

March 08, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001, India.

National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051, India.

Dear Sirs,

Subject: Post offer Advertisement, in relation to an open offer to the Public Shareholders (as defined in the LoF) of Fairchem Organics Limited (the “Target Company”) (“Open Offer”/ “Offer”).

With respect to the captioned Open Offer, in accordance with 18 (12) of SEBI (SAST) Regulations, please find enclosed the Post offer advertisement dated March 6, 2021 (“Post offer Advertisement”) that has appeared in following newspapers on March 08, 2021, in the following newspapers –

Newspaper	Language	Editions
Financial Express	English National Daily	All editions
Jansatta	Hindi National Daily	All editions
Navshakti	Marathi Daily	Mumbai edition

Capitalised terms not defined herein have the same meaning as specified in the enclosed LoF.

Thanking You,

For **JM Financial Limited**

Rohit Baheti



Authorized Signatory

Enclosure: as above.

JM Financial Limited

Corporate Identity Number: L67120MH1986PLC038784

Regd. Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025.

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POST OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED) ("SEBI (SAST) REGULATIONS"), WITH RESPECT TO THE OPEN OFFER TO THE PUBLIC SHAREHOLDERS OF

FAIRCHEM ORGANICS LIMITED

Registered Office: Plot A-71, TTC Industrial Estate, Near Thane Belapur Road, Kopar Khairane, Navi Mumbai - 400 709, Maharashtra; CIN: U24200MH2019PLC323176
Tel: +91 94099 58550; Website: www.fairchem.in

OPEN OFFER FOR ACQUISITION OF UP TO 33,77,953 (THIRTY THREE LAKHS SEVENTY SEVEN THOUSAND NINE HUNDRED AND FIFTY THREE) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF INR 10 EACH ("EQUITY SHARES"), REPRESENTING 25.94% OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF FAIRCHEM ORGANICS LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY FIH MAURITIUS INVESTMENTS LTD ("ACQUIRER"), TOGETHER WITH FIH PRIVATE INVESTMENTS LTD ("PAC 1"), MR. NAHOOSH J. JARIWALA ("PAC 2"), MR. UTKARSH B. SHAH ("PAC 3"), JARIWALA TRADELINK LLP ("PAC 4") AND NAHOOSH TRADELINK LLP ("PAC 5") (TOGETHER, THE "PACS") IN THEIR CAPACITY AS A PERSON ACTING IN CONCERT WITH THE ACQUIRER ("OFFER" OR "OPEN OFFER").

This post-offer advertisement is being issued by JM Financial Limited ("Manager to the Offer"), for and on behalf of the Acquirer and PACs, pursuant to and in accordance with Regulation 18(12) of the SEBI (SAST) Regulations in respect of the Offer ("Post Offer Advertisement"). This Post Offer Advertisement should be read in continuation of and in conjunction with:

- the public announcement in connection with the Offer, made by the Manager to the Offer on behalf of the Acquirer and PACs, to NSE and BSE on December 24, 2020;
- the detailed public statement in connection with the Offer, published on December 31, 2020 in all editions of Financial Express (English), all editions of Jansatta (Hindi), and the Mumbai edition of Navshakti (Marathi) ("DPS");
- the Letter of Offer dated January 28, 2021, in connection with the Offer ("LoF");
- the Offer opening public announcement and corrigendum published on February 8, 2020 in all editions of Financial Express (English), all editions of Jansatta (Hindi), and the Mumbai edition of Navshakti (Marathi).

Capitalised terms used but not defined in this Post Offer Advertisement shall have the meaning assigned to such terms in the LoF.

1.	Name of the Target Company	FAIRCHEM ORGANICS LIMITED	
2.	Name of the Acquirer(s) and PACs	Acquirer: FIH Mauritius Investments Ltd PACs: FIH Private Investments Ltd Mr. Nahoosh J. Jariwala Mr. Utkarsh B. Shah Jariwala Tradelink LLP Nahoosh Tradelink LLP	
3.	Name of the Manager to the Offer	JM Financial Limited	
4.	Name of the Registrar to the Offer	Link Intime India Private Limited	
5.	Offer Details		
	Date of opening of the Offer	Tuesday, February 09, 2021	
	Date of closure of the Offer	Tuesday, February 23, 2021	
6.	Date of payment of consideration	Tuesday, March 02, 2021	
7.	Details of Acquisition		
Sr. No.	Particulars	Proposed in the DPS and LoF	Actuals
7.1	Offer Price (INR per Equity Share)	INR 575.53	INR 575.53
7.2	Aggregate number of Equity Shares tendered	33,77,953	290
7.3	Aggregate number of Equity Shares accepted	33,77,953 ²	290
7.4	Size of the Offer (INR) (Number of Equity Shares multiplied by Offer Price per Equity Share)	INR 1,94,41,13,290.09	INR 166,903.70
7.5	Shareholding of the Acquirer and PACs before the agreements/Public Announcement (No. & %)		
	Acquirer		
	• Number	63,47,609	63,47,609
	• % of Voting Share Capital	48.75%	48.75%
	PAC 1		
	• Number	1,083	1,083
	• % of Voting Share Capital	0.01%	0.01%
	PAC 2		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 3		
	• Number	8,333	8,333
	• % of Voting Share Capital	0.06%	0.06%
	PAC 4		
	• Number	1,12,327	1,12,327
	• % of Voting Share Capital	0.86%	0.86%
	PAC 5		
	• Number	2,21,006	2,21,006
	• % of Voting Share Capital	1.70%	1.70%
7.6	Shares acquired by way of Agreements ¹		
	Acquirer		
	• Number	23,30,757	23,30,757
	• % of Voting Share Capital	17.90%	17.90%
	PAC 1		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL

	PAC 2		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 3		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 4		
	• Number	2,09,547	2,09,547
	• % of Voting Share Capital	1.61%	1.61%
	PAC 5		
	• Number	4,12,287	4,12,287
	• % of Voting Share Capital	3.17%	3.17%
7.7	Shares acquired by way of Offer		
	Acquirer		
	• Number	33,77,953	290
	• % of Voting Share Capital	25.94%	0.00%
	PAC 1		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 2		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 3		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 4		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
	PAC 5		
	• Number	NIL	NIL
	• % of Voting Share Capital	NIL	NIL
7.8	Shares acquired after the DPS		
	• Number of shares acquired	NIL	NIL
	• Price of shares acquired	NA	NA
	• % of Voting Share Capital acquired	NIL	NIL
7.9	Post Offer shareholding of the Acquirer & PACS		
	• Number	1,30,20,902 ²	96,43,239 ¹
	• % of the Voting Share Capital	100.00% ²	74.06%
7.10	Pre and post Offer shareholding of the public Shareholders	Pre-Offer	Post-Offer
	• Number	33,77,953	Nil
	• % of the Voting Share Capital	25.94%	Nil
			Pre-Offer
			Post-Offer
			33,77,953
			33,77,663
			25.94%
			25.94%

Note:

- Transactions involving acquisition of shares by way of agreements is yet to be consummated
- Assuming full acceptance in the Offer

The Acquirer and the PACs including their respective directors accept full responsibility for the obligations of the Acquirer and the PACs as laid down in terms of the SEBI (SAST) Regulations and for the information contained in this Post Offer Advertisement, and for their obligations under the Offer.

In this Post Offer Advertisement, all references to "Rs." Or "INR" are references to the Indian Rupee.

This Post Offer Advertisement would also be available on the websites of SEBI (www.sebi.gov.in), BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and the Target Company's registered office.

MANAGER TO THE OFFER  JM Financial Limited 7th Floor, Chenergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025, India. Tel: +91 22 6630 3030/ +91 22 6630 3262 Fax: +91 22 6630 3330 Email: fairchem.openoffer@jmf.com Website: https://www.jmf.com Contact person: Ms. Prachee Dhuri SEBI Registration Number: INM000010361 CIN: L67120MH1986PLC038784	REGISTRAR TO THE OFFER  Link Intime India Private Limited C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083 Tel: + 91 22 49186200 Fax: + 91 22 49186195 Website: www.linkintime.co.in Email: fairchem.offer@linkintime.co.in Contact Person: Mr. Sumeet Deshpande SEBI Registration Number: INR000004058 CIN: U67190MH1999PTC118368
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Date: March 06, 2021
Place: Mumbai