

February 04, 2021

MCAPL: MUM: 2020-21: 0082

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

Dear Sir/Madam,

Sub : Submission of Detailed Public Statement ("DPS")

Ref : Open Offer to the Public Shareholders of Lloyds Steels Industries Limited ("LSIL"/"Target Company")

In continuation to our earlier Letter No. MCAPL: MUM: 2020-21: 0076 dated January 28, 2021 (Thursday), we hereby inform you that the Detailed Public Statement ("DPS") has been published today i.e. February 04, 2021 (Thursday) as envisaged.

As required under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments thereof, the DPS has been published in Financial Express (English-All Editions), Jansatta (Hindi-All Editions) and Navshakti (Marathi-Mumbai Edition).

We are herewith submitting a soft copy of a newspaper clipping of the DPS published in Financial Express (English) in pdf format for your kind perusal.

A hard copy of the same is being submitted to Securities and Exchange Board of India, Mumbai ("SEBI"), National Stock Exchange of India Limited, Mumbai ("NSE") through e-mail and is being dispatched to the Registered Office of the Target Company.

Kindly take the above information on your records.

Yours truly,

For Mark Corporate Advisors Private Limited

Manish Gaur Asst. Vice President

Encl: As Above.

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 3(1) AND 4 READ WITH REGULATIONS 13 (4), 14 (3) AND 15 (2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AS AMENDED, FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

LLOYDS STEELS INDUSTRIES LIMITED

(CIN: L28900MH1994PLC081235)

Registered Office: Plot No A -5/5, MIDC Industrial Area, Murbad, Thane-421401, Maharashtra, India Contact No.: +91 2524 222 271 / +91 95456 54196;

Corporate Office: A-2, Madhu Estate, 2nd Floor, Pandurang Budhkar Marg, Lower Parel, Mumbai-400 013, Maharashtra, India

Tel No.: +91 22 6291 8111; E-Mail ID: infoengg@lloyds.in; Website: www.lloydsengg.in

Open Offer for acquisition of 23,36,61,600 Equity Shares of ₹1 each representing 26% of the Equity Share Capital/ Voting Capital of the Target Company at a price of ₹1 (Rupee One only) per Equity Share from the Public Shareholders of Lloyds Steels Industries Limited ("LSIL"/"Target Company"), in terms of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ["SEBI (SAST) Regulations, 2011"/"Regulations"] by Shree Global Tradefin Limited (hereinafter referred

This Detailed Public Statement ("DPS") is being issued by Mark Corporate Advisors Private Limited, the Manager to the Offer ("Manager"), for and on behalf of the Acquirer, in compliance with Regulations 13(4), 14(3) and 15(2) of the Regulations pursuant to the Public Announcement ("PA") made on January 28, 2021 (Thursday) issued in terms of Regulation 3(1) and 4 of the Regulations and sent to BSE Limited ("BSE"), National Stock Exchange of India Limited, Mumbai ("NSE") and the Target Company through e-mail on January 28, 2021 (Thursday) and submitted to Securities and Exchange Board of India ("SEBI") on January 29, 2021 (Friday).

ACQUIRER, SELLERS, TARGET COMPANY AND OFFER:

Information about the Acquirer:

Information about Shree Global Tradefin Limited ("SGTL"/"Acquirer")

The Acquirer is a Public Limited company with Corporate Identification Number ('CIN') as L27100MH1986PLC041252, was incorporated on October 15, 1986 as 'Bensons Steels Limited in the State of Maharashtra, pursuant to the provisions of the Companies Act, 1956. Subsequently, the name was changed to 'Shree Global Tradefin Limited' and a Fresh Certificate of Incorporation was issued by the Registrar of Companies, Maharashtra, on October 24, 1996. There has been no change in the name of the Company since then.

 The Registered Office of the Acquirer is presently situated at 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai-400 009, Maharashtra, India and the contact number of the Acquirer is Tel. No.: +91 22 2348 0526.

The Acquirer is not part of any group.

- The Authorized Share Capital of the Acquirer is ₹7,50,00,00,000 (Rupees Seven Hundred and Fifty Crores only) consisting of 7,50,00,00,000 (Seven Hundred and Fifty Crores only) Equity Shares of Face Value of ₹1 (Rupee One only) each. The Issued, Subscribed and Paid-up Equity Share Capital of the Acquirer is ₹1,13,95,05,465 (Rupees One Hundred Thirteen Crores Ninety Five Lakhs Five Thousand Four Hundred and Sixty Five only) consisting of 1,13,95,05,465 (One Hundred Thirteen Crores Ninety Five Lakhs Five Thousand Four Hundred and Sixty Five only) Equity shares of Face Value of ₹1 each (Rupee One only).
- As on date, the Acquirer is a beneficial owner of 6,55,17,911 Equity Shares aggregating to 7,29% of the Equity Share Capital/Voting Capital of the Target Company (details of which are mentioned under point no. 1.9 below). Further, the Acquirer has entered into a Share Purchase Agreement ("SPA") with the Promoter(s)/Promoter Group of the Target Company on January 28, 2021 to acquire 41,44,41,116 Equity Shares representing 46.12% of the Equity Share Capital/ Voting Capital of the Target Company.
- 1.6. The Company is engaged in the business of trading in steel, dealing in shares, stock, debentures and other securities. 1.7. The Acquirer is listed on BSE Limited, Mumbai ("BSE"). 1.8. The names of the Promoter and Promoter Group of the Acquirer, along with their Shareholding percentage, as
 - disclosed by it to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations, 2015"], as of December 31, 2020 are as follows:

Promoter/Promoter Group

Individuals: Mrs. Abha M Gupta is holding 43,53,330 Equity Shares representing 0.38% of the Equity Share Capital/ Voting Capital of the Acquirer.

Others: (i) Teamwork Properities Developments LLP ("Teamwork") is holding 38,65,55,000 Equity Shares representing 33.92% of the Equity Share Capital/Voting Capital of the Acquirer. (ii) Blossom Trade & Interchange LLP ("Blossom") is holding 38,39,04,000 Equity Shares representing 33.69% of the Equity Share Capital/Voting Capital of the Acquirer. Person(s) having Control: (i) Mrs. Renu R. Gupta (Being Promoter of Teamwork & Blossom) (ii) Mrs. Abha M.

Gupta (Being Promoter of SGTL, Teamwork & Blossom) 1.9. As of the date of this DPS, the Acquirer, its directors/key employees do not have any relationship or interest in the Target

- Company, except for the followings: The Acquirer is holding 5,56,64,626 Equity Shares representing 6.19% of the Equity Share Capital/Voting
- Capital of the Target Company. Ragini Trading & Investments Ltd ("RTIL") is holding 96,86,386 Equity Shares representing 1.08% of the Equity Share Capital/Voting Capital of the Target Company, RTIL was merged with the Acquirer vide Order
- dated March 09, 2012 of the Hon'ble High Court, Bombay. However, the holding of RTIL are still held in its name, which are pledged with Asset Reconstruction Company (India) Limited ("ARCIL"). Mrs. Renu R. Gupta is holding 68,680 Equity Shares representing 0.008% of the Equity Share Capital/Voting
- Capital of the Target Company. Mrs. Abha M. Gupta is holding 7,514 Equity Shares representing 0.001% of the Equity Share Capital/Voting
- Capital of the Target Company. Mr. Rajesh R. Guota (Husband of Mrs. Renu Guota and Managing Director of SGTL) is holding 61,438 Equity
- Shares representing 0.007% of the Equity Share Capital/Voting Capital of the Target Company. Mr. Mukesh R. Gupta (Husband of Mrs. Abha Gupta) is holding 7,095 Equity Shares representing 0.001% of
- the Equity Share Capital/Voting Capital of the Target Company. Late Mrs. Chitralekha R. Gupta (Mother in Law of Mrs. Abha M. Gupta) is holding 22,172 Equity Shares
- representing 0.002% of the Equity Share Capital/Voting Capital of the Target Company. Mr. Kalpesh Agrawal, Chief Financial Officer of the Target Company is husband of Mrs. Priyanka Agrawal,

The Acquirer has entered into SPA for proposed acquisition of 41,44,41,116 Equity Shares representing 46.12% of the Equity Share Capital/Voting Capital of the Target Company through SPA. Furthermore, there are no directors representing the Acquirer on the Board of Directors of the Target Company

1.10. Apart from the Acquirer and Ragini Trading & Investments Ltd (which is merged with the Acquirer), none of the Individuals mentioned in point no. 1.9 above are either participating or acting in Concert in this Open Offer.

Company Secretary of the Acquirer Company.

- 1.11. The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of directions issued under section 11 B of the SEBI Act or any other regulations made under the SEBI Act.
- 1.12. The summary of Un-Audited Limited Reviewed key Financial Information as at and for the period ended September 30, 2020, and Audited key Financial Information as at and for the Financial Year ended March 31, 2020, March 31, 2019 and March 31, 2018, are as follows:

(Amount in Lakhe unlace athonwice stated)

Particulars	Six Months period ended September 30, 2020	FY 2019-2020	FY 2018-2019	FY 2017-2018
Total Income (includes Other Income)	0.09	82.13	1,458.18	24,277.17
Profit/(Loss) for the year/period	(57.00)	(82.93)	(803.63)	(594.11)
Share of Profit/(Loss) of Associates	114.25	30.27	(3,547.81)	227.54
Other Comprehensive Income	1,619.16	(2,268.36)	(1,627.03)	(6,396.66)
Total Comprehensive Income	1,676.41	(2,321.02)	(5,978.47)	(6,763.24)
Earnings Per Share (Basic & Diluted)	Negative^	Negative	Negative	Negative
Net Worth	32,907.39	31,231.00	33,642.34	39,620.78

periods/years)

- Neither the Acquirer nor any of the entities with whom the Acquirer is associated, are in Securities related business. and registered with SEBI as a Market Intermediary.
- Based on the information available, the Acquirer is not in the list of 'wilful defaulters' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by RBI and as per Regulation 2(1) (ze) of Regulations. Based on the information available, the Acquirer has not been declared as a fugitive economic offender under Section
- 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) as per Regulations 2 (1) (ja) of Regulations. There are no persons Acting in Concert in relation to the Offer within the meaning of 2 (1) (q) (1) of the Regulations.
- Information about the Sellers: Pursuant to the Share Purchase Agreement ("SPA") entered between the Acquirer and the Sellers on January 28,

2021, the Acquirer has agreed to acquire 41,44,41,116 Equity Shares of Face Value of ₹1 (Rupee One only) from the following Shareholders of the Target Company (hereinafter referred as "Sellers"/"Selling Shareholders"):

Sr. No.	Name, PAN & Address	Part of Promoter Group	Details of Shares/ Voting Rights held by the Selling Shareholders				
		(Yes/No)	Pre Tran	nsaction	Post Transaction		
			No. of Shares	% vis a vis total Share Capital	No. of Shares	% vis a vis total Share Capital	
1)	Metallurgical Engineering and Equipments Limited ("Seller 1") PAN: AAACS 8041 G Registered Office Address: 502, Global Foyer Building, Sector-43, Golf Course Road, Gurgaon-122 002, Haryana, India Corporate/Administrative Office Address: 509-510, Navratan Building Co-op Society, 69,P. D' Mello Road, Carnac Bunder, Mumbai-400 009, Maharashtra, India	Yes	12,63,67,638	14.06%	Nil	N.A.	
2)	FirstIndia Infrastructure Private Limited ("Seller 2") PAN: AABCU 0756 F Registered Office Address: 502, Global Foyer Building, Sector-43, Golf Course Road, Gurgaon-122 002, Haryana, India Corporate/Administrative Office Address: 511, 5th Floor, Navratan Building Co-op Society, 69,P. D' Mello Road, Carnac Bunder, Mumbai-400 009, Maharashtra, India	Yes	28,80,73,478	32.05%	Nil	N.A.	

- 41,44,41,116 46.12% The above mentioned Equity Shares are lying in the Demat Account of the Sellers, which will be transferred to the Demat Account of the Acquirer after the successful completion of the Open Offer formalities. However, the Shares to be issued by the Acquirer under Preferential Allotment to the Sellers shall be credited to their respective Demat Accounts upon Allotment.
- Swap in the ratio of 1:3.125). On January 28, 2021, the Board of Directors of the Acquirer had approved a Preferential Issue of 13,26,21,156 Equity Shares of Face Value of ₹1 each at a price of ₹2.50 per Equity Share (including a premium of ₹1.50 per Equity Share) representing 10.43% of the Emerging Voting Capital of the Acquirer in the form of Consideration for the said Shares. The said Equity Shares are proposed to be allotted to Metallurgical Engineering and Equipments Limited ("Seller 1") and FirstIndia Infrastructure Private Limited ("Seller 2") consisting of 4,04,37,644 Equity Shares representing 3.18% and 9,21,83,512 Equity Shares representing 7.25% respectively of the Acquirer. The Fractional Shares, if any, arising out of share swap ratio of 1: 3.125 are ignored.

The Acquirer will acquire 41,44,41,116 Equity Shares from the Sellers at ₹0.80 (Paise Eighty only) (through Share

- The Sellers have not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992, as amended or under any other regulation made under the SEBI Act, 1992.
- Information about the Target Company-Lloyds Steels Industries Limited (hereinafter referred to as "LSIL"/
- The Target Company, bearing CIN L28900MH1994PLC081235 was incorporated on September 19, 1994 in the name of 'Climan Properties Private Limited' in the State of Maharashtra pursuant to the provisions of the Companies Act, 1956. Subsequently, the name of the Target Company was changed several times and lastly the name was changed to 'Lloyds Steels Industries Limited' and a Fresh Certificate of Incorporation was issued by the Registrar of Companies, Maharashtra, on May 04, 2013. There has been no change in the name of the Company during the last three years.
- The Target Company is engaged in the business of Design, Engineering and Fabrication of Heavy equipment, Waste Heat Recovery Boilers, Steel Plant, Power Plant Equipment and Naval Equipment and execution of Turnkey projects apart from providing Technical and Technological services.

- The Authorized Share Capital of the Target Company is ₹90,00,00,000 (Rupees Ninety Crores only) consisting of 90,00,00,000 (Ninety Crores only) Equity Shares of ₹1 each. The Paid-up Equity Share Capital of the Target Company is ₹89,86,98,382 (Rupees Eighty Nine Crores Eighty Six Lakhs Ninety Eight Thousand Three Hundred and Eighty Two only) comprising of 89,86,98,382 (Eighty Nine Crores Eighty Six Lakhs Ninety Eight Thousand Three Hundred and Eighty Two only) Equity Shares of ₹1 each fully paid up.
- The Equity Shares of the Target Company are listed on BSE Limited, ("BSE") having a scrip code as '539992' and National Stock Exchange of India Limited, Mumbai ("NSE") having scrip symbol as 'LSIL' (hereinafter collectively referred to as "Stock Exchanges"). The Equity Shares of the Target Company are frequently traded on the Stock Exchanges within the meaning of explanation provided in Regulation 2(j) of the Regulations. The ISIN of the Target
- 2020, and Audited key Financial Information as at and for the Financial Year ended March 31, 2020, March 31, 2019 and March 31, 2018, are as follows: (Amount in Lakhs, unless otherwise stated)

The summary of Un-Audited Limited Reviewed key Financial Information as at and for the period ended September 30,

Particulars	Six Months period ended September 30, 2020	FY 2019-2020	FY 2018-2019	FY 2017-2018
Total Income (includes Other Income)	2,999.38	12,276.35	10,775.45	15,678.60
Profit/(Loss) for the year/period	86.67	249.05	287.50	207.35
Other Comprehensive Income	18.16	36.33	(18.42)	(7.27)
Total Comprehensive Income	104.83	285.38	269.08	200.08
Earnings Per Share (Basic & Diluted)	0.01^	0.03	0.03	0.02

(Source: Limited Review Report and Audited Financials from the Annual Reports of the respective periods/years)

10,953.98

11,239.35

- The Board of Directors of the Target Company consists of Mr. Ashok Tandon, Managing Director (DIN: 00028301), Mr. Rajashekhar Mallikarjun Alegavi, Non-Executive Non-Independent Director (DIN: 03584302), Mr. Kishor Kumar Mohanlal Pradhan, Non-Executive Non-Independent Director (DIN: 02749508), Mr. Satyendra Narain Tej Narain Singh, Non-Executive Independent Director (DIN: 00398484), Mrs. Bela Sundar Rajan, Non-Executive Independent Director (DIN: 00548367) and Mr. Lakshman Ananthsubramanian, Non-Executive Independent Director
- The Compliance Officer of the Target Company is Mrs. Meenakshi Ankit Pansari.

Net Worth

- The Acquirer is giving this Open Offer to acquire up to 23,36,61,600 Equity Shares of ₹1 each, representing 26% of the Equity Share Capital of the Target Company at a price of ₹1 (Rupee One only) per Equity Share ("Offer Price") aggregating to ₹23,36,61,600 (Rupees Twenty Three Crores Thirty Six Lakhs Sixty One Thousand and Six Hundred only), payable in cash, subject to the terms and conditions set out in the Public Announcement ('PA'), this Detailed Public Statement ('DPS') and the Letter of Offer ('LoF'), which will be sent to the Public Shareholders of the Target
- All owners of the equity shares of the Target Company registered or unregistered except the Acquirer and Sellers are eligible to participate in the Offer in terms of Regulation 7(6) of the Regulations. As on date, to the best of knowledge and belief of the Acquirer, there are no other statutory approvals required to acquire
- the equity shares tendered pursuant to this Offer. If any other statutory approvals are required or become applicable at a later date before the completion of the Offer, the Offer would be subject to the receipt of such other statutory approvals. The Acquirer will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 of the Regulations.
- This Offer is not conditional upon any minimum level of acceptance by the Equity Shareholders of the Target Company in terms of Regulation 19(1) of the Regulations.

This is not a competing offer in terms of Regulation 20 of the Regulations. The Equity Shares of the Target Company which will be acquired by the Acquirer are fully paid up, free from all liens,

- charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and As on date, there are no instruments pending for conversion into Equity Shares. The Manager to the Offer viz., Mark Corporate Advisors Private Limited does not hold any Equity Shares in the Target
- Company as on the date of appointment to act as Manager to the Offer. They declare and undertake that they shall not deal in the Equity Shares of the Target Company during the period commencing from the date of their appointment as Manager to the Offer till the expiry of 15 days from the date on which the payment of consideration to the shareholders who have accepted the Open Offer is made, or the date on which the Open Offer is withdrawn as the case may be.

The Acquirer does not have any plans to alienate any significant assets of the Target Company whether by way of sale,

- lease, encumbrance or otherwise for a period of two (2) years except in the ordinary course of business. The Target Company's future policy for disposal of its assets, if any, within two (2) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot in terms of Regulation 25(2) of the Regulations. As per Regulation 38 of SEBI (LODR) Regulations read with Rule 19A of the Securities Contract (Regulation) Rules,
- 1957, as amended ('SCRR'), the Target Company is required to maintain at least 25% Public Shareholding, on continuous basis for listing. Pursuant to completion of this Offer, assuming full acceptance, the Public Shareholding in the Target Company will fall below the minimum public shareholding requirement as per SCRR as amended and the SEBI (LODR) Regulations, 2015. The Acquirer undertakes to take necessary steps to facilitate Compliances of the Target Company with the relevant provisions of the SEBI (LODR) Regulations, 2015 within the time period

BACKGROUND TO THE OFFER: The Acquirer has entered into a Share Purchase Agreement ("SPA") on January 28, 2021 with the existing Promoters/

- Promoter Group (the "Selling Shareholders"/"Sellers") to acquire the Equity Shares held by them i.e. 41,44,41,116 Equity Shares of ₹1 each representing 46.12% of the Equity Share Capital/Voting Capital of the Target Company On January 28, 2021, the Board of Directors of the Acquirer has approved a Preferential Allotment of 13,26,21,156
- Equity Shares of Face Value of ₹1 each at a price of ₹2.50 per Equity Share (including a premium of ₹1.50 per Equity Share) representing 10.43% of the Emerging Voting Capital of the Acquirer, subject to the approval of the Shareholders against swap of Shares with the above mentioned Sale Shares of the Target Company in the ratio of 1:3.125 i.e. One Share of the Acquirer against 3.125 Equity Shares of the Target Company (fractional Shares, if any, is ignored). The said Equity Shares are proposed to be allotted to Metallurgical Engineering and Equipments Limited ("Seller 1") and FirstIndia Infrastructure Private Limited ("Seller 2") consisting of 4,04,37,644 Equity Shares representing 3.18% and 9,21,83,512 Equity Shares representing 7.25% respectively in the form of consideration payable, subject to Section 62 and other applicable provisions of Companies Act, 2013 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ["SEBI (ICDR) Regulations, 2018"].

Pursuant to SPA, the Acquirer are making an Offer in terms of Regulation 3(1) and 4 of the Regulations to acquire

- upto 23,36,61,600 Equity Shares of ₹1 each, representing 26% of the Equity Share Capital/Voting Capital of the Target Company ("Offer Size") at a price of ₹1 (Rupee One only) per Equity Share ("Offer Price"), payable in cash, subject to the terms and conditions set out in the PA, this Detailed Public Statement and the Letter of Offer that will be sent to the Public Shareholders of the Target Company. The Offer Price is payable in cash, in accordance with Regulation 9(1) of SEBI (SAST) Regulations, 2011.
- At present, the Acquirer do not have any plans to make major changes to the existing line of business of the Target
- Company except in the ordinary course of business. The Acquirer may diversify into new businesses with the prior approval of the Shareholders. The Acquirer may reorganize the present Capital structure of the Company and also further strengthen the Board. The Object of the acquisition is substantial acquisition of Shares/Voting Rights and take control over the Management
- of the Target Company.
- SHAREHOLDING AND ACQUISITION DETAILS: The current and proposed Equity Shareholding of the Acquirer in the Target Company and the details of acquisitions

Particulars Shareholding Shares agreed to be Shares agguired Shares proposed

	as on PA date		acquired through SPA		between PAdate and the DPS date		to be acquired in the Offer (assuming full acceptance)		shareholding as on 10th working day after closing of Tendering Period	
	No of Shares	%	No of Shares	%	No of Shares	%	No of Shares	%	No of Shares*	% ^
Acquirer	6,55,17,911*	7.29	41,44,41,116	46.12	Nil	N.A.	23,36,61,600	26.00	71,36,20,627	79.41
TOTAL	6,55,17,911*	7.29	41,44,41,116	46.12	Nil	N.A.	23,36,61,600	26.00	71,36,20,627	79.41

Assuming full acceptance in the Open Offer.

The Equity Shares of the Target Company are presently listed on BSE Limited, Mumbai ("BSE") having a Scrip Code

as 539992 and National Stock Exchange of India Limited, Mumbai ("NSE") having Scrip Symbol as "LSIL". The annualized trading turnover of the Equity Shares of the Target Company during Twelve (12) calendar months

preceding the month of PA (January 2020 to December 2020) on the Stock Exchanges on which the Equity Shares of the Target Company are listed is given below:

Name of the Total Number of shares Total No. of Equity Annualized trading turnover Stock Exchange traded during the preceding 12 Shares listed (as % of total number of listed calendar months prior to the month BSE Limited 15.51% 13,94,16,135 89,86,98,382 40,31,12,461 89,86,98,382 44.86% National Stock Exchange of

(Source: www.bseindia.com and www.nseindia.com) 3) Based on the above, the Equity Shares of the Target Company are frequently traded on BSE as well as NSE during

twelve (12) calendar months preceding the calendar month in which PA is made within the meaning of explanation provided in Regulation 2(j) of the Regulations.

The Offer Price of ₹1 (Rupee One only) is justified in terms of Regulation 8(2) of the Regulations on the basis of the

Sr. No.	Particulars		Amount (In. ₹)
a)	Negotiated Price as per SPA	:	₹0.80*
b)	The volume-weighted average price paid or payable for acquisition by the Acquirer, during 52 weeks preceding the date of PA	3	N.A.
c)	The highest price paid or payable for any acquisition, by the Acquirer, during 26 weeks preceding the date of the PA	:	N.A.
ď)	The volume-weighted average market price of Equity shares of the Target Company for a period of sixty (60) trading days immediately preceding the date of PA as traded on NSE, being the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period	÷	₹0.98
e)	The price determined by the Valuer taking into account Valuation Parameters per Equity Share including Book Value, Comparable Trading Multiples and such other parameters as are customary for Valuation of Equity Shares, since the Equity Shares are infrequently traded		N.A.
f)	Other Financial Parameters as at:		September 30, 2020
			(Un-Audited)
	i) Return on Net Worth (%)^		0.92
	ii) Book Value Per Share (₹)	:	1.26
	iii) Earnings Per Share (₹)^	:	0.01

Issue of Equity Shares to the Sellers on Preferential basis at the price of ₹2.50 Per Equity Share in the ratio of 1:3.125 (fractional Shares, if any, is ignored).

- In view of the parameters considered and presented in the table above and in the opinion of the Acquirer and Manager to the Offer, the Offer Price of ₹1 (Rupee One only) per Equity Share is justified in terms of Regulation 8 (2) of the
- the Acquirer shall comply with regulation 18 of the Regulations and all the provisions of the Regulations which are
- required to be fulfilled for the said revision in the Offer Price or Offer Size. If the Acquirer acquires or agrees to acquire any Equity Shares or Voting Rights in the Target Company during the offer period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand

Provided that no such acquisition shall be made after the third working day prior to the commencement of the tendering period and until the expiry of the tendering period. Further, in accordance with Regulations 18(4) and 18(5) of the Regulations, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, the Acquirer shall (i) make public announcement in the same newspapers in which this DPS has been published; and (ii) simultaneously notify to SEBI, BSE, NSE and the Target Company at its Registered Office. Such revision would be done in compliance with other formalities prescribed under the Regulations. If the Acquirer acquires Equity Shares of the Target Company during the period of twenty-six weeks after the tendering

revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of Regulations.

- period at a price higher than the Offer Price, the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under Regulations, or pursuant to SEBI (Delisting of Equity Shares) Regulations, 2009, or open market. purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of shares of the Target
- 10) If there is any revision in the offer price on account of future purchases/competing offers, or any other ground it will be done only up to the period prior to three (3) working days before the date of commencement of the Tendering Period and would be notified to the shareholders.

FINANCIAL ARRANGEMENTS:

- The total funds required for the implementation of the Offer (assuming full acceptance), i.e., for the acquisition of 23,36,61,600 fully paid up Equity Shares of Face Value ₹1 each at a price of ₹1 (Rupee One only) per Equity Share is ₹23,36,61,600 (Rupees Twenty Three Crores Thirty Six Lakhs Sixty One Thousand and Six Hundred only) ("Maximum In accordance with Regulation 17(4) of Regulations, the Acquirer has opened a Cash Escrow Account under the name
- Account") with IndusInd Bank Limited ("Escrow Banker") bearing account number 250557767910 and deposited an amount of ₹6,00,00,000 (Rupees Six Crores only), in cash, being 25.68% of the Maximum Consideration on January 30, 2021. The Acquirer has authorized the Manager to the Offer to operate and realize the value of the Escrow Account. in terms of the Regulations. The cash deposit in the Escrow Account has been confirmed vide the Certificate dated January 30, 2021 issued by the Escrow Banker. Mr. Kapil Maheshwari (Membership No. 133497) Partner of M/s. MTS & Associates, Chartered Accountants, (FRN:

and style of "LLOYDS STEELS INDUSTRIES LIMITED-OPEN OFFER-ESCROW ACCOUNT" ("Escrow

- 130510W) having office at Giriraj Nikunj, Ground Floor, 6, Navjeevan Colony, Wardha Road, Nagpur-440 015, Maharashtra, India, Contact No.: +91 712 2250 420 vide certificate dated January 28, 2021 has certified that sufficient resources are available with the Acquirer for fulfilling the obligations under this 'Offer' in full.
- Based on the above, the Manager to the Offer is satisfied that the firm arrangements have been put in place by the Acquirer to implement the offer in full in accordance with the Regulations. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18 (5) of the Regulations, prior to effecting such
- VI. STATUTORY AND OTHER APPROVALS REQUIRED FOR THE OFFER: As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no Statutory Approvals required by

- the Acquirer to complete this Offer. In case, if any Statutory Approval(s) are required or become applicable at a later date before the closure of the Tendering Period, the Offer shall be subject to the receipt of such Statutory Approval(s). The Acquirer shall make the necessary applications for such Statutory Approvals. In the event of non-receipt of any of such Statutory Approvals which may become applicable for the purchase of the Equity Shares under this Offer, the Acquirer shall have the right to withdraw the Offer in accordance with the provisions of Regulation 23(1) of the In the event of withdrawal of this Offer, for reasons outside the reasonable control of the Acquirer, a Public Announcement
 - will be made within two (2) working days of such withdrawal, in the same newspapers in which this DPS has been published and copy of such Public Announcement will also be sent to SEBI, Stock Exchanges and to the Target Company at its Registered Office. In case of delay in receipt of any Statutory Approval(s), pursuant to Regulations 18(11) of the Regulations, SEBI may,
- if satisfied, that delay in receipt of requisite Statutory Approval(s) was not attributable to any willful default, failure or neglect on the part of the Acquirer to diligently pursue such approvals, may grant an extension of time for the purpose of the completion of this Offer, subject to Acquirer agreeing to pay interest for the delayed period, provided where the Statutory Approval(s) extend to some but not all Equity Shareholders, the Acquirer has the option to make payment to such Shareholders in respect of whom no Statutory Approval(s) are required in order to complete this Open Offer. Further, in case the delay occurs on account of wilful default by the Acquirer in obtaining any Statutory Approval(s) in time, the amount lying in the Escrow Account will be liable to be forfeited and dealt with pursuant to Regulation 17(10)(e)
- NRI and OCB holders of the Equity Shares, if any, must obtain all requisite approvals required to tender the Equity Shares held by them in this Offer (including, without limitation, an approval from the RBI, since the Equity Shares validly tendered in this Offer will be acquired by a non-resident entity), and submit such approvals along with the Form of Acceptance-cum-Acknowledgement and other documents required to accept this Offer. Further, if holders of the Equity Shares who are not persons resident in India (including NRIs, OCBs, FIIs, FPIs) had required any approvals (including from the RBI or the FIPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit copies of such previous approvals, along with the other documents required to be tendered to accept this Offer. If such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered pursuant to this Offer.

VII. TENTATIVE SCHEDULE OF ACTIVITIES PERTAINING TO THE OFFER:

Nature of Activity	Date	Day
Date of the PA	January 28, 2021	Thursday
Date of publishing the Detailed Public Statement	February 04, 2021	Thursday
Last date for filing of Draft Letter of Offer with SEBI	February 11, 2021	Thursday
Last date of a competing offer	February 26, 2021	Friday
Latest date by which SEBI's observations will be received	March 05, 2021	Friday
Identified Date*	March 09, 2021	Tuesday
Last date by which the Letter of Offer will be dispatched to the Shareholders (Except the Acquirer and the Selling Shareholders) as on the Identified date	March 17, 2021	Wednesday
Last date by which the recommendation of the committee of Independent Directors of the Target Company will be given and published	March 19, 2021	Friday
Last Date for revising the Offer Price/number of shares	March 22, 2021	Monday
Date of Public Announcement for Opening the Offer	March 23, 2021	Tuesday
Date of Commencement of the Tendering Period ("Offer Opening date")	March 24, 2021	Wednesday
Date of Closing of the Tendering Period ("Offer Closing date")	April 08, 2021	Thursday
Last date for communicating rejection/acceptance and payment of consideration for accepted equity shares/credit of unaccepted shares to demat account	April 27, 2021	Tuesday

*Identified Date is only for the purpose of determining the names of the shareholders (except the Acquirer and the Selling Shareholders) as on such date to whom the Letter of Offer will be sent. It is clarified that all the Public Shareholders (registered or unregistered) of the Target Company, are eligible to participate in this Offer any time during the tendering period

of this Offer. Further, please note that, SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July

31, 2020 has clarified that shareholders holding securities in physical form are also allowed to tender shares in the

POLICY/CELL/1/2015 dated April 13, 2015 and CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 issued by

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER: All the Public Shareholders (except the Acquirer and Sellers) holding the Equity Shares in dematerialized form, registered or unregistered, are entitled to participate in this Offer, any time before the closure of the tendering period

- Open Offers. However, such tendering shall be as per the provisions of the Regulations. Persons who acquired Equity Shares of the Target Company but (a) who have not received the Letter of Offer ('LoF'), (b) who have acquired the Equity Shares but whose names do not appear in the register of members of the Target Company as on the Identified Date or unregistered owners may participate in this Open Offer. The Open Offer will be implemented by the Company through Stock Exchange Mechanism made available by the Stock Exchange in the form of a separate window ("Acquisition Window") as provided under Circular Nos. CIR/CFD/
- BSE Limited, Mumbai ("BSE") shall be the Stock Exchange for the purpose of tendering the Equity shares in the Open
- The Acquirer has appointed S W Capital Private Limited ("Buying Broker") for the Open Offer through whom the purchases and settlement of the Shares tendered in the Open Offer shall be made.

S W Capital Private Limited 4th Floor, Sunteck Centre, 37/40,

Subhash Road, Near Garware House, Vile Parle (E), Mumbai-400 057

Maharashtra, India Contact Person: Mr. Hemant Shah

E-Mail ID: hemant.shah@swcapital.in SEBI Registration No.: INZ 230013039 (NSE) / INZ 010013035 (BSE) Tel. No.: +91 22 4268 7451/39

The Contact Details of the Buying Broker are mentioned below

Fax No.: + 91 22 4268 7436 The Letter of Offer would be available on the website of SEBI i.e. www.sebi.gov.in.

THE LETTER OF OFFER. X. OTHER INFORMATION:

For the purpose of disclosures in this DPS relating to the Target Company, the Acquirer have relied on the publicly available information and information provided by the Target Company and have not independently verified the accuracy of details of the Target Company. Subject to the aforesaid, the Acquirer accepts the responsibility for the information

Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments made thereof. Pursuant to Regulation 12 of the Regulations, the Acquirer have appointed Mark Corporate Advisors Private Limited The Acquirer has appointed Bigshare Services Private Limited, as Registrar to the Offer having Office at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol Naka, Andheri (East), Mumbai 400 059, Tel

THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN

contained in the Detailed Public Statement and also for the obligations of the Acquirer laid down in the SEBI (Substantial

No.: +91 22 6263 8200, Fax No.: +91 22 6263 8280, E-Mail ID: openoffer@bigshareonline.com, Investor Grievance

E-Mail ID: investor @ bigshareonline.com; Contact Person: Mr. Arvind Tandel, SEBI Reg. No.: INR000001385. In this DPS, any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/

This DPS and the PA will also be available on the website of SEBI i.e. www.sebi.gov.in.

404/1, The Summit Business Bay,

Issued by Manager to the Offer:

MARK CORPORATE ADVISORS PRIVATE LIMITED CIN: U67190MH2008PTC181996 SEBI Regn No.: INM000012128

Sant Janabai Road (Service Lane), Off Western Express Highway, Vile Parle (East), Mumbai-400 057. Contact Person: Mr. Manish Gaur

> Tel. No.: +91 22 2612 3207/08 E-Mail ID: openoffer@markcorporateadvisors.com Website: www.markcorporateadvisors.com

On behalf of the Acquirer: For Shree Global Tradefin Limited Sd/-

Viresh Sohoni Chief Financial Officer

Mumbai February 04, 2021

financialexp.epa

The Registered Office is currently situated at Plot No A -5/5, MIDC Industrial Area, Murbad, Thane-421401,

India Limited

There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters. As on date, there is no revision in the Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size,