“**Acquirers**” means Mr. Kunal H. Kothari (‘Acquirer 1’), Mrs. Prachi (‘Acquirer 2’) and Mr. Tejas K. Rathod (‘Acquirer 3’);

“**Equity Shares**” means paid-up equity shares of the Target Company of face value ₹ 10/- (Rupees Ten Only) each;

“**Seller**” means Biogen Pharmachem Industries Limited, Saianand Commercial Limited, Rama Shiva Lease Finance Private Limited, Sword Edge Commercials Ltd, Strategic Capital Partners Private Limit, Interface Financial Services Limited, Saral Mining Limited, Savjani Enterprise, Strategic Shares Solutions Pvt Ltd.

“**Public Shareholders**” means all the equity shareholders of the Target Company excluding (i) the Promoters and members of the Promoter Group of the Target Company; (ii) the Acquirer and any Persons Deemed to be Acting in Concert with the Acquirer; and (iii) the Parties to the SPA (as defined below) and any Persons Deemed to be Acting in Concert with the parties to the SPA.

“**SPA**” means Share Purchase Agreement executed on May 14, 2024, between Acquirers and Seller for acquiring 1,01,41,560 Equity Shares carrying voting rights representing 67.59% of the Emerging Voting Capital (as defined below) of the Target Company from the Seller at an agreed price of ₹ 10/- (Rupees Ten Only) per Equity share aggregating to ₹ 10,14,15,600/- (Rupees Ten Crore Fourteen Lakh Fifteen Thousand and Six Hundred Only); payable in cash along with acquisition of control and Management over the Target Company.

“**Stock Exchange**” means the BSE Limited (BSE);

“**Tendering Period**” has the meaning ascribed to it under the SEBI (SAST) Regulations, 2011;

“**Emerging Voting Capital**” means the total voting equity share capital of the Target Company on a fully diluted basis expected as of the 10<sup>th</sup> (Tenth) Working Day from the closure of the Tendering Period of the Offer i.e. 15,00,00,000/- present paid-up Equity Shares Capital of the Target Company.

“**Working Day**” means any working day of the Securities and Exchange Board of India.

“**PA**” means Public Announcement;

“**DPS**” means Detailed Public Statement;

“**Lof**” means Letter of Offer

**1. Offer Details**

- **Size:** The Acquirers hereby make this Offer to the Public Shareholders of the Target Company to acquire up to 39,00,000 Equity Shares of face value ₹ 10/- (Rupees Ten Only) representing 26% of the Emerging Voting Capital, subject to the terms and conditions mentioned in this PA and to be set out in the Detailed Public Statement (“DPS”) and the Letter of Offer (“LoF”) proposed to be issued in accordance with the SEBI (SAST) Regulations, 2011;
- **Price/ consideration:** The Open Offer is made at a price of ₹ 18.25/- (Eighteen Rupees Twenty-Five Paise) per Offer Share (“Offer Price”). The Equity Shares of the Target Company are not frequently traded within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations, 2011. The Offer Price has been determined in accordance with the provisions of Regulation 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011. Assuming full acceptance under this Open Offer, the aggregate consideration payable to the Public Shareholders in accordance with the SEBI (SAST) Regulations, 2011 will be ₹ 7,11,75,000/- (Rupees Seven Crore Eleven Lakh Seventy-Five Thousand Only);
- **Mode of payment (cash/ security):** The Offer Price will be paid in cash by the Acquirers in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011 in accordance with the terms and conditions mentioned in this PA and to be set out in the DPS and the LoF proposed to be issued in accordance with the SEBI (SAST) Regulations, 2011;
- **Type of offer (Triggered offer, ~~voluntary offer/ competing offer etc~~):** This Open Offer is a Triggered Open Offer in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulation, 2011, pursuant to the execution of the SPA in favour of acquirers. This Offer is made by the Acquirers to the Public Shareholders of the Target Company pursuant to SPA dated May 14, 2024 entered between the Acquirers and the Seller for the acquisition of Equity Shares, Voting Rights and Control of the Target Company;

**2. Transaction which has triggered the open offer obligations (Underlying Transaction)**

Details of underlying transaction						
Type of Transaction(direct/ indirect)	Mode of Transaction (Agreement/ Allotment / market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares /Voting Rights (VR) acquired ( Rs. in Crores)	Mode of payment (Cash/ securities) (*1)	Regulation which has triggered
Direct Acquisition	Execution of SPA between Acquirers and the seller to acquire 1,01,41,560 at a price of Rs. 10/- Carrying voting rights of 67.59% Target company.	1,01,41,560	67.59 %.	₹ 10,14,15,600/- (Rupees Ten Crore Fourteen Lakh Fifteen Thousand and Six Hundred Only)	Cash	Regulations 3(1) & 4 of SEBI (SAST) Regulations 2011

**Note:**

- a) The Acquirers shall become the Promoter of the Target Company and shall have control over the Target Company.
- b) Pursuant to the completion of Open Offer, the Acquirers will be classified as the Promoters of the Target Company and the Promoter Seller/present Promoters and Promoter Group will be reclassified as public in accordance with the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**3. Acquirer(s)/ PAC**

Details	Acquirer 1	Acquirer 2	Acquirer 3	Total
<b>Name of Acquirer(s)/ PAC(s)</b>	Mr. Kunal H. Kothari	Mrs. Prachi	Mr. Tejas Rathod	---
<b>Address</b>	B/1001, Poonam Park View, Opp. Club One, Dongare, Virar (west) Palghar, Maharashtra 401303	KU- 124 2nd Floor, Pitampura, New Delhi- 110034	at B-601, Shree Naman Towers CGS LTD, S. V. Road, Kilachand, Behind Namah Hospital, Kandivali-West, Mumbai Suburban, Maharashtra- 40067	----
<b>Name(s) of persons in control/promoters of acquirers/ PAC where Acquirers/PAC are companies</b>	Not Applicable	Not Applicable	Not Applicable	--
<b>Name of the Group, if any, to which the Acquirer/PAC belongs to</b>	Not Applicable	Not Applicable	Not Applicable	--
<b>Pre-Transaction shareholding Number % of total share capital</b>	Nil	Nil	Nil	--
<b>Proposed shareholding (*3) after the acquisition of shares which by execution of SPA triggered the Open Offer</b>	33,80,520	33,80,520	33,80,520	1,01,41,560
<b>Number of Shares: % of total Share Capital</b>	22.53%	22.53%	22.53%	67.59%
<b>Any other interest in the TC</b>	NONE			

#### 4. Details of selling shareholders, if applicable

Name	Part of promoter gap (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre-Transaction		Post Transaction	
		Number of shares	% of total voting rights	Number	% of total voting rights
Biogen Pharmachem Industries Limited	No	15,00,400	10.01	0	0.00
Saianand Commercial Limited	No	11,60,000	7.73	0	0.00
Rama Shiva Lease Finance Private Limited	No	10,87,480	7.25	0	0.00
Sword Edge	No	10,84,940	7.23	0	0.00

<b>Commercials Ltd</b>					
<b>Strategic Capital Partners Private Limit</b>	No	10,60,620	7.07	0	0.00
<b>Interface Financial Services Limited</b>	No	8,58,660	5.72	0	0.00
<b>Saral Mining Limited</b>	No	13,90,000	9.27	0	0.00
<b>Savjani Enterprise</b>	No	10,00,000	6.67	0	0.00
<b>Strategic Shares Solutions Pvt Ltd</b>	No	9,99,460	6.66	0	0.00

#### 5. **Target Company:**

<b>Name</b>	<b>Lucent Industries Limited</b>
<b>Corporate Identification Number</b>	L74110MP2010PLC023011
<b>Registered Office Address</b>	Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Indore, Madhya Pradesh, India, 452006
<b>Contact Details</b>	8200927566
<b>Stock Exchanges where listed</b>	The Equity Shares of the Target Company are listed on BSE Limited;
<b>Scrip Symbol for BSE Limited</b>	LUCENT
<b>Scrip Code for BSE Limited</b>	539682
<b>International Securities Identification Number (ISIN)</b>	INE622Q01019

#### 6. **Other details:**

- This PA is made in compliance with Regulation 13(1) of the SEBI (SAST) Regulations, 2011;
- The DPS to be issued pursuant to this PA in accordance with Regulation 13(4), Regulation 14(3), and Regulation 15(2) of the SEBI (SAST) Regulations, 2011, shall be published in newspapers, within 5 (Five) Working Days of this PA, i.e. on or before 21<sup>st</sup> May, 2024. The DPS shall, inter alia, contain details of the Offer including detailed information on the Offer Price, the Acquirers, the Target Company, Promoter Sellers, background to the Offer, relevant conditions under the SPA, statutory approvals required for this Offer, details of financial arrangements, and such other terms and conditions as applicable to this Offer;
- Completion of this Offer and the underlying transaction as envisaged under the SPA is subject to the satisfaction of certain conditions precedent as set out in the SPA and the receipt of statutory and other regulatory approvals, as applicable. Further, in compliance with the SEBI (SAST) Regulations, 2011, the underlying transactions under the SPA referred to hereinabove may be completed prior to the completion of the Offer. Further, this Offer is subject to the terms and conditions mentioned in this PA, the DPS and the LoF that are proposed to be issued in accordance with the SEBI (SAST) Regulations, 2011;
- The Acquirers undertakes that they are fully aware of and shall comply with his obligations under the SEBI (SAST) Regulations, 2011 and has adequate financial resources to meet their obligations under this Offer. The Acquirers have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011;
- The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011;
- This Offer is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011;
- The information pertaining to Target Company contained in this Public Announcement has been compiled from the

information published or publicly available sources or provided by the Target Company. Accordingly, the accuracy of the information has not been independently verified by the Manager to the Offer.

- In this PA, all references to '₹' are references to the Indian Rupee.

**Issued by**

**WEALTH MINE NETWORKS PRIVATE LIMITED (CIN: U93000GJ1995PTC025328)**

**Registered Office:** 215 B, Manek Centre, P N Marg, Jamnagar, Gujarat-361001,

**Contact Person:** Mr. JAY TRIVEDI

**Tel No.:** + 7778867143

**Email:** [wealthminenetworks@gmail.com](mailto:wealthminenetworks@gmail.com)

**Investor Grievance ID:** [wealthminenetworks@gmail.com](mailto:wealthminenetworks@gmail.com)

**SEBI Reg. No. :** INM000013077

**On behalf of:**

*Acquirer 1*

*Acquirer 2*

*Acquirer 3*

**Place: Jamnagar**

**Date: 14<sup>th</sup> May, 2024**