

## Tuesday, May 17, 2022

To, **BSE Limited**, P.J. Towers, Dalal Street, Mumbai – 400 001, Maharashtra, India

Respected Sir/ Madam,

Subject	:	Open offer made by Pareshkumar Vasantray Sheth ('Acquirer'), for acquisition of up to 61,875 Equity Shares representing 25.00% (Twenty- Five) of the Voting Share Capital of Mercury Trade Links Limited ('Target Company') from the Public Shareholders of the Target Company.

We would like to inform you that Pareshkumar Vasantray Sheth ('Acquirer'), has entered into a Share Purchase Agreement dated Tuesday, May 10, 2022, with Pradeeep Kumar Sarda ('Promoter Seller 1') and Suvimal Properties Limited ('Promoter Seller 2'), the present Promoters and members of the Promoter Group of the Target Company (hereinafter collectively referred to as 'Promoter Sellers'), for acquisition of 1,85,625 (One Lakhs Eighty-Five Thousand Six Hundred and Twenty-Five) fully paid-up equity shares of face value of ₹10.00/-(Rupees Ten Only) each ('Equity Shares'), constituting 75.00% (Seventy-Five percent) of the Voting Share to an amount of ₹27,84,375.00/- (Twenty-Seven Lakhs Eighty-Four Thousand Three Hundred and Seventy-Five Only) ('Share Purchase Agreement').

In accordance with the provisions of Regulation 12 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and subsequent amendments thereto ('SEBI (SAST) Regulations'), we are pleased to inform you that we, CapitalSquare Advisors Private Limited, have been appointed as the Manager to the Offer ('Manager'), and pursuant to the execution of the Share Purchase Agreement, the Acquirer has announced an open offer in compliance with the provisions of Regulations 3(1) and 4 read with other applicable regulations of the SEBI (SAST) Regulations for acquisition of up to 61,875 (Sixty-One Thousand Eight Hundred and Seventy-Five) Equity Shares representing 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company from the Public Shareholders of the Target Company.

In light of the above and in accordance with the provisions of Regulations 13 (4), 14 (3), and 14 (4) of the SEBI (SAST) Regulations, the Detailed Public Statement ('**DPS**') for the aforesaid Offer has been published today i.e., Tuesday, May 17, 2022, in Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (All India Edition) and Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition) ('**Newspapers'**) and the same has been enclosed herewith for your kind perusal.

In accordance with the provisions of Regulation 14 (4) of the SEBI (SAST) Regulations, please find the Detailed Public Statement enclosed herewith for your kind perusal. We hope your good self will find the above in order and request you to kindly upload the Detailed Public Statement on your website at the earliest.

Thanking you,

Encl.: As Above

Yours faithfully, For CapitalSquare Advisors Private Limited

Paukuten AD MUMBA Ms. Pankita Patel (Senior Associate)

## **CAPITAL SQUARE ADVISORS PRIVATE LIMITED**

Regd. Address : 208, 2<sup>nd</sup> Floor, AARPEE Centre, MIDC Road No. 11, Andheri (E), Mumbai 400093, India. Tel - +91 22 66849999 Fax - +91 22 66849998 | CIN No. U65999MH2008PTC187863 | Website : www.capitalsquare.in

## **FINANCIAL EXPRESS**

DETAILED PUBLIC STATEMENT IN ACCORDANCE WITH THE PROVISIONS OF REGULATIONS 13(4), 14(3), 15(2) AND SUCH OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, TO THE PUBLIC SHAREHOLDERS OF

# MERCURY TRADE LINKS LIMITED

A public limited company incorporated under the provisions of the Companies Act, 1956

Corporate Identification Number: L26933MH1985PLC037213;

Registered Office: S-002 B, 2nd Floor, Vikas Centre, S. V. Road, Santacruz (West), Mumbai - 400054, Maharashtra, India;

Contact Number: +91-022-6613026/ +91-022-66780131/32/33; Facsimile Number: +91-022-26614087;

Email Address: share@sardagroup.com; Website: www.mercurytradelinks.co.in;

Open Offer for acquisition of up to 61,875 (Sixty-One Thousand Eight Hundred and Seventy-Five) Equity Shares representing 25.00% (Twenty-Five Percent)\* of the Voting Share Capital of Mercury Trade Links Limited, at an offer price of ₹19.00/- (Rupees Nineteen Only) per Equity Share, made by Mr. Pareshkumar Vasantray Sheth (Acquirer), pursuant to and in compliance with the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, including subsequent amendments thereto. \* In accordance with the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, an open offer in compliance with the provisions of Regulations 3 (1) and 4 is required to be given for at least 26.00% (Twenty-Six Percent) of the voting share capital of the target company, however since, the shareholding of the Public Shareholders is 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company, therefore for the purpose of this Offer, the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company, therefore for the purpose of this Offer, the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company, therefore for the purpose of this Offer, the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company, therefore for the purpose of this Offer, the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company. The State Capital of the Target Company, therefore for the purpose of this Offer, the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company. Therefore for the purpose of this Offer, the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company. April 13, 2022, which was filed with SEBI, SEBI (SAST) Regulations 13(4), 14(3), and 15(2) of the SEBI

DEFINED TERMS

Definitions/ Abbreviations	Particulars
Acquirer	Mr. Pareshkumar Vasantray Sheth, son of Vasantray Sheth bearing permanent account number 'AFSPS5756G' resident at 54, New Atul Society, Mahila College Pachhal, Wadhwancity Industrial Estate, Surendra Nagar – 363035, Gujarat, India.
Acquisition Window	The facility for acquisition of Equity Shares through stock exchange mechanism pursuant to this Offer shall be available on the BSE Limited, in the form of a separate window.
Acquisition Window Circulars	Stock exchange mechanism as provided under SEBI (SAST) Regulations and the SEBI circulars bearing reference number 'CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015', 'CFD/DCR2/CIR/P/2016/131 dated December 09, 2016' and 'SEBI/HO/CFD/DCR-III/CIR/ P/2021/615 dated August 13, 2021' and on such terms and conditions as may be permitted
Board of Directors	by law from time to time. The board means the Board of Directors of the Target Company.
BSE Limited/ Stock Exchange	The stock exchange where presently the Equity Shares of the Target Company are listed.
Buying Broker CIN	Nikunj Stock Brokers Limited, the registered broker for this Offer, as appointed by the Acquirer, through whom the purchases and the settlement of the Offer shall be made. Corporate Identification Number issued and allotted under the Companies Act, 2013, and
	the rules made thereunder.
CDSL Companies Act	Central Depository Services (India) Limited. The Companies Act, 2013, along with the relevant rules made thereunder.
Depositories DIN	CDSL and NSDL. Director Identification Number issued and allotted under the Companies Act, 2013, and the
Equity Shares	rules made thereunder. Equity Shares shall mean the fully paid-up equity shares of face value of ₹10.00/- (Rupees
Escrow Account	Ten Only) each. Escrow account opened in accordance with Regulation 17 of the SEBI (SAST) Regulations.
Esclow Account	under the name and style of 'MERCTRD - OPEN OFFER ESCROW ACCOUNT' with Kotak Mahindra Bank Limited, the Escrow Banker
Escrow Agreement	Escrow Agreement, dated Thursday, May 12, 2022, entered amongst and between the Acquirer, the Escrow Banker, and the Manager to the Offer.
Escrow Amount	The amount aggregating to ₹13,10,000,00/- (Rupees Thirteen Lakhs Ten Thousand Only) maintained by the Acquirer with the Escrow Banker, in accordance with the Escrow Agreement.
Escrow Banker	Kotak Mahindra Bank Limited.
FII	Foreign Institutional Investors. Foreign Portfolio Investors.
Identified Date	Identified date means the date falling on the 10 <sup>e</sup> (tenth) Working Day prior to the commencement of the Tendering Period for the Offer, for the purposes of determining the Public Shareholders to whom the Letter of Offer shall be sent. It is clarified that all the Public Shareholders (registered or unregistered) who own Equity Shares are eligible to participate in this Offer at any time before expiry of the Tendering Period, in this case being Thursday, June 16, 2022.
ISIN Manager	International Securities Identification Number. CapitalSquare Advisors Private Limited, the Manager to the Offer.
Negotiated Price	A negotiate Provide at 15.00/- (Rupees Filteen Only) per Sale Share, aggregating to an amount of ₹27,84,375.00/- (Rupees Twenty-Seven Lakhs Eighty-Four Thousand Three Hundred and Seventy-Five Only) for sale of 1,85,625 (One Lakh Eighty-Five Thousand Six Hundred and Twenty-Five) Equity Shares, constituting 75.00% (Seventy-Five Percent) of the Voting Share Capital of the Target Company, by Promoter Sellers to the Acquirer, pursuant to the execution of a Share Purchase Agreement.
Newspapers	Financial Express (English daily) (All india Edition), Jansatta (Hindi daily) (Delhi Edition and All India Edition), Financial Express (Gujarati daily) (Ahmedabad Edition), and Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition), wherein the Detailed Public Statement dated Monday, May 16, 2022, and which shall be published on Tuesday, May 17, 2022, in accordance with the provisions of Regulation 14 (3) of the SEBI (SAST) Regulations.
NBI	Non-Resident Indians
NSDL OC8	National Securities Depository Limited. Overseas Corporate Bodies
Offer Documents	Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendation of the Committee of the Independent Directors of the Company, Pre-Offer Advertisement Cum Corrigendum to Detailed Public Statement, and Post Offer Public Announcement, and any other notices, advertisements, and corrigendum issued by or on behalf of the Manager.
Offer Period	The period from the date of entering into an agreement, to acquire the Equity Shares, and Voting Share Capital in, or control over, the Target Company requiring a Public Announcement or the date on which the Public Announcement was issued by the Acquirer, i.e., Tuesday, May 10, 2022, and the tentative date being Wednesday, July 27, 2022, on which the payment of consideration to the Public Shareholders whose Equity Shares are validly accepted in this Offer, is made, or the date on which this Offer is withdrawn, as the case may be.
Offer Price	The Offer is being made at a price of ₹19.00/- (Rupees Nineteen Only) per Equity Share. The Equity Shares of the Target Company are infrequently traded in accordance with the provisions of Regulation 2 (1) (i) of the SEBI (SAST) Regulations, and hence the Offer Price has been determined in accordance with the parameters prescribed under Regulations 8 (1) and 8 (2) of the SEBI (SAST) Regulations.
Offer Shares	61,875 (Sixty-One Thousand Eight Hundred and Seventy-Five) Equity Shares, representing 25.00% (Twenty-Five Percent) of the Target Company. In accordance with the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, as amended, an open offer in compliance with the provisions of Regulations 3 (1) and 4 is required to be given for at least 26.00% (Twenty-Six Percent) of the voting share capital of the target company, however since, the shareholding of the Public Shareholders, as on date of the Public Announcement, is 25.00% (Twenty-Five Percent), therefore the Offer Shares represent 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company.
Offer Size	Acquisition of up to 61,875 (Sixty-One Thousand Eight Hundred and Seventy-Five) Equity Shares, representing 25.00% (Twenty-Five Percent) of the Target Company at an offer price of ₹19.00/- (Rupees Nineteen Only) per Equity Share aggregates to an amount of ₹11,75,625.00/- (Rupees Eleven Lakhs Seventy-Five Thousand Six Hundred and Twenty- Five Only).
Voting Share Capital	The fully diluted Equity Share Capital and voting share capital of the Target Company as of the 10 <sup>th</sup> (Tenth) working day from the closure of the Tendering Period.
PAN Promoter Sellers	Permanent account number allotted under the Income Tax Act, 1961. The existing promoters of the Target Company, in accordance with the provisions of Regulations
	2 (1) (s), and 2 (1) (t) of the SEBI (SAST) Regulations, read with Regulations 2 (1) (oo) and 2 (1) (pp) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, in this case, namely being, Mr. Pradeep Kumar Sarda and Capital and Capita
Public Shareholders	Suvimal Properties Private Limited. All the equity shareholders of the Target Company other than (i) the parties to the Share Purchase Agreement, and (ii) persons deemed to be acting in concert with parties at (i), undertaking sale of Equity Shares of the Target Company in compliance with the provisions
RBI	of Regulation 7(6) of the SEBI (SAST) Regulations. Reserve Bank of India.
Registrar Sale Shares	Purva Shareregistry (India) Private Limited, the Registrar to the Offer. 1,85,625 (One Lakh Eighty-Five Thousand Six Hundred and Twenty-Five) Equity Shares.
SCRR	constituting 75.00% (Seventy-Five Percent) of the Voting Share Capital of the Target Company.
SEBI	Securities Contract (Regulation) Rules, 1957, as amended Securities and Exchange Board of India.
SEBI Act SEBI (ICDR) Regulations	Securities and Exchange Board of India Act, 1992 and subsequent amendments thereto. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, insteaded and a subsequence of the security of the
SEBI (LODR) Regulations	Regulations, 2018, including subsequent amendments thereto. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)
SEBI (SAST) Regulations	Regulations, 2015, including subsequent amendments thereto. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)
Share Purchase Agreement/ SPA	Regulations, 2011 and subsequent amendments thereof. The share purchase agreement dated Tuesday, May 10, 2022, executed between the Acquirer and the Promoter Sellers, pursuant to which the Acquirer has agreed to acquire 1,85,625 (One Lakh Eighty-Five Thousand Six Hundred and Twenty-Five) Equity Shares, constituting 75.00% (Seventy-Five Percent) of the Voting Share Capital of the Target Company from the Promoter Sellers at a negotiated price of ₹15.00/- (Rupees Fifteen Only) per Sale Share, aggregating to a purchase consideration of ₹27,84,375.00/- (Rupees Twenty-Seven Lakhs Eighty-Four Thousand Three Hundred and Seventy-Five Only).
Target Company/ MERCTRD	A company incorporated under the name and style of Mercury Trade Links Limited on Wednesday, August 20, 1975, in accordance with the provisions of the Companies Act, 1956, with Registrar of Companies, Mumbai, Maharashtra, bearing corporate identification number 'L26933MH1985PLC037213', and having its registered office located at S-002 B, 2 <sup>eff</sup> Floor, Vikas Centre, S. V. Road, Santacruz (West), Mumbai – 400054, Maharashtra, India.
Tendering Period	The tendering period shall have the meaning ascribed to it under Regulation 2(1) (za) of the SEBI (SAST) Regulations.
Working Day	The working day shall have the meaning ascribed to it under Regulation 2(1) (zf) of the SEBI

The Promoter Sellers have not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act or under any other regulation made under the SEBI Act.

#### INFORMATION ABOUT THE TARGET COMPANY C.

Mercury Trade Links Limited, the Target Company, was incorporated on Tuesday, May 20, 1985, under the provisions of Indian Companies Act, 1956 bearing Corporate Identification Number 'L26933MH1985PLC037213' and there has been no change in the name of the Target Company in the preceding 8 (Eight) Financial Years. The registered office of the Target Company is situated at S-002 B, 210 Floor, Vikas Centre, S. V. Road, Santacruz (West), Mumbai - 400054, Maharashtra, India, with the contact details such as, email address being 'share@sardagroup.com', contact number being '+91-022-6613026' +91-022-66780131/ 32/33' and website being 'www.mercurytradelinks.co.in'.

The Equity Shares of the Target Company bearing ISIN 'INE319T01016' are presently listed on the BSE Limited bearing Scrip ID 'MERCTRD' and Scrip Code '512415'. The Target Company has already established connectivity with the Depositories. 2. The Double Chose social of the Terrol Company is

Sr. No.	Particulars	Number of Equity Shares	Aggregate amount of Equity Shares	Percentage of Voting Share Capital
a)	Authorized Equity Share Capital	2,47,500	₹24,75,000.00/-	100.00%
		(Two Lakhs Forty-Seven Thousand and Five Hundred)	(Rupees Twenty-Four Lakhs Seventy-Five Thousand Only)	
	Issued, subscribed, and paid-up Equity Share Capital	2,47,500 (Two Lakhs Forty-Seven Thousand and Five Hundred)	₹24,75,000.00/- (Rupees Twenty-Four Lakhs Seventy-Five Thousand Only)	

As on date of this Detailed Public Statement, the Target Company doesn't have:

4.1. Any partly paid-up equity shares;

Outstanding instruments in warrants, or options or fully or partly convertible debentures/preference shares/ employee stock 4.2. options etc., which are convertible into Equity Shares at a later stage;

4.3. Equity Shares which are forfeited or kept in abeyance;

Equity Shares are subject to any lock-in obligations; 4.4.

4.5. Outstanding Equity Shares that have been issued but not listed on any stock exchanges

The trading in Equity Shares of the Target Company has never been suspended on BSE Limited.

The Equity Shares of the Target Company are infrequently traded on BSE Limited within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations.

The brief unaudited limited reviewed financial statements for the 9 (Nine) months period ending December 31, 2021, and 6 (Six) months period ending September 30, 2021, and the audited financial information for the Financial Years ending March 31, 2021, March 31, 2020, and March 31, 2019, are as follows:

Particulars	Unaudited and Lin Financial Staten	Audited Financial Statements for th Financial Years ending March 31			
	Nine months period ended December 31, 2021	Six months period ended September 30, 2021	2021	2020	2019
Total Revenue	1.85	1.28	65.29	21.09	7.45
Net Earnings or Profit/(Loss) after tax	(7.03)	(5.11)	6.96	(29.85)	(6.34)
Earnings Per Share (EPS)	(2.84)*	(2.07)*	2.81	(12.06)	(2.56)
Net Worth	-	45.12	50.24	42.85	73.37

The present Board of Directors of the Target Company are as follows: 8.

Sr. No.	Name	Date of Initial Appointment	Director Identification Number	Designation
1	Mr. Pradaon Kumar Sarria	Monday January 29, 2001	00021405	Chairman and Non-Executive Director

The Offer Price of ₹19.00/- (Rupees Nineteen Only) is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, being

Sr. No.	Particulars	Price
a)	Negotiated Price under the Share Purchase Agreement attracting the obligations to make a Public Announcement for the Offer	₹15.00/-
b)	The volume-weighted average price paid or payable for acquisition(s) by the Acquirer, during the 52 (fifty-two) weeks immediately preceding the date of the Public Announcement	Not Applicable
d)	The highest price paid or payable for any acquisition by the Acquirer, during the 26 (twenty-six) weeks immediately preceding the date of the Public Announcement	Not Applicable
d)	The volume-weighted average market price of Equity Shares for a period of 60 (Sixty) trading days immediately preceding the date of the Public Announcement as traded on BSE Limited where the maximum volume of trading in the Equity Shares of the Target Company are recorded during such period, provided such shares are frequently traded	Not Applicable
e)	Where the Equity Shares are not frequently traded, the price determined by the Acquirer and the Manager considering valuation parameters per Equity Share including, book value, comparable trading multiples and such other parameters as an customate for valuation of Endly Shares	#19.00/.*

"Chartered Accountant Bhavesh Mansukhbhai Rathod, Proprietor of Bhavesh Rathod & Co. Chartered Accountants, bearing Firm Registration number '142046W', IBBI Registered Valuer Registration number 'IBBI/IPA-001/IP-P01200/2018-2019/11910 and having his office at A/101, Shelter Co-operative Housing Society Limited, CSC Road, Opposite Shakti Nagar, Dahisar (East), Mumbai – 400068, Maharashtra, India with Email address being infor.cabhavesh@gmail.com, through his valuation report bearing UDIN '22119158AISFHJ2370' dated Tuesday, May 10, 2022, has certified that the fair value of the Equity Share of Target Company is ₹18.23/- (Eighteen Rupees and Twenty-Three Paise Only) per Equity Share.

In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and Manger, the Offer Price of ₹19.00/- (Rupees Nineteen Only) per Equity Share being the highest of the prices mentioned above is justified in terms of Regulation 8 (2) of the SEBI (SAST) Regulations and is payable in cash.

- D. There have been no corporate actions undertaken by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted in the event of any corporate actions like bonus, rights issue, stock split, consolidation, dividend, demergers, and reduction, etc. where the record date for effecting such corporate actions falls between the date of this Detailed Public Statement up to 3 (Three) Working Days prior to the commencement of the Tendering Period of the Offer, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
- E. In the event of any acquisition of Equity Shares by the Acquirer during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8 (8) of the SEBI (SAST) Regulations. However, the Acquirer shall not acquire any Equity Shares after the 3rd (Third) Working Day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period of this Offer.
- As on the date of this Detailed Public Statement, there is no revision in the Offer Price or Offer Size. An upward revision in the Offer Price or to the size of this Offer, if any, on account of competing offers or otherwise, will be done at any time prior to the commencement of the last 1 (One) Working Day before the commencement of the Tendering Period in accordance with the provisions of Regulation 18(4) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall (i) make corresponding increases to the escrow amounts, as more particularly set out in Paragraph V (E) of this Detailed Public Statement, (ii) make a public announcement in the Newspapers, and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE, and the Target Company at its registered office of such revision.

#### VI. FINANCIAL ARRANGEMENTS

- In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirer has adequate financial resources and has made firm financial arrangements for the implementation of the Offer in full out of his own sources' Net-worth and no borrowings from any Bank and/ or Financial Institutions are envisaged. Chartered Accountant Sachin Baldha, bearing membership number '162149', partner at EB & Co (Chartered Accountants) bearing firm registration number '141780W' having their office located at B-206, Sivanta One The Business Park, opposite Kothawala Flats, Paldi - 380007, Ahmedabad, India, with contact number being +91- 9016513566' and Email Address being 'sachin@ebca.in' has vide certificate bearing UDIN '22162149AIRUHY3493' dated on Tuesday, May 10, 2022, has certified that sufficient resources are available with the Acquirer for fulfilling his Offer obligations in full.
- The maximum consideration payable by the Acquirer to acquire up to 61,875 (Sixty-One Thousand Eight Hundred and Seventy-

Itrading multiples, and such other parameters as are customary for valuation of Equity Shares

## DETAILS OF THE ACQUIRER, PROMOTER SELLERS, TARGET COMPANY, AND OFFER

#### INFORMATION ABOUT THE ACQUIRER Α.

#### 1. Mr. Pareshkumar Vasantray Sheth (Acquirer)

- 1.1 Mr. Pareshkumar Vasantray Sheth, s/o Vasantray Sheth, aged 49 years, is an Indian Resident, bearing Permanent Account Number 'AFSPS5756G' under the Income Tax Act, '1961, resident at 54, New Atul Society, Mahila College Pachhal, Wadhwancity, Industrial Estate, Surendra Nagar - 363035, Gujarat, India, with contact number being '+91-9825516394', E-mail address being 'shethparesh399@gmail.com'.
- 1.2 Acquirer has been certified for completing the course on Pesticides Management for Existing Insecticides Licenses. He has rich experience with more than 20 (Twenty) years in the field of agriculture and 10 (Ten) years in the field of finance.
- 1.3 The Net Worth of the Acquirer as on Saturday, April 30, 2022 is ₹6,09,30,660.00/- (Rupees Six Crores Nine Lakhs Thirty Thousand Six Hundred and Sixty Only) as certified vide unique document identification number '22162149AIRUHY'3493' on Tuesday, May 10, 2022, by Chartered Accountant Sachin Baldha, bearing membership number '162149 ', partner at EB & Co (Chartered Accountants) bearing firm registration number '141780W' having their office located at B-206, Sivanta One The Business Park, opposite Kothawala Flats, Paldi - 380007, Ahmedabad, India, with contact number being '+91- 9016513566' and

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2.	Mr. Parag Sarda	Tuesday, August 30, 2005	00025307	Non-Executive Director
3.	Mr. Gopal Ramkrishna Somani	Monday, January 29, 2001	00009523	Non-Executive Director
4.	Ms. Rita Somani	Tuesday, March 31, 2015	07140006	Non-Executive Woman Director
5.	Mr. Krishna Kumar Moondra	Tuesday, March 31, 2015	07140048	Independent Director
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#### DETAILS OF THE OFFER D.

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This Offer is being made by the Acquirer in accordance with the provisions of Regulations 3 (1) and 4 of the SEBI (SAST) Regulations to acquire up to 61,875 (Sixty-One Thousand Eight Hundred and Seventy-Five) Equity Shares, representing 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company, at a price of ₹19.00/- (Rupees Nineteen Only) per Equity Share from the Public Shareholders of the Target Company. Assuming full acceptance, the total consideration payable by the Acquirer aggregates to ₹11,75,625.00/- (Rupess Eleven Lakhs Seventy-Five Thousand Six Hundred and Twenty-Five Only) payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions set out in the Offer Documents.

This Offer is being made under SEBI (SAST) Regulations, to all the Public Shareholders of the Target Company as Thursday, June 2. 16, 2022, other than the parties to the Share Purchase Agreement under the provisions of Regulation 7(6) of the SEBI (SAST) Regulations.

This Offer is not conditional upon any minimum level of acceptance in terms of the Regulation 19(1) of SEBI (SAST) Regulations. This Offer is not a competitive bid in terms of the Regulation 20 of SEBI (SAST) Regulations.

- This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company. There are no conditions as stipulated in the Share Purchase Agreement, the meeting of which would be outside the reasonable control of the Acquirer, and in view of which the Offer might be withdrawn under Regulation 23(1) of the SEBI (SAST) Regulations.
- The Equity Shares of the Target Company to 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 rights offer declared thereof
- The Manager does not hold any Equity Shares in the Target Company as on the date of appointment as Manager to the Offer. The Manager hereby declares and undertakes that, it shall not deal in the Equity Shares of the Target Company during the period commencing from the date of their appointment as Manager until the expiry of 15 (Fifteen) Days from the date of closure of this
- To the best of the knowledge and belief of the Acquirer, as on the date of this Detailed Public Statement, there are no statutory or other approvals required to implement the Offer other than as indicated in Section VI of this Detailed Public Statement. If any other statutory approvals are required or become applicable prior to 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 SEBI (SAST) Regulations. In the event of withdrawal, a public announcement will be made within 2 (two) Working Days of such withdrawal in the Newspapers and such public announcement will also be sent to SEBI. BSE, and to the Target Company at its registered office.
- In terms of Regulation 25 (2) of SEBI (SAST) Regulations, the Acquirer hereby undertakes and declares that, he does not have any intention to alienate any material assets of the Target Company whether by way of sale, lease, encumbrance, or otherwise for the period 2 (Two) years from the closure of this Offer, except (a) in the ordinary course of business of the Target Company (including for the disposal of assets and creating encumbrances in accordance with business or financing requirements), or (b) as already agreed, disclosed and/or publicly announced by the Target Company, or (c) on account of regulatory approvals or conditions, or compliance with any law that is or becomes binding on or applicable to the operations of the Target Company. The Target Company's future policy for disposal of its assets, if any, within 2 (Two) 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 and the notice for such postal ballot shall contain reasons as to why such alienation is necessary in terms of Regulation 25(2) of SEBI (SAST) Regulations.

## 11. This Detailed Public Statement is being published in the following newspapers:

Newspaper Publication	Language	Edition
Financial Express	English	All Editions
Jansatta	Hindi	All Editions
Mumbai Lakshadeep	Marathi	Mumbai Edition

The Public Shareholders who tender their Equity Shares in this Offer shall ensure that all the Equity Shares validly tendered by 12 them are free from all liens, charges, and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof, and in accordance with the terms and conditions set forth in the Offer Documents, and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Offer Shares on the foregoing basis

13. If the aggregate number of Equity Shares validly tendered in this Offer by the Public Shareholders, is more than the Offer Size, then the Equity Shares validly tendered by the Public Shareholders will be accepted on a proportionate basis, in consultation with the Manage

- As per Regulation 38 of the SEBI (LODR) Regulations read with rule 19A of the SCRR, the Target Company is required to maintain 14. at least 25.00% (Twenty-Five Percent) public shareholding as determined in accordance with the SCRR, on a continuous basis for listing. Upon completion of the Offer, assuming full acceptance, the public shareholding of the Target Company will fall below minimum level of public shareholding as required to be maintained as per Rule 19A (1) of the SCRR and Regulation 38 of the SEBI (LODR) Regulations, the Acquirer undertakes to take necessary steps to facilitate compliance of the Target Company with the relevant provisions of the SCRR and SEBI (LODR) Regulations, within the time period mentioned therei
- 15 If the Acquirer acquires Equity Shares of the Target Company during the period of 26 (Twenty-Six) weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Offer Shares have been accepted in the Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid if such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, including subsequent amendments thereto, or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.

16. If Public Shareholders who are not persons resident in India, including NRIs, OCBs, and FIIs/FPIs require any approvals including from RBI or any other regulatory body, in respect of the Equity Shares held by them, they will be required to submit such previous approvals that they would have obtained for acquiring/holding the Equity Shares, to tender the Equity Shares held by them in this Offer, along with the other documents required to be furnished to tender their Equity Shares in this Offer. In the event such approvals and relevant documents are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer

The payment of consideration shall be made to all the Public Shareholders, who have tendered their Equity Shares in acceptance 17. of the Offer within 10 (Ten) Working Days of the expiry of the Tendering Period. Credit for consideration will be paid to the Public Shareholders who have validly tendered Equity Shares in the Offer by crossed account payee cheques/pay order/demand drafts/ electronic transfer. It is desirable that Public Shareholders provide bank details in the Form of Acceptance cum Acknowledgement, so that the same can be incorporated in the cheques/demand draft/pay order.

#### ш BACKGROUND TO THE OFFER

The Acquirer has entered into a Share Purchase Agreement with the Promoter Sellers with an intent to purchase 1,85,625 (One Lakh Eighty-Five Thousand Six Hundred and Twenty-Five) Sale Shares, representing 75.00% (Seventy-Five Percent) of the Voting Share Capital of the Target Company along with control in terms of Regulation 4 of the Target Company, at a price of ₹15.00/- (Rupees Fifteen Only) per Sale Share aggregating to ₹27,84,375.00/- (Rupees Twenty-Seven Lakhs Eighty-Four Thousand Three Hundred and Seventy-Five Only), payable through banking channels subject to such terms and conditions as

- Five) Equity Shares representing 25.00% (Twenty-Five Percent) of the Voting Share Capital of the Target Company at the Offer Price of ₹19.00/- (Rupees Nineteen Only) per Equity Share, assuming full acceptance of the Offer aggregates to ₹11,75,625.00/-(Rupees Eleven Lakhs Seventy-Five Thousand Six Hundred and Twenty-Five Only). In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer has opened an Escrow Account and has deposited an amount of ₹13,10,000.00/-(Rupees Thirteen Lakhs Ten Thousand Only) being the total consideration payable in the Offer, assuming full acceptance.
- The Manager is duly authorized to operate the Escrow Account to the exclusion of all others and has been duly empowered to C. realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.
- Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied about the ability of the Acquirer to fulfill her obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.
- In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

#### VII. STATUTORY AND OTHER APPROVALS

- As on the date of this Detailed Public Statement, to the knowledge of the Acquirer, there are no statutory approvals required -A. to complete this Offer. However, in case of any such statutory approvals are required by the Acquirer later before the expiry of the Tendering Period, this Offer shall be subject to such approvals and the Acquirer shall make the necessary applications for such statutory approvals
- All Public Shareholders, including NRIs of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from RBI) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares. tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India had required any approvals. (including from RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserve the right to reject such Offer Shares.
- C. The Acquirer shall complete all procedures relating to payment of consideration under this Offer within a period of 10 (Ten) Working Days from the date of expiry of the Tendering Period to those Public Shareholders who have tendered Equity Shares and are found valid and are accepted for acquisition by the Acquirer.
- D. In case of delay in receipt of any statutory approval, SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any wilful default, or neglect, or failure of the Acquirer to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer agreeing to pay interest to the Public Shareholders as directed by SEBI, in terms of Regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable for forfeiture.
- E. In terms of Regulation 23(1) of the SEBI (SAST) Regulations, if the approvals mentioned in Paragraph VI (A) are not satisfactorily complied with or any of the statutory approvals are refused, the Acquirer has a right to withdraw the Offer. In the event of withdrawai, the Acquirer (through the Manager), shall within 2 (Two) Working Days of such withdrawal, make an announcement stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulation in the Newspapers and such announcement will also be sent to SEBI, BSE, and the Target Company at its registered office.

## VIII. TENTATIVE SCHEDULE OF ACTIVITY

Sr. No.	Tentative Schedule of Activities pertaining to this Offer	Day and Date
1.	Date of issue of the Public Announcement	Tuesday, May 10, 2022
2.	Date of publication of Detailed Public Statement in the Newspapers	Tuesday, May 17, 2022
3.	Last date for filing of the Draft Letter of Offer with SEBI	Tuesday, May 24, 2022
4.	Last date for public announcement for competing offer(s)	Tuesday, June 07, 2022
5.	Last date for receipt of SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager)	Tuesday, June 14, 2022
6.	Identified Date	Thursday, June 16, 2022
7.	Date by which the Letter of Offer will be dispatched to the shareholders whose names appear on the register of members on the identified Date	Thursday, June 23, 2022
8.	Last Date by which the committee of the independent directors of the Target Company shall give its recommendation on the Offer to the Public Shareholders	Tuesday, June 28, 2022
9.	Last date for upward revision of the Offer price/ Offer size	Wednesday, June 29, 2022
10.	Last date of publication of the Offer opening public announcement, announcing the schedule of activities of this Offer, status of statutory and other approvals, if any, and procedure for tendering acceptances, in the Newspapers	Wednesday, June 29, 2022
11.	Date of commencement of Tendering Period	Thursday, June 30, 2022
12.	Date of expiry of Tendering Period	Wednesday, July 13, 2022
13.	Date by which all requirements including payment of consideration, rejection/acceptance and return of Equity Shares to the Public Shareholders of the Target Company whose Equity Shares been rejected in this Offer	Wednesday, July 27, 2022

Wednesday, July 27, 2022 Equity Shares have been rejected in this Offer Note: The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

#### PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER IX.

- Subject to Paragraph VII of this Detailed Public Statement, all the Public Shareholders, holding the Equity Shares whether in dematerialized form or physical form, registered or unregistered are eligible to participate in this Offer at any time during the Tendering Period for this Offer.
- As per the provisions of Regulation 40 (1) of the SEBI (LODR) Regulations and SEBI's press release dated December 03, 2018, bearing reference number 'PR 49/2018', requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with SEBI bearing reference number 'SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020', shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Offer as per the provisions of the SEBI (SAST) Regulations.
- C. All Public Shareholders, registered or unregistered, holding the Equity Shares in dematerialized form or holding locked-in Equity Shares are eligible to participate in this Offer at any time during the period from the Offer Opening Date and Offer Closing Date before closure of the Tendering Period. All Public Shareholders who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
- The Offer will be implemented by the Target Company through Stock Exchange Mechanism made available by BSE Limited in the

- Email Address being 'sachin@ebca.in'.
- 1.4 As on the date of this Detailed Public Statement, the Acquirer, has confirmed, warranted, and undertaken that:
- 1.4.1 He does not belong to any group.
- 1.4.2 He is not forming part of the present promoter and promoter group of the Target Company.
- 1.4.3 He is not related to the promoters, directors, or any key employees of the Target Company.
- 1.4.4 There are no directors representing the Acquirer on the board of the Target Company.
- 1.4.5 He does not hold any Equity Shares in the Target Company, except in pursuance to the execution of the Share Purchase Agreement pursuant to which he has intended to acquire Sale Shares in accordance with the terms and conditions as specified under Share Purchase Agreement
- 1.4.6 He shall be classified and will become the Promoter of the Target Company, subject to the compliance of the SEBI (LODR) Regulations.
- 1.4.7 He will not sell the Equity Shares of the Target Company, held, and acquired, if any, during the Offer period in terms of Regulation 25(4) of the SEBI (SAST) Regulations.
- 1.4.8 He has not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of the SEBI Act or under any other Regulation made under the SEBI Act.
- 1.4.9 He has not been categorized nor is appearing in the 'Wilful Defaulter or a Fraudulent Borrower' list issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on willul defaulters or fraudulent borrowers issued by Reserve Bank of India
- 1.4.10 He has not been declared as 'Fucilitive Economic Offender' under Section 12 of the Fugitive Economic Offenders Act, 2018.
- 1.4.11 He is not acting in capacity as a director in any company nor has he promoted, controlled, or managed any company or venture.
- 1.4.12 There is no person acting in concert in relation to this Offer within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations.

#### INFORMATION ABOUT THE PROMOTER SELLERS Β.

- The Promoter Sellers form a part of the present promoters and promoter group of the Target Company, and prior to the execution of the Share Purchase Agreement, held 1,85,625 (One Lakh Eighty-Five Thousand Six Hundred and Twenty-Five) Equity Shares, representing 75.00% (Seventy-Five Percent) of the Voting Share Capital of the Target Company
- Pursuant to the execution of the Share Purchase Agreement, the Acquirer has agreed to purchase the Sale Shares from the Promoter Sellers.
- 3 The details of the Promoter Sellers who have entered into the Share Purchase Agreement with the Acquirer, are as follows:

Name, PAN, and Address of the	names in the o	Nature Group of Entity	Part of Promoters/	Details of Shares/Voting Rights held by the Selling Shareholders				
Promoter Sellers				Promoter Group of Target company	Pre-Transaction		Post-Transaction	
					No. of Equity Shares	% of equity shareholding	No. of Equity Shares	% of equity shareholding
Pradeep Kumar Sarda Permanent Account Number: AAJPS0709H Resident at 502, Parasmani, Plot no. 27, 10 <sup>th</sup> Road, JVPD, Laxmikant Chowk, Vile Parte (West), Mumbai – 400056, Maharashtra, India	Not Applicable	Individual	None	Yes	1,75,625	70.96%	NI	NI
Suvimal Properties Private Limited CIN: U70101MH1987PTC043978 PAN: AABCS6754M Registered Office at S-002 8, 2nd Floor, Vikas Centre, S. V. Road, Santacruz (West), Mumbai – 400054, Maharashtra, India	Not Applicable	Private Limited Company	None	Yes	10,000	4.04%	NE	NI
	Total	net on pool	Annual Series		1,85,625	75.00%	Nil	Nil

Post completion of the Offer formalities, the Promoter Sellers shall relinguish the control and management over the Target Company in favor of the Acquirer, in accordance with and in compliance with the provisions of Regulation 31A of SEBI (LODR) Regulations, and shall be declassified from the promoter and promoter group' category of the Target Company subject to receipt of necessary approvals required in terms of Regulation 31A(10) of the SEBI (LODR) Regulations and the satisfaction of conditions prescribed therein.

mentioned in the Share Purchase Agreement and subject to Acquirer maintaining its shareholding within the limits prescribed for minimum public shareholding, the details of which are specified as under:

Promoter Sel	lers	ne di seria	Acquirer			
Name of the Promoter Sellers	No. of Equity Shares	% of Equity Shares/ Voting Rights	Name of the Acquirer	No. of Equity Shares	% of Equity Shares/ Voting Rights	
Mr. Pradeep Kumar Sarda	1,75,625	70.96%	Mr. Pareshkumar Vasantray Sheth	1,85,625	75.00%	
Suvimal Properties Private Limited	10,000	4.04%	Contractory and State Street Streets	1100435-505	Names of	
Total	1,85,625	75.00%	Total	1,85,625	75.00%	

The Promoter Sellers have irrevocably agreed to relinquish the management control of the Target Company in favor of the Acquirer, subject to the receipt of all the necessary approvals and the Acquirer completing all the Offer formalities. The acquisition will result in the change in control and management of the Target Company. Upon completion of the Offer, the Promoter Sellers shall cease to be promoters of the Target Company and the Acquirer shall become the new promoter of the Target Company, subject to compliance with conditions stipulated in Regulation 31A of the SEBI (LODR) Regulations.

The prime object of this Offer is to acquire substantial Equity Shares and Voting Rights capital accompanied by control over the Target Company. The Acquirer has proposed to continue existing business of the Target Company and may diversity its business activities in future with prior approval of the shareholders. The main purpose of takeover is to expand the Company's business activities in same and diversified line through exercising effective control over the Target Company. However, no firm decision in this regard has been taken or proposed so far.

## EQUITY SHAREHOLDING AND ACQUISITION DETAILS

The current and proposed shareholding pattern of the Acquirer in the Target Company and the details of the acquisition are as follows:

Details	Acqu	irer
	Number of Equity Shares	% of Voting Share Capital
Shareholding as on the date of Public Announcement	Nil	NI
Equity Shares acquired between the date of Public Announcement and the date of publication of this Detailed Public Statement	NI	NI
Equity Shares acquired through Share Purchase Agreement	1,85,625	75.00%
Equity Shares proposed to be acquired in the Offer*	61,875	25.00%*
Post-Offer Shareholding on diluted basis on 10 <sup>e</sup> (tenth) Working Day after closing of Tendering Period*	2,47,500	100.00%

"Assuming all the Equity Shares which are offered are accepted in this Offer.

## OFFER PRICE

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- The Equity Shares of the Target Company bearing ISIN 'INE319T01016' are presently listed on the BSE bearing Scrip ID A. 'MERCTRD' and Scrip Code '512415'.
- The trading turnover in the Equity Shares of the Target Company on BSE Limited based on trading volume during the 12 (Twelve) calendar months prior to the month of Public Announcement (Saturday, May 01, 2021, to Saturday, April 30, 2022) have been obtained from www.bseindia.com, as given below:

Stock Exchange	Total no. of Equity Shares traded during the 12 (twelve) calendar months prior to the month of the Public Announcement	Total no. of listed Equity Shares	Annualized trading turnover (as % of Equity Shares listed)
BSE Limited	No Equity Shares had been traded	2,47,500 (Two Lakhs Forty- Seven Thousand and Five Hundred)	Nil

Based on the information provided above, the Equity Shares of the Target Company are infrequently traded on the BSE Limited within the meaning of explanation provided in regulation 2(1)(j) of the SEBI (SAST) Regulations.

- form of separate window as provided under the SEBI (SAST) Regulations read with Acquisition Window Circulars.
- BSE Limited shall be the Designated Stock Exchange for the purpose of tendering of Offer Shares in the Offer. E.
  - The Acquirer has appointed Nikunj Stock Brokers Limited as the registered broker for the Open Offer, through whom the purchases and the settlement of the Offer shall be made. The contact details of the Buying Broker are as mentioned below:

Name	Nikunj Stock Brokers Limited	
Address	A-92, Gf, Left Portion, Kamla Nagar, New Delhi – 110007, India	
Contact Number	+91-011-47030000/01	
E-mail Address	info@nikunjonline.com	
Contact Person	Mr. Pramod Kumar Sultania	

All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stockbrokers (Selling Brokers) within the normal trading hours of the secondary market, during the Tendering Period.

THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER X. OF OFFER THAT WOULD BE MAILED OR COURIERED TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY AS ON THE IDENTIFIED DATE. KINDLY READ IT CAREFULLY BEFORE TENDERING THE EQUITY SHARES IN THIS OFFER. EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE PUBLIC SHAREHOLDERS.

#### OTHER INFORMATION XI.

G.

- Α. The Acquirer accepts full and final responsibility for the information contained in the Public Announcement and this Detailed Public Statement and for his obligations as laid down in SEBI (SAST) Regulations. All information pertaining to the Target Company has been obtained from (i) publicly available sources, or (ii) any information provided or confirmed by the Target Company, and the accuracy thereof has not been independently verified by the Manager.
- B The Acquirer has appointed Purva Sharegistry (India) Private Limited, as the Registrar to the Offer, having their office located at Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel East, Mumbai - 400011, Maharashtra, India, with contact number being '+022-23012518/6761', Email Address being 'support@purvashare.com' and website 'www.purvashare.com'. The contact person Ms. Deepali Dhuri can be contacted from 10:00 a.m. (Indian Standard Time) to 5:00 p.m. (Indian Standard Time) on working days (except Saturdays, Sundays, and all public holidays), during the Tendering Period. C. Pursuant to Regulation 12 of the SEBI (SAST) Regulations, the Acquirer has appointed Capital Square Advisors Private Limited as the Manager
- D. This Detailed Public Statement will be available and accessible on the websites of the Manager at www.capitalsquare.in, SEBI at www.sebi.gov.in, BSE at www.bseindia.com and registered office of the Target Company.

## Issued by the Manager to the Offer on behalf of the Acquirer



Teaming together to create value

## CAPITALSQUARE ADVISORS PRIVATE LIMITED

205-209, 2" Floor, AARPEE Center, MIDC Road No 11, CTS 70, Andheri (East), Mumbai - 400093, Maharashtra, India Contact Details: +91-22-6684-9138/ 145/ 138

## Website: www.capitalsquare.in

Email Address: tanmoy.banerjee@capitalsquare.in/ pankita.patel@capitalsquare.in/

Contact Person: Mr. Tanmoy Banerjee/ Ms. Pankita Patel

SEBI Registration Number: INM000012219

Validity: Permanent

Corporate Identification Number: U65999MH2008PTC187863

Date: Monday, May 16, 2022 Place: Mumbai

Sd/-Pareshkumar Vasantray Sheth (Acquirer)







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