

February 12, 2021

The Manager  
Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
“Exchange Plaza” C – 1, Block G  
Bandra Kurla Complex, Bandra (East) Mumbai – 400 051

**Scrip Code No. : 542460**  
**Scrip ID: ANUP**

**SYMBOL: ANUP**

Dear Sir/Madam,

**Ref.: Buy-back of Equity Shares of The Anup Engineering Limited (the “Company”)**  
**Sub: Filing of copy of Board Resolution and Public Announcement pursuant to provisions of Regulation 5 and Regulation 16 of the SEBI (Buy-Back of Securities) Regulations, 2018 (“Buy-back Regulations”) read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that the Board of Directors of the Company has, at its meeting held on February 10, 2021 (“**Board Meeting**”), pursuant to the provisions of Article 14 of Articles of Association of the Company and Sections 68, 69 and 70 and all other applicable provisions of the Companies Act, 2013 (“**Act**”) and applicable rules made thereunder and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (“**Buy-back Regulations**”) and subject to such other approvals, permissions and sanctions as may be necessary, approved the Buy-back of fully paid up equity shares by the Company having face value of Rs.10/- each (“**Equity Share(s)**”) from open market through stock exchanges (i.e. through National Stock Exchange of India Limited (“**NSE**”) and BSE Limited (“**BSE**”), together “**Stock Exchanges**”) under the Buy-back Regulations and the Act, for an amount not exceeding Rs.25,00,00,000/- (Rupees Twenty Five Crore Only) excluding transaction costs viz. brokerage, advisor’s fees, intermediaries fees, public announcement publication fees, filing fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, income tax, stamp duty, other incidental and related expenses, etc. (“**Transaction Costs**”) (“**Maximum Buy-back Size**”) at a price not exceeding Rs.800 /- (Rupees Eight Hundred Only) per equity share (“**Maximum Buy-back Price**”) payable in cash which represents 7.76 % and 7.76 % of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited standalone and consolidated financial statements, respectively of the Company for the financial year ended on March 31, 2020 from the equity shareholders/ beneficial owners of the equity shares of the Company other than the Promoters, members of Promoter Group and persons in control of the Company (“**Buy-back**”).

Further in compliance with Regulation 16 read with Regulation 7 of the Buy-back Regulations, the Company has published the Public Announcement in the following newspapers on February 12, 2021:

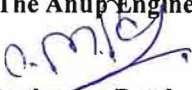
1. Financial Express – (English) National daily – All Editions
2. Janasatta - (Hindi) National Daily – All Editions
3. Financial Express – (Gujarati) Regional Language – Ahmedabad Edition

The certified true copy of Board Resolution and newspaper clippings of Public Announcement published in the Financial Express are enclosed herewith for your record.

Kindly receive the same in order and take the same on records.

Thanking you,

Yours faithfully,  
For, The Anup Engineering Limited

  
**Chintankumar Patel**  
Company Secretary and Compliance Officer

Encl.: As above.



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON WEDNESDAY, 10<sup>TH</sup> FEBRUARY, 2021 AT REGISTERED OFFICE OF THE COMPANY BEHIND 66 KV ELEC. SUB STATION, ODHAV ROAD, AHMEDABAD - 382345 THROUGH VIDEO CONFERENCING (VC).**

**“RESOLVED THAT** pursuant to provisions of Article 14 of the Articles of Association of the Company and the provisions of Sections 68, 69, 70 and all other applicable provisions of the Companies Act, 2013 (**“Act”**) and applicable rules made there under and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (**“Buy-back Regulations”**) and subject to such other approvals, permissions and sanctions as may be necessary, consent of the Board of Directors (hereinafter referred to as the **“Board”**) be and is hereby accorded for the Buy-back of fully paid up equity shares by the Company having face value of Rs. 10/- each (**“Equity Share(s)”**) from open market through stock exchange mechanism prescribed under the Buy-back Regulations and the Act, for an amount not exceeding Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) excluding transaction costs viz. brokerage, advisor’s fees, intermediaries fees, public announcement publication fees, filing fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, income tax, stamp duty and other incidental and related expenses, etc. (**“Transaction Costs”**) (**“Maximum Buy-back Size”**) at a price not exceeding Rs.800/- (Rupees Eight Hundred Only) per Equity Share (**“Maximum Buy-back Price”**) payable in cash which represents 7.76% and 7.76% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited standalone and consolidated financial statements, respectively of the Company for the financial year ended on March 31, 2020 from the equity shareholders/beneficial owners of the Equity Shares of the Company other than the Promoters, members of Promoter Group and persons in control of the Company (**“Buy-back”**).

**“RESOLVED FURTHER THAT** the indicative maximum number of Equity Shares to be bought back by the Company under the Buy-back at the Maximum Buy-back Price would be 3,12,500 Equity Shares (**“Maximum Buy-back Shares”**) which represents 3.06% of total number of Equity Shares of the Company. However, the number of Equity Shares bought back by the Company under Buy-back shall not exceed 25% of the total number of Equity Shares of the Company.”

**“RESOLVED FURTHER THAT** in terms of Regulation 15 of the Buy-back Regulations, the minimum amount to be utilized for the Buy-back shall be Rs. 12,50,00,000/- (Rupees Twelve Crores Fifty Lakhs Only), being 50% of the Maximum Buy-back Size (**“Minimum Buy-back Size”**).”

**“RESOLVED FURTHER THAT** subject to provisions of the Buy-back Regulations, the Buy-back period shall not, in any case, exceed 6 (six) months from the date of opening of the Buy-back and the Board or any committee thereof may, at its absolute discretion, at any time, decide to close the Buy-back upon amount utilized by the Company under the Buy-back equals to or exceeds the Minimum Buy-back Size.”

**“RESOLVED FURTHER THAT** the Buy-back from non-resident shareholders, Overseas Corporate Bodies (**“OCBs”**), Foreign Portfolio Investors (**“FPIs”**) and shareholders of foreign nationality, if any, shall be subject to such approvals, if and to the extent necessary or required from concerned authorities including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed there under, if any.”



**“RESOLVED FURTHER THAT** the amount required by the Company for the Buy-back is to be met out of the balances in free reserves, current surplus and/or cash and cash equivalents and/or internal accruals and/or liquid resources and/or such other permissible sources of funds of the Company, as per the Act and the Buy-back Regulations.”

**“RESOLVED FURTHER THAT** the Buy-back would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“Listing Regulations”**).”

**“RESOLVED FURTHER THAT** in terms of Regulation 24(iii) of the Buy-back Regulations, Mr. Chintan Patel, Company Secretary and Compliance Officer of the Company, be and is hereby appointed as the Compliance Officer for the Buy-back and Link Intime India Private Limited, Registrar of the Company, be and is hereby appointed as the Investor Service Centre.”

**“RESOLVED FURTHER THAT** the Board of Directors hereby confirms that –

- 1) All the Equity Shares of the Company are fully paid up;
- 2) The aggregate consideration for the Buy-back, i.e., not exceeding Rs. Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) does not exceed 10% of the aggregate of the paid up equity share capital and free reserves (including security premium account) as per the audited standalone and consolidated financial statements, respectively of the Company for the financial year ended on March 31, 2020 and the indicative maximum number of Equity Shares proposed to be bought back under the Buy-back i.e. 3,12,500 Equity Shares does not exceed 25% of the total number of Equity Shares in the paid up share capital of the Company;
- 3) The Company shall not issue any equity shares or other specified securities including by way of bonus till the expiry of Buy-back period except in discharge of subsisting obligations such as stock option schemes or convertible securities, as may be permitted under the relevant regulations and applicable law;
- 4) The Company shall not raise further capital for a period of one year from the expiry of Buy-back period, except in discharge of subsisting obligations such as conversion of warrants, stock option schemes or conversion of preference shares or debentures into equity shares;
- 5) The Company shall not Buy-back any locked-in Equity Shares and non-transferable Equity Shares, if any, till the pendency of the lock-in or till the Equity Shares become transferable;
- 6) The Company shall not Buy-back its Equity Shares from any person through negotiated deal whether on or off the Stock Exchange(s) or through spot transactions or through any private arrangement;
- 7) The Company shall not directly or indirectly purchase its own Equity Shares through any subsidiary company including its own subsidiary companies or through any investment company or group of investment companies;



- 8) The Company has not completed a buy-back of any of its securities during the period of one year reckoned from the date of this meeting;
- 9) There are no defaults subsisting in the repayment of deposits, redemption of debentures or preference shares or repayment of term loans to any financial institutions or banks nor any such default has arisen at any time during preceding three years;
- 10) The ratio of the aggregate of secured and unsecured debts owned by the Company immediately after the Buy-back shall not exceed the ratio (2:1) as prescribed under Section 68 of the Act and Regulation 4 of the Buy-back Regulations;
- 11) No scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act is pending as on the date of this meeting and no such scheme shall be pending on the date of Public Announcement;
- 12) The Company will not withdraw the Buy-back after the Public Announcement of Buy-back is made;
- 13) The funds borrowed from banks and financial institutions will not be used for the Buy-back;
- 14) The Company has been in compliance with Sections 92, 123, 127 and 129 of the Act.

**“RESOLVED FURTHER THAT** nothing contained herein above shall confer any right on the part of any shareholder to offer, or any obligation on the part of the Company or the Board to Buy-back any Equity Shares, and / or impair any power of the Company or the Board to terminate any process in relation to such Buy-back as permissible by law.”

**“RESOLVED FURTHER THAT** the approval of the Board be and is hereby accorded for the confirmation of appointment of Vivro Financial Services Private Limited as Manager to the Buy-back.”

**“RESOLVED FURTHER THAT** M/s. Pravin Ratilal Share And Stock Brokers Limited and M/s. Wealth First Portfolio Managers Limited be and are hereby appointed as Brokers to the Buy-back of the Company and the consent of the Board be and is hereby accorded to open Depository account(s) and trading account(s) in connection with and for the purpose of the Buy-back of the Company.”

**“RESOLVED FURTHER THAT** an escrow account under the name *“The Anup Engineering Limited – Buy-back – Escrow Account”* be opened with ICICI Bank Limited (**“Escrow Agent”**) at Ahmedabad (**“Escrow Account”**) for the purpose of the Buy-back and the Company shall in accordance with the provisions of the Buy-back Regulations, as and by way of security, for the performance of its obligations under the Buy-back Regulations, enter into an escrow arrangement and agreements with the Escrow Agent and the Manager to the Buy-back and before the opening of the Buy-back, deposit in the Escrow Account requisite amount in accordance with Regulation 20 of the Buy-back Regulations and the Manager to the Buy-back be and is hereby authorized to operate the Escrow Account in accordance with the Buy-back Regulations.”



**“RESOLVED FURTHER THAT** Mr. Sanjay S. Lalbhai (DIN: 00008329) - Director, Mr. Punit Lalbhai (DIN:05125502) Director of the Company, Mr. Rishi Roop Kapoor, Chief Executive Officer, Mr. Bhavesh Shah, Chief Financial Officer of the Company and Mr. Chintankumar Patel, Company Secretary and Compliance Officer of the Company, be and are hereby jointly and/or severally authorized to finalise and make necessary changes as may be required and sign, execute and issue the Public Announcement and Post Buy-back Announcement and addendum/corrigendum thereto, the Escrow Agreement, all relevant forms, documents, applications, consents, undertakings, declarations, confirmation and such other documents and to do all such acts, deeds and things as may be necessary, expedient or proper with regard to the implementation of the Buy-back.”

**“RESOLVED FURTHER THAT** the common seal of the Company, if required be affixed on such documents in the presence of any one of the Directors and duly countersigned by the Company Secretary.”

**“RESOLVED FURTHER THAT** the Board hereby confirms that it has made a full enquiry into the affairs and prospects of the Company and has formed the following opinion that:

- a) that immediately following the date of this Board Meeting at which the Buy-back of the Company's Equity Shares is approved, there will be no grounds on which the Company could be found unable to pay its debts;
- b) that as regards the Company's prospects for the year immediately following the date of this Board Meeting held to approve the Buy-back and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of this Board Meeting.
- c) In forming its opinion as aforesaid, the Board has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 1956 or the Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective and contingent liabilities).”

**“RESOLVED FURTHER THAT** in terms of Section 68(6) of the Act read with Regulation 8(i)(b) of the Buy-back Regulations, the drafts of the declaration of solvency prepared in the prescribed form and supporting affidavit, the statement of assets and liabilities as at March 31, 2020 and other documents, as placed before the Board, be and are hereby approved and Mr. Sanjay S. Lalbhai (DIN: 00008329) - Director, Mr. Punit Lalbhai (DIN:05125502) Director of the Company, Mr. Bhavesh Shah, Chief Financial Officer of the Company be and are hereby authorized to sign the same for and on behalf of the Board, and Mr. Chintankumar Patel, Company Secretary and Compliance Officer of the Company, be and is hereby authorised to file the same with the Registrar of Companies, Gujarat (“ROC”) and the Securities and Exchange Board of India or any such other concerned authorities, as may be necessary in accordance with applicable laws.”



**“RESOLVED FURTHER THAT** Management Committee constituted on 6<sup>th</sup> August 2018 consisting of Mr. Sanjay S. Lalbhai and Mr. Punit Lalbhai Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient or proper with regard to the implementation of the Buy-back, including but not limited to:

- a. Finalize the terms of the Buy-back including the opening and closing dates of the Buy-back, the price and number of Equity Shares to be bought back under the Buy-back subject to the terms approved under this resolution and in compliance with the provisions of the Act and the Buy-back Regulations;
- b. Making arrangement for adequate resources of funds for the Buy-back as may be necessary in accordance with the applicable laws;
- c. Finalize and issue the public announcement, any corrigendum or addendum thereto, post Buy-back public announcement and any other advertisement/documents in connection with the Buy-back in accordance with the Buy-back Regulations;
- d. Take all actions for the verification, acceptance and extinguishment of Equity Shares bought back under the Buy-back in accordance with the applicable laws;
- e. Prepare, sign and execute such documents, undertakings and confirmations as may be necessary, desirable or incidental in connection with the Buy-back;
- f. Sign, execute and deliver the Escrow Agreement with the Escrow Agent and the Manager to the Buy-back;
- g. Open, operate and close necessary accounts such as Depository Account, trading account, bank escrow account etc. for the purpose of the Buy-back;
- h. Decide the closure of the Buy-back and complete all other requisite formalities as specified under the Act, the Buy-back Regulations, the Listing Regulations and all other applicable laws;
- i. Authorize and make payment of expenses incidental to the Buy-back;
- j. Delegate all or any of the power conferred under this resolution to any Director or officer of the Company as may be necessary to give effect to the aforementioned resolution;
- k. To do all such acts, deeds and things as may be necessary, expedient and incidental for the implementation of the Buy-back in accordance with the Act, the Buy-back Regulations and other applicable laws.”


**“RESOLVED FURTHER THAT** Management Committee may decide any matter in connection with the Buy-back by passing appropriate resolution (including by way of circular resolution) and the Committee may meet as and when necessary to effectively discharge its functions in relation to the Buy-back.”

**“RESOLVED FURTHER THAT** without prejudice to the forgoing, Mr. Sanjay S. Lalbhai (DIN: 00008329) - Director, Mr. Punit Lalbhai (DIN: 05125502) Director of the Company, Mr. Rishi Roop Kapoor, Chief Executive Officer, Mr. Bhavesh Shah, Chief Financial Officer of the Company and Mr. Chintankumar Patel, Company Secretary and Compliance Officer of the Company, be and are hereby jointly and/or severally authorized to:



1. Appoint advertisement agency, printers, escrow agents and such other persons/consultants for the Buy-back as may be required or deemed fit;
2. fix up the remuneration including commission, brokerage, fees, charges etc. and terms & conditions for the appointments referred to in point 1 above;
3. execute, sign, affirm and deliver all such documents including consent letter, power of attorney, certificates, instruments, agreements, letters, undertakings, memorandum of understanding, declarations, affidavits, engagement/appointment letters, indemnity, bank guarantee, ROC forms etc. as may be required in connection with this resolution or the Buy-back and/ or otherwise considered by them in the best interest of the Company;
4. open, operate and close all the necessary accounts such as broker account, escrow account, special account(s) and any other bank account(s) and depository account for the purpose of the Buy-back offer and authorize persons to operate the said accounts;
5. arrange for bank guarantee and/or cash deposits as may be necessary for the Escrow Account for the Buy-back in accordance with applicable laws;
6. To authorize bankers to act upon the instructions of the Merchant Banker as required under the Buy-back Regulations;
7. delegate all or any of the powers, rights or authorities conferred above to any officer(s) / authorized representative(s) of the Company to give effect to the aforesaid resolution or to accept any change(s) or modification(s) as may be felt necessary or as may be suggested by the appropriate authorities or advisors;
8. settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company; and
9. do and perform all such acts, matters, deeds and things as it may in its absolute discretion deem necessary or desirable for the purpose of Buy-back as is in the best interest of the Company.”

**Certified to be True,**  
**For The Anup Engineering Limited**

  
**Chintankumar Patel**  
**Company Secretary**  
**Mem No. A29326**



**Date: 10.02.2021**

**Place: Ahmedabad**



# THE ANUP ENGINEERING LIMITED

Corporate Identity Number (CIN): L29306GJ2017PLC099085

Registered Office: Behind 66 KV Elec. Sub-Station, Odhav Road, Ahmedabad – 382415, Gujarat, India | Phone: +91-79-2287 2823, 2287 0622 | Email: investorconnect@anupengg.com | Website: www.anupengg.com | Contact Person: Mr. Chintankumar Patel, Company Secretary and Compliance Officer

## PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF THE ANUP ENGINEERING LIMITED ("COMPANY") FOR BUY-BACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGE MECHANISM AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018

This Public Announcement (the "Public Announcement") is being made in accordance with the provisions of Regulation 16(iv)(b) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buy-back Regulations") and contains the disclosures as specified in Schedule IV read with Schedule I of the Buy-back Regulations.

### OFFER FOR BUY-BACK OF FULLY PAID UP EQUITY SHARES OF FACE VALUE ₹ 10/- EACH FROM THE OPEN MARKET THROUGH STOCK EXCHANGE MECHANISM

#### 1. DETAILS OF THE BUY-BACK OFFER AND OFFER PRICE

1.1 The Board of Directors of The Anup Engineering Limited (herein after referred to as the "Board") at its meeting held on February 10, 2021 ("Board Meeting") has, pursuant to the provisions of Article 14 of Articles of Association of the Company and Sections 68, 69 and 70 and all other applicable provisions of the Companies Act, 2013 ("Act") and applicable rules made thereunder and in compliance with the Buy-back Regulations and subject to such other approvals permissions and sanctions as may be necessary, approved the Buy-back of fully paid up equity shares by the Company having face value of ₹ 10/- each ("Equity Shares") from open market through stock exchange mechanism as prescribed under the Buy-back Regulations from the equity shareholders/beneficial owners of the Equity Shares of the Company other than the Promoters, members of Promoter Group and persons in control of the Company, for an amount not exceeding ₹ 25,00,00,000/- (Rupees Twenty Five Crores Only) excluding transaction costs viz. brokerage, advisor's fees, intermediaries fees, public announcement publication fees, filing fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, income tax, stamp duty and other incidental and related expenses, etc. ("Transaction Costs") ("Maximum Buy-back Size") at a price not exceeding ₹ 800/- (Rupees Eight Hundred Only) per Equity Share ("Maximum Buy-back Price") payable in cash which represents 7.76% and 7.76% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited standalone and consolidated financial statements, respectively of the Company for the financial year ended on March 31, 2020 ("Buy-back").

1.2 Since the Maximum Buy-back Size is not more than 10% of the total paid-up equity share capital and free reserves (including securities premium account) of the Company, the approval of shareholders of the Company is not required in terms of Section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buy-back Regulations.

1.3 The Company will comply with the requirement of maintaining a minimum public shareholding of at least 25% of the total paid-up equity share capital of the Company as provided under Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") during the Buy-back period and upon completion thereof.

1.4 The Buy-back will be implemented by the Company from its free reserves (including securities premium account) and/or such other sources as permitted in accordance with Regulation 4(ix) and in accordance with Regulation 4(iv)(b)(ii) read with Regulation 16 of the Buy-back Regulations from the open market through the stock exchange mechanism using the electronic trading facility provided by BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), stock exchanges where existing Equity Shares of the Company are listed ("BSE" and "NSE" collectively referred as "Stock Exchanges") and by using the order matching mechanism except "all or none" order matching system as provided under the Buy-back Regulations.

1.5 A copy of this Public Announcement will be made available on the website of Company (www.anupengg.com) and is expected to be available on the website of SEBI (www.sebi.gov.in) as well as on the website of Stock Exchanges (www.bseindia.com and www.nseindia.com).

#### 2. NECESSITY OF THE BUY-BACK

The Buy-back is being undertaken by the Company to return surplus funds to the equity shareholders of the Company. Additionally, the Buy-back is generally expected to improve return on equity through distribution of surplus fund and improve earnings per share by reduction in the equity base, thereby leading to long term increase in shareholder's value.

#### 3. MAXIMUM AND MINIMUM BUY-BACK SIZE AND INDICATIVE MAXIMUM AND MINIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY-BACK

3.1 The maximum amount to be utilized under the Buy-back will not exceed ₹ 25,00,00,000/- (Rupees Twenty Five Crores Only) (excluding Transaction Costs) which represents 7.76% and 7.76% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited standalone and consolidated financial statements, respectively of the Company for the financial year ended on March 31, 2020.

3.2 At the Maximum Buy-back Size and the Maximum Buy-back Price, the indicative maximum number of Equity Shares to be bought back under the Buy-back would be 3,12,500 Equity Shares ("Maximum Buy-back Shares") which represents 3.06% of the total number of Equity Shares of the Company. If the Equity Shares are bought back at a price below the Maximum Buy-back Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buy-back Shares (assuming full deployment of the Maximum Buy-back Size) but will always be subject to the Maximum Buy-back Size. The actual number of Equity Shares bought back under the Buy-back will depend upon the actual price (excluding the Transaction Costs) paid for the Equity Shares bought back and the aggregate consideration paid in the Buy-back, subject to the Maximum Buy-back Size. Further, the number of Equity Shares bought back under the Buy-back will not exceed 25% of the total number of Equity Shares of the Company.

3.3 Further, in accordance with Regulation 15 read with Regulation 20 (viii) of the Buy-back Regulations, the Company shall utilize at least 50% of the amount earmarked as the Maximum Buy-back Size for the Buy-back, i.e. ₹ 12,50,00,000/- (Rupees Twelve Crores Fifty Lakhs only) ("Minimum Buy-back Size") and based on the Minimum Buy-back Size and the Maximum Buy-back Price, the Company will purchase indicative minimum of 1,56,250 Equity Shares ("Minimum Buy-back Shares") in the Buy-back, which represents 1.53% of the total number of Equity Shares of the Company.

#### 4. MAXIMUM BUY-BACK PRICE AND BASIS OF ARRIVING AT THE BUY-BACK PRICE

4.1 The Maximum Buy-back Price is ₹ 800/- per Equity Share. The Maximum Buy-back Price has been arrived at after considering various factors, including but not limited to, the volume weighted average market price of the Equity Shares of the Company on stock exchanges during 3 (three) months and 2 (two) weeks preceding the date of the Board Meeting, closing market price on the date of Board Meeting and the potential impact on the net worth and Earning per Share of the Company.

4.2 The Maximum Buy-back Price of ₹ 800/- per Equity Share represents: i) a premium of 17.62% over the volume weighted average market price of the Equity Shares on NSE (the Stock Exchange where the maximum volume of trading in the Equity Shares is recorded) for 3 (three) months preceding the date of the Board Meeting which was ₹ 680.16 and ii) a premium of 31.24% over the volume weighted average market price of the Equity Shares on NSE (the Stock Exchange where the maximum volume of trading in the Equity Shares is recorded) for 2 (two) weeks preceding the date of the Board Meeting which was ₹ 609.58. The closing market price of the Equity Shares as on the date of the Board Meeting was ₹ 614.95 on BSE and ₹ 615.95 on NSE.

#### 5. DETAILS OF SHAREHOLDING OF PROMOTERS AND PROMOTER GROUP AND OTHER DETAILS

5.1 The aggregate shareholding of a) the promoters and promoter group of the Company and b) the persons in control of the Company ("Promoters and Promoter Group") as on the date of the Board Meeting i.e., February 10, 2021 is given below:

S. No.	Category of Member	No. of Equity Shares Held	% of Existing Equity Share Capital
<b>Promoters and Promoter Group*</b>			
1.	Aura Securities Private Limited	35,51,617	34.76
2.	Aura Business Ventures LLP	3,33,329	3.26
3.	Sanjaybhai Shrenikbhai Lalbhai	1,456	0.01
4.	Punit Sanjaybhai	137	0.00
5.	Kulin S Lalbhai	1,960	0.02
6.	Jayshreeben Sanjaybhai Lalbhai	5,023	0.05
7.	Kalpanaben Shripalbhai Morakhia	4,928	0.05
8.	Samvaghbai Arvindbhai Lalbhai	1,344	0.01
9.	Hansababen Niranjanbhai Lalbhai	1,010	0.01
10.	Saumya Samvaghbai Lalbhai	2,863	0.03
11.	Swati S Lalbhai	2,795	0.03
12.	Snehal Mohta	7,000	0.07
13.	Badlani Manini Rajiv	264	0.00
14.	Taral S Lalbhai	2,642	0.03
15.	Sunil Siddharth Lalbhai	2,581	0.03
16.	Vimlaben S Lalbhai	2,577	0.03
17.	Atul Limited	1,52,869	1.50
18.	Astha S. Lalbhai	71	0.00
19.	Aura Merchandise Private Limited	3	0.00
20.	Aura Business Enterprise Private Limited	3	0.00
21.	Aura Securities Private Limited	3	0.00
22.	Samvaghbai Arvindbhai HUF	7,476	0.07
23.	Arvind Farms Private Limited	55,189	0.54
24.	Adore Investments Private Limited	6,775	0.07
25.	Amardeep Holdings Private Limited	3,490	0.03
26.	Asyojan Resources Private Limited	3,370	0.03
27.	Adhinami Investment Private Limited	685	0.01
28.	Anusandhan Investments Limited	4,259	0.04
29.	Akshita Holdings Private Limited	5	0.00
30.	Aagam Holdings Private Limited	97,491	0.95
	<b>Total</b>	<b>42,53,215</b>	<b>41.62</b>

\*The Promoter Group of the Company also include Arvind Limited, Arvind SmartSpaces Limited, Arvind Fashions Limited, Anukul Investments Private Limited, Shruti Trade Link Private Limited, Kasturbhai Lalbhai Museum Limited (formerly known as Anagram Knowledge Academy Limited), Amplus Capital Advisors Private Limited, Aagam Agencies Private Limited (formerly known as Adhigam Investments Private Limited), Anul Limited, Atul Finserv Limited, Anchor Adhesives Private Limited, Atul Bioscience Limited, Rudolf Atul Chemicals Limited, Style Audit LLP, JP Trunkshow LLP, Poorva Punithbhai Lalbhai, Jaina Kulin Lalbhai, Ishaan Punit Lalbhai, Ruhani Punit Lalbhai, Ananyaa Kulin Lalbhai, Anamikaben Samvaghbai Lalbhai and Sunil Siddharth HUF who are not holding any Equity Shares of the Company.

5.2 The aggregate shareholding of directors / designated partners of the corporate or promoter group entities (other than those covered in paragraph 5.1 above) as on the date of the Board Meeting i.e., February 10, 2021 is given below:

S. No.	Name of Member	No. of Equity Shares Held	% of Existing Equity Share Capital
1.	Jagdish Gajanan Datal	2,000	0.02
2.	Bharathy Narayanan Mohanan	25	0.00
3.	Rajesh Gajanan Parikh	1	0.00
4.	Vishnoi Dadhich Singh Rana	3	0.00
5.	Bakul Harshadrai Dholakia	544	0.01
6.	Renuka Ramnath	10	0.00
7.	Nilesh Dhirajlal Shah	7	0.00
8.	Darshil Jayesh Shah	2,129	0.02
9.	Nirav Kalyanbhai Shah	5	0.00
10.	Vani Kola	7	0.00
11.	Nithya Easwaran	638	0.01
12.	Rajeev Kumar	16	0.00

13.	Suresh Kalra	2	0.00
14.	Kamal Shamlal Singal	1	0.00
	<b>Total</b>	<b>5,388</b>	<b>0.06</b>

5.3. The aggregate number of Equity Shares purchased or sold by persons mentioned in paragraph 5.1 and 5.2 above during a period of 12 (twelve) months preceding the date of the Board Meeting, being February 10, 2021 is as follows:

Name of Shareholder	Aggregate No. of Equity Shares purchased	Nature of Transaction	Maximum Price (₹)*	Date of Maximum Price	Minimum Price (₹)*	Date of Minimum Price
Jagdish Dalal	149	Market Purchase	460.10	March 9, 2020	447.10	March 9, 2020
Pratul Krishnakant Shroff	43	Market Sell	727.23	December 23, 2020	726.24	December 23, 2020

\*Rounded off to two digits. This price indicates the price at which the trade was executed, exclusive of taxes and transaction charges.

5.4. Except as disclosed above, the persons mentioned in paragraph 5.1 and 5.2 above have not purchased or sold any Equity Shares of the Company and there has been no change in their shareholdings for last twelve months prior to the date of the Board Meeting.

#### 6. NON-PARTICIPATION OF PROMOTERS AND PROMOTER GROUP OF THE COMPANY IN THE BUY-BACK

6.1. In accordance with Regulation 16(ii) of the Buy-back Regulations, the Buy-back of Equity Shares shall not be made by the Company from the Promoters and Promoter Group of the Company.

6.2. Further, in accordance with the Regulation 24(i)(e) of the Buy-back Regulations, the Promoters or their associates shall not deal in the Equity Shares or other specified securities of the Company in the stock exchange or off-market, including inter-se transfer of shares, during the period from the date of Board Meeting till the closing of the Buy-back.

#### 7. NO DEFAULT

The Company confirms that there are no defaults subsisting in the repayment of deposits or interest thereon, redemption of debentures or preference shares or payment of dividend to any shareholder, or repayment of any term loan or interest payable thereon to any financial institution or banks.

#### 8. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board of Directors of the Company has, at its meeting held on February 10, 2021 confirmed that they have made full enquiry into the affairs and prospects of the Company and that they have formed an opinion that immediately following the date of the Board Meeting i.e. February 10, 2021 at which the Buy-back of the Company's Equity Shares is approved, there will be no grounds on which the Company could be found unable to pay its debts;

b) that as regards the Company's prospects for the year immediately following the date of the Board Meeting held on February 10, 2021 and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting held on February 10, 2021; and

c) that in forming its opinion as aforesaid, the Board has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 1956 or Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective and contingent liabilities).

#### 9. REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY AUDITORS

The text of the report dated February 10, 2021 received from M/s Sorab S. Engineers & Co., Chartered Accountants (Firm Registration No. 110417W), the Statutory Auditors of the Company and the annexed statement of computation of permissible capital payments for the proposed Buy-back of Equity Shares of the Company, addressed to the Board of Directors of the Company is reproduced below:

#### Quote

Independent Auditor's Report on Buy-back of Equity Shares pursuant to the requirement of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended

#### To,

#### The Board of Directors

The Anup Engineering Limited  
Odhav Road, Behind 66 KV Elec Sub-station,  
Ahmedabad, Gujarat, 382415

Statutory Auditor's Report on the matters specified in clause (xi) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended) (the "SEBI Buy-back Regulations") for proposed buy-back of equity shares of The Anup Engineering Limited ("Anup"/"the Company").

1. This Report is issued in accordance with the terms of our engagement letter dated February 10, 2021. The Board of Directors of the Company has approved a proposal for buy-back of equity shares by the Company at its meeting held on February 10, 2021, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013 (the "Act") and the SEBI Buy-back Regulations.

2. We, Sorab S. Engineer & Co., Chartered Accountants (Firm Registration Number 110417W), the Statutory Auditors of the Company, have been requested by the Management of the Company to provide a report on the accompanying statement of permissible capital payment (including premium) (enclosed as "Annexure A") based on audited standalone and consolidated financial statements as at March 31, 2020 (herein after referred together as the "Statement"). This Statement has been prepared by the Management, which we have initiated for identification purposes only

#### Management's Responsibility for the Statement

3. The preparation of the Statement in accordance with Section 68(2)(c) read with the proviso to Section 68(2)(b) of the Act, Regulation 4(i), the proviso to Regulation 4(iv), and the proviso to Regulation 5(i)(b) of the SEBI Buy-back Regulations and the compliance with the other requirements of the SEBI Buy-back Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

4. The management is also responsible to ensure compliance with the other relevant provisions of the Act and the Companies (Share Capital and Debentures) Rules, 2014 ("the Rules") as applicable.

#### Auditor's Responsibility

5. Pursuant to the requirements of clause (xi) of Schedule I of the SEBI Buy-back Regulations, it is our responsibility to provide reasonable assurance:

(i) Whether we have inquired into the state of affairs of the Company in relation to the latest audited standalone and consolidated financial statements as at and for the financial year ended March 31, 2020 which have been audited by us, and on which we have issued an unmodified audit opinion vide our reports dated June 24, 2020. These audited standalone and consolidated financial statements have been approved by the Board of Directors on June 24, 2020 and are adopted by the members of the Company in the Annual General Meeting held on September 26, 2020.

We conducted our audit of these standalone and consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (ICAI). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

(ii) whether the amount of permissible capital payment (including securities premium) as stated in Annexure A for the proposed buy-back of equity shares has been properly determined considering the audited standalone and consolidated financial statements as at March 31, 2020, in accordance with Section 68 (2) (c) read with proviso to Section 68(2)(b) of the Act and Regulation 4(i), proviso to Regulation 4(iv) and the proviso to Regulation 5(i)(b) of the SEBI Buy-back Regulations; and

(iii) whether the Board of Directors of the Company in their meeting dated February 10, 2021, have formed the opinion as specified in clause (x) of Schedule I to the SEBI Buy-back Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of passing of the Board resolution dated February 10, 2021.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the ICAI (the "Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SOC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

#### Opinion

8. Based on inquiries conducted and our examination as above, and according to the information and explanation provided to us by the Management of the Company we report that:

i. We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements as at and for the year ended March 31, 2020;

ii. The amount of permissible capital payment (including premium) towards the proposed buy-back of equity shares as computed in the Statement attached herewith is, as Annexure A, in our view properly determined in accordance with Section 68 (2)(c) read with proviso to Section 68(2)(b) of the Act and Regulation 4(i), proviso to Regulation 4(iv) and the proviso to Regulation 5(i)(b) of the SEBI Buy-back Regulations. The amounts of paid up equity share capital and free reserves have been extracted from the audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2020; and

iii. The Board of Directors of the Company, in their meeting held on February 10, 2021, have formed their opinion as specified in clause (x) of Schedule I to the SEBI Buy-back Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing of the Board resolution dated February 10, 2021.

#### Restriction on Use

This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buy-back of equity shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the SEBI Buy-back Regulations, (ii) to enable the Board of Directors of the Company to include in the public announcement and other documents pertaining to the buy-back to be filed with (a) the Registrar of Companies, the Securities and Exchange Board of India, stock exchanges and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited and National Securities Depository Limited and (iii) for providing to the Manager to the Buy-back in connection with the proposed buy-back of equity shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the SEBI Buy-back regulation, and may not be suitable for any other purpose.

For Sorab S. Engineer & Co.  
Chartered Accountants  
ICAI Firm Registration Number: 110417W

CA. Chokshi Shreyas B.  
Partner  
Membership Number: 100892  
Place: Ahmedabad  
Date: February 10, 2021  
UDIN: 21100892AAAAP3895

#### Annexure A

##### Statement of permissible capital payment (including securities premium) as at March 31, 2020

The amount of permissible capital (including premium) towards the proposed buy-back of equity shares as computed in the table below is determined in accordance with Section 68(2)(c) read with proviso to Section 68(2)(b) of the Companies Act, 2013 ("the Act") and Regulation 4(i), proviso to Regulation 4(iv) and the proviso to Regulation 5(i)(b) of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as

amended (the "SEBI Buy-back Regulations"). The amount of share capital and free reserves (including securities premium) has been extracted from the audited standalone and consolidated financial statements of the Company for the year ended March 31, 2020.

Particulars	March 31, 2020 (₹ in Lakhs)	
	Standalone	Consolidated
<b>Paid-up Equity Share Capital as at March 31, 2020*</b>	1,019.95	1,019.95
1,01,99,518 equity shares of ₹ 10/- each fully paid up		
<b>Total (A)</b>	<b>1,019.95</b>	<b>1,019.95</b>
<b>Free Reserves as at March 31, 2020*</b>		
Securities premium account	21,147.27	21,147.27
General reserve	-	-
Retained Earnings **	10,063.58	10,063.57
<b>Total (B)</b>	<b>31,210.85</b>	<b>31,210.84</b>
<b>Total (A+B)</b>	<b>32,230.80</b>	<b>32,230.79</b>
Maximum amount permissible for buy-back under Section 68 of the Act, read with proviso to Regulation 4(iv) of the SEBI Buy-back Regulations (15% of the total paid up capital and free reserves).	4,834.62	4,834.62
Maximum amount permissible for buy-back with the approval of Board of Directors of the Company under Section 68 of the Act, (10% of the total paid up equity share capital and free reserves)	3,223.08	3,223.08
Amount approved by Board at its meeting held on February 10, 2021, approving the Buy-back		2500.00

\*Calculation in respect to the Buy-back is done on basis of audited standalone and consolidated financial statements of the Company for the year ended March 31, 2020.

\*\* Surplus is adjusted for the unrealized gain, impact of recognition of financial assets/ liabilities at amortized cost (except the impact of recognition of investment at fair value), and deferred tax impact on such adjustments.

#### For The Anup Engineering Limited

Bhavesh Shah  
Chief Financial Officer

Place: Ahmedabad  
Date: February 10, 2021

#### Unquote

#### 10. DATE OF BOARD APPROVAL FOR THE BUY-BACK

The Board of Directors of the Company has, at its meeting held on February 10, 2021 approved the Buy-back. Since the Maximum Buy-back Size is not more than 10% of the total paid-up equity share capital and free reserves (including securities premium account) of the Company, the approval of shareholders of the Company is not required in terms of Section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buy-back Regulations.

#### 11. SOURCE OF FUNDS FOR THE BUY-BACK AND COST OF FINANCING THE BUY-BACK

The amount required by the Company for the Buy-back (including Transaction Costs) will be met out of the balances in free reserves, current surplus and/or cash and cash equivalents and/or internal accruals and/or liquid resources and/or such other permissible sources of funds of the Company, as per the Act and the Buy-back Regulations.

#### 12. PROPOSED TIME TABLE FOR THE BUY-BACK

Activity	Date
Date of Board Meeting approving the Buy-back	Wednesday, February 10, 2021
Date of publication of Public Announcement	Friday, February 12, 2021
Date of opening of the Buy-back	Wednesday, February 24, 2021
Acceptance of Equity Shares accepted in dematerialized form	



**MOHIT INDUSTRIES LIMITED**

(CIN NO. L17119GJ1991PLC015074)

REGD. OFF.: A- 601-B, INTERNATIONAL TRADE CENTRE, MAJURA GATE, RING ROAD, SURAT - 395002, GUJARAT INDIA  
Ph: +91-261-2463261 / 62 / 63 Fax: +91-261-2463264 Email : contact@mohitindustries.com, website : www.mohitindustries.com  
EXTRACT OF UNAUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2020

PARTICULARS	STANDALONE		CONSOLIDATED		Year to date figures for the previous year ended
	Quarter Ended	Nine Months Ended	Quarter Ended	Nine Months Ended	
	31/12/2020	31/12/2020	31/12/2019	31/12/2020	
Total Income from Operations	4492.42	9601.39	4329.83	4492.42	9601.39
Net Profit for the period (before Tax, Exceptional and / or Extraordinary Items)	125.99	(157.77)	(16.16)	125.99	(157.77)
Net Profit for the period before tax (after Exceptional and / or Extraordinary Items)	125.99	(157.77)	(15.09)	125.99	(157.77)
Net profit for the period after tax (after Exceptional and / or Extraordinary Items)	132.49	(147.49)	(11.16)	132.49	(147.49)
Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	146.96	(126.99)	(9.68)	1,279.93	1,468.54
Equity Share Capital			1415.76		1415.76
Reserves (excluding Revaluation Reserve) as shown in Balance sheet of previous year (as on 31/03/2020)			1,478.99		1,918.22
Earnings Per Share (Face value of Rs.10/- each) (for continuing and discontinued operations) -					
(a) Basic (in Rs.) :	0.94	(1.04)	(0.08)	0.92	(1.04)
(b) Diluted (in Rs.) :	0.94	(1.04)	(0.08)	0.92	(1.04)

Note:  
1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on February, 11 2021.  
2. The above is an extract of the detailed format of Unaudited Standalone and Consolidated Financial Results for the Quarter and Nine Months ended 31st December, 2020 filed with stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Quarterly financial results is available on the Stock Exchange website i.e www.bseindia.com and www.nseindia.com and on the Company's website i.e www.mohitindustries.com

**For MOHIT INDUSTRIES LIMITED**  
Sd/-  
**NARESH SABOO**  
DIRECTOR

Place : Surat  
Date : 11/02/2021



**The Sander Manganese & Iron Ores Limited**

Registered Office: 'Satyalaya', Door No.266 (Old No80), Ward No.1, Behind Taluka Office Palace Road, Sandur - 583 119, Ballari District  
CIN:L85110KA1954PLC000759  
STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31.12.2020

Particulars	Three months ended		Preceding three months ended		Corresponding three months ended in the		Nine Months Ended		Year to date figures for the previous year ended
	31-12-2020	30-09-2020	31-12-2019	31-12-2020	31-12-2019	31-12-2020	31-03-2020		
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)		
1- Total Income from Operations	12,235	14,620	14,110	12,235	14,620	14,110	48,054	59,727	
2- Net Profit / (Loss) for the period (before Tax, Exceptional and / or Extraordinary Items)	3,292	6,139	3,319	3,292	6,139	3,319	15,775	17,480	
3- Net Profit / (Loss) for the period after tax (after Exceptional and / or Extraordinary Items)	1,857	4,114	1,991	1,857	4,114	1,991	10,168	14,739	
4- Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	1,896	3,984	1,979	1,896	3,984	1,979	10,110	14,727	
5- Equity Share Capital	900	900	900	900	900	900	900	900	
6- Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet of the previous year									
7- Earnings Per Share (of ₹.10/- each) (for continuing and discontinued operations) -									
1- Basic:	20.63	45.70	22.76	20.63	45.70	22.76	116.18	163.73	
2- Diluted:	20.63	45.70	22.76	20.63	45.70	22.76	116.18	163.73	

Note:  
1. The above is an extract of detailed unaudited financial results for the quarter & nine months ended December 31, 2020 filed with BSE Limited in compliance with Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Full format of financial results for the quarter & nine months ended December 31, 2020 is available on the websites of BSE Limited (www.bseindia.com) and the Company (www.sanderminerals.com)

for and on behalf of the Board of Directors  
**BAHIRJI A. GHORPADE**  
Managing Director

Bengaluru  
February 10<sup>th</sup>, 2021

**14. METHOD OF SETTLEMENT**

14.1. **Settlement of Demat Shares:** The Company will pay consideration for the Buy-back to the Company's Brokers on or before every pay-in date for each settlement, as applicable to the Stock Exchanges where the transaction is executed. The Company will open a depository account for the purpose of the Buy-back ("Buy-back Demat Account"). Demat Shares bought back by the Company will be transferred into the Buy-back Demat Account by the Company's Brokers, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares will be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buy-back, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective Depository Participant ("DP") for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions. The beneficial owners would also be required to provide to the Company's Brokers or the Registrar to the Buy-back, copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company.

14.2. **Extinguishment of Demat Shares:** The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 2018, as amended and bye-laws framed thereunder, in the manner specified in the Buy-back Regulations and the Act. The Equity Shares lying in credit in the Buy-back Demat Account will be extinguished within the timeline prescribed under the Buy-back Regulations, provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days of expiry of the Buy-back period.

14.3. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.

**15. BRIEF INFORMATION ABOUT THE COMPANY**

15.1. Erstwhile "The Anup Engineering Limited" (erstwhile subsidiary company of Arvind Limited) was originally incorporated in the year 1962 under the Companies Act, 1956. In the year 2017, holding company, i.e., Arvind Limited had decided to demerge its subsidiary The Anup Engineering Limited as separate entity under the provisions of Sections 230 to 232 read with section 66 and other applicable provision of the Companies Act, 2013. The Hon'ble National Company Law Tribunal ("NCLT"), Bench at Ahmedabad, vide its Order dated October 26<sup>th</sup> 2018, has approved the Composite Scheme of Arrangement and that the Company was demerged from Arvind Limited and amalgamated in to Arveshan Heavy Engineering Limited and subsequently, its name is changed to The Anup Engineering Limited.

15.2. The Anup Engineering Limited ("Anup") was originally incorporated in the state of Gujarat on September 14, 2017 in the name and style of "Arveshan Heavy Engineering Limited" under the Companies Act, 2013. The name of the Company changed to "The Anup Engineering Limited" pursuant to fresh certificate of incorporation consequent upon change of name dated January 29, 2019 issued by the Registrar of Companies, Gujarat, Ahmedabad. The corporate identity number of the Company is L29306GJ2017PLC099085.

15.3. The registered office of the Company is located at Behind 66 KV Elec. Sub Station, Odhav Road, Ahmedabad- 382 345, Gujarat, India.

15.4. The Company is engaged in the business of manufacturing and fabrication of process equipments required for Oil & Gas, Petrochemical, Chemicals, Pharmaceuticals, Fertilizers, Drugs and other allied industries.

15.5. The Equity Shares of the Company are listed and traded on NSE with Scrip Symbol: ANUP and BSE with Scrip Code: 542460 since March 01, 2019. The ISIN of the Equity Shares of the Company is INE294Z01018.

**16. FINANCIAL INFORMATION ABOUT THE COMPANY**

The financial information about the Company on the basis of unaudited limited review standalone and consolidated financial results for nine months period ended December 31, 2020, audited standalone financial statements of the Company for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 and audited consolidated financial statements of the Company for the financial year ended March 31, 2020, is provided hereunder:

**STANDALONE FINANCIAL INFORMATION** (₹ in Lakhs)

Particulars	Nine months ended		Financial Year ended	
	December 31, 2020*	March 31, 2020*	March 31, 2019*	March 31, 2018*
	(Unaudited)	(Audited)	(Audited)	(Audited)
Total Income	14,875.79	24,952.80	24,757.34	Nil
Total Expenses (excluding Finance Costs and Depreciation & amortisation, Tax and exceptional items)	11,309.65	17,685.54	17,905.52	1.07
Finance Cost	27.52	75.89	179.85	Nil
Depreciation and amortisation expense	715.95	891.83	793.00	Nil
Exceptional Items (Expense)/(Income)	Nil	Nil	Nil	Nil
Profit Before Tax	2,822.67	6,300.24	5,878.97	(1.07)
Tax expense	225.25	2,003.40	1,680.38	Nil
Profit After Tax	2,597.42	4,296.84	4,198.59	(1.07)
Other Comprehensive Income/ (Loss), net of tax	(7.33)	(9.26)	(7.73)	-
Total Comprehensive Income	2,590.09	4,287.58	4,190.86	(1.07)
Equity Share Capital	1,021.90	1,019.95	1,019.40	5.00
Other Equity/Reserve & Surplus	NA	31,271.51	27,145.89	(1.07)
Net Worth (excluding revaluation reserve)	NA	32,291.46	28,165.29	3.93
Non-current Borrowings	NA	Nil	Nil	Nil
Current portion of long term borrowings	NA	Nil	Nil	Nil
Current borrowings	NA	Nil	738.19	Nil
Total Debt*	NA	Nil	738.19	Nil

\* Total Debt = Current Borrowings + Non-Current Borrowings + Current Portion of Long term borrowings  
\* prepared in accordance with Ind AS  
\* prepared in accordance with IGAAP for the period September 14, 2017 to March 31, 2018.

The financial ratios of the Company as extracted from the unaudited limited review standalone financial results for nine months period ended December 31, 2020 and the audited standalone financial statements of the Company for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

Particulars	Nine months ended		Financial Year ended	
	December 31, 2020*	March 31, 2020*	March 31, 2019*	March 31, 2018*
	(Unaudited)	(Audited)	(Audited)	(Audited)
Earnings per Share - Basic (₹)^(1)	25.45	42.13	41.19	(2.14)
Earnings per Share - Diluted (₹)^(1)	25.19	41.97	40.85	(3.36)
Book Value Per Share (₹)^(2)	NA	316.60	276.29	7.86
Return on Net Worth (%)^(3)	NA	13.31%	14.91%	-27.23%
Debt-Equity Ratio^(4)	NA	0.00	0.03	0.00

Note: The formulae used for computation of the above ratios are as follows:  
^(1) Earnings per Share = Profit After Tax / Weightage average number of Equity Shares outstanding during the year  
^(2) Book value per Share = (Equity share capital + Other Equity) / Number of Equity Shares outstanding at the end of the year  
^(3) Return on Net Worth = Profit After Tax / Net Worth excluding revaluation reserve for the relevant period  
^(4) Debt-Equity Ratio = Total Debt / Net Worth excluding revaluation reserve  
\* Not annualized  
\* prepared in accordance with Ind AS  
\* prepared in accordance with IGAAP for the period September 14, 2017 to March 31, 2018

**CONSOLIDATED FINANCIAL INFORMATION** (₹ in Lakhs)

Particulars	Nine months ended		Financial Year ended	
	December 31, 2020*	March 31, 2020*	March 31, 2019*	March 31, 2018*
	(Unaudited)	(Audited)	(Audited)	(Audited)
Total Income	14,875.79	24,952.80		
Total Expenses (excluding Finance Costs and Depreciation & amortisation, Tax and exceptional items)	11,310.05	17,684.85		
Finance Cost	27.52	75.89		
Depreciation and amortisation expense	715.95	891.83		
Exceptional Items (Expense)/(Income)	Nil	Nil		
Profit Before Tax	2,822.67	6,300.23		
Tax expense	225.25	2,003.40		
Profit After Tax	2,597.42	4,296.83		
Other Comprehensive Income/ (Loss), net of tax	(7.33)	(9.26)		
Total Comprehensive Income	2,589.69	4,287.57		
Equity Share Capital	1,021.90	1,019.95		
Other Equity	NA	31,271.51		
Net Worth (excluding revaluation reserve)	NA	32,291.45		
Non-current Borrowings	NA	Nil		
Current portion of long term borrowings	NA	Nil		
Current borrowings	NA	Nil		
Total Debt*	NA	Nil		

\* Total Debt = Current Borrowings + Non-Current Borrowings + Current Portion of Long term borrowings  
\* prepared in accordance with Ind AS  
The financial ratios of the Company as extracted from the unaudited limited review consolidated financial results for nine months period ended December 31, 2020 and the audited consolidated financial statements of the

Company for the financial year ended March 31, 2020 is set out below:

Particulars	Nine months period ended on December 31, 2020*	Financial Year ended March 31, 2020*
Earnings per Share - Basic (₹)^(1)	25.45	42.13
Earnings per Share - Diluted (₹)^(1)	25.19	41.97
Book Value Per Share (₹)^(2)	NA	316.60
Return on Net Worth (%)^(3)	NA	13.31%
Debt-Equity Ratio^(4)	NA	0.00

Note: The formulae used for computation of the above ratios are as follows:  
^(1) Earnings per Share = Profit After Tax / Weightage average number of Equity Shares outstanding during the year  
^(2) Book value per Share = (Equity share capital + Other Equity) / Number of Equity Shares outstanding at the end of the year  
^(3) Return on Net Worth = Profit After Tax / Net Worth excluding revaluation reserve for the relevant period  
^(4) Debt-Equity Ratio = Total Debt / Net Worth excluding revaluation reserve  
\* Not annualized  
\* prepared in accordance with Ind AS

**17. DETAILS OF THE ESCROW ACCOUNT**

17.1. In accordance with Regulation 20 of the Buy-back Regulations, the Company has appointed ICICI Bank Limited, as the Escrow Agent for the Buy-back. The Company, the Manager to the Buy-back and the Escrow Agent has entered into an Escrow Agreement dated February 11, 2021 pursuant to which the Escrow Account in the name and style "The Anup Engineering Limited - Buy-back - Escrow Account" bearing account number 000405125728 has been opened with the Escrow Agent. The Manager has been empowered to operate the Escrow Account in accordance with the Buy-back Regulations. The Company will deposit in the Escrow Account cash aggregating to at least ₹ 6,25,00,000/- (Rupees Six Crores Twenty Five Lakhs only), being 25% of the Maximum Buy-back Size ("Escrow Amount") in accordance with the Buy-back Regulations, before opening of the Buy-back.

17.2. The funds in the Escrow Account may be released for making payment to the shareholders subject to at least 2.50% of the Maximum Buy-back Size remaining in the Escrow Account at all points in time.

17.3. If the Company is not able to complete the Buy-back equivalent to the Minimum Buy-back Size, except for the reasons mentioned in the Buy-back Regulations, the amount held in the Escrow Account (up to a maximum of 2.50% of the Maximum Buy-back Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by the SEBI in accordance with the Buy-back Regulations.

17.4. The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations in accordance with the Buy-back Regulations.

**18. LISTING DETAILS AND STOCK MARKET DATA**

18.1. The Equity Shares of the Company are listed and traded on NSE with Scrip Symbol: ANUP and BSE with Scrip Code: 542460 since March 01, 2019. The ISIN of the Equity Shares of the Company is INE294Z01018.

18.2. The high, low, average market prices and total volume of Equity Shares traded in the last three financial years (April to March) and the monthly high, low, average market prices and total volume of Equity Shares traded for the six completed calendar months preceding the date of publication of Public Announcement and the corresponding volumes on BSE and NSE are as follows:

**BSE (Scrip Code: 542460)**

Period	High			Low			Average Price (₹)	Total Volume Traded in the period (No. of shares)
	High Price (₹)	Date of High Price	No. of shares traded on that date	Low Price (₹)	Date of Low Price	No. of shares traded on that date		
<b>PRECEDING 2 YEARS</b>								
FY 2019-20	676.00	February 07, 2020	15,485	219.05	March 25, 2020	685	470.41	12,05,892
FY 2018-19*	679.90	March 15, 2019	12,210	451.60	March 01, 2019	91,164	567.62	9,32,200
<b>PRECEDING 6 CALENDAR MONTHS</b>								
January, 2021	800.00	January 07, 2021	9,816	689.65	January 28, 2021	3,177	726.67	49,372
December, 2020	839.00	December 14, 2020	12,454	594.85	December 01, 2020	2,871	705.05	1,01,087
November, 2020	625.00	November 17, 2020	2,440	536.00	November 05, 2020	1,383	585.18	42,536
October, 2020	684.55	October 06, 2020	3,570	567.10	October 12, 2020	2,368	608.16	36,232
September, 2020	700.00	September 29, 2020	7,344	528.00	September 09, 2020	20,544	574.95	72,963
August, 2020	599.95	August 11, 2020	3,698	444.00	August 03, 2020	3,275	537.34	81,564

\* The Equity Shares of the Company are listed w.e.f. March 01, 2019. Accordingly, the stock market data has been provided from that date onwards.  
Source: www.bseindia.com  
Note: High and Low price for the period are based on intraday prices and Average Price is based on average of closing price.

**NSE (Scrip:ANUP)**

Period	High			Low			Average Price (₹)	Total Volume Traded in the period (No. of shares)
	High Price (₹)	Date of High Price	No. of shares traded on that date	Low Price (₹)	Date of Low Price	No. of shares traded on that date		
<b>PRECEDING 2 YEARS</b>								
FY 2019-20	678.65	February 07, 2020	98,605	225.05	March 25, 2020	7,336	470.93	55,04,875
FY 2018-19*	683.80	March 15, 2019	62,702	450.00	March 01, 2019	2,37,784	567.11	22,31,626
<b>PRECEDING 6 CALENDAR MONTHS</b>								
January, 2021	824.00	January 07, 2021	88,252	688.65	January 28, 2021	19,085	726.51	4,80,702
December, 2020	839.20	December 14, 2020	94,187	596.00	December 01, 2020	45,782	704.37	7,52,384
November, 2020	626.90	November 17, 2020	19,511	530.00	November 04, 2020	10,578	585.15	2,46,208
October, 2020	684.70	October 01, 2020	13,958	568.00	October 12, 2020	15,857	608.18	2,01,827
September, 2020	698.00	September 29, 2020	51,332	525.00	September 09, 2020	18,619	575.88	3,35,654
August, 2020	598.00	August 10, 2020	57,595	453.				