

Wednesday, April 20, 2022

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

Respected Sir/ Madam,

Subject

Open offer made by Skybridge Incap Advisory LLP ('Acquirer'), for acquisition of up to 7,80,000 Equity Shares representing 26.00% of the Voting Share Capital of JSG Leasing Limited ('Target Company') from the Public Shareholders of the Target Company.

We would like to inform you that Skybridge Incap Advisory LLP ('Acquirer'), has entered into a Share Purchase Agreement dated Wednesday, April 13, 2022, with Kaminiben Atulbhai Patni ('Promoter Seller 1'), Rakesh Bhailalbhai Patel ('Promoter Seller 2'), Riddish Gopal Modi ('Promoter Seller 3'), Atul J Patni ('Promoter Seller 4'), Nitin K Modi ('Promoter Seller 5') and Jayesh Shah ('Promoter Seller 6'), the present Promoters and Promoter Group of the Target Company (hereinafter collectively referred to as 'Promoter Sellers'), for acquisition of 8,73,800 (Eight Lakhs Seventy-Three Thousand and Eight Hundred) fully paid-up equity shares of face value of ₹10.00/- (Rupees Ten Only) each ('Equity Shares'), constituting 29.13% (Twenty-Nine Point One Three percent) of the Voting Share Capital of the Target Company at a negotiated price of ₹10.00/- (Rupees Ten Only) per Sale Share, aggregating to an amount of ₹87,38,000.00/- (Eighty-Seven Lakhs and Thirty-Eight Thousand 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 7,80,000 (Seven Lakhs Eighty Thousand) Equity Shares representing 26.00% (Twenty-Six 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 Wednesday, April 20, 2022 in Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (Delhi Edition and All India Edition), Financial Express (Gujarati daily) (Ahmedabad Edition), Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition) ('Newspaper') and the same has been 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,

Yours faithfully,

For CapitalSquare Advisors Private Limited

Ms. Pankita Patel (Senior Associate) Encl.: As Above

**FINANCIAL EXPRESS** 

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

## JSG LEASING LIMITED

Corporate Identification Number: L65993DL1989PLC038194;

Registered Office: Office No.201, Namdhari Chamber, Deshbandhu Gupta Road, Karol Bagh, New Delhi - 110005, India; Contact Number: +91-90047-54433, E-mail Address: jsgleasinglimited@gmail.com; Website: www.jsgleasinglimited.club;

Open Offer for acquisition of up to 7,80,000 (Seven Lakhs Eighty Thousand) Equity Shares, representing 26.00% (Twenty-Six Percent) of the Voting Share Capital of JSG Leasing Limited, at an offer price of ₹22.00/- (Rupees Twenty-Two Only) per Equity Share, by Skybridge Incap Advisory LLP (Acquirer), pursuant to and in compliance with the provisions of Regulations 3 (1) and 4 of

This Detailed Public Statement is being issued by CapitalSquare Advisors Private Limited, the Manager to the Offer, on behalf of the Acquirer in compliance with the provisions of Regulations 3 (1) and 4 read with Regulations 3 (1) and 4 read wi

Limited, and the Target Company at its registered office, in compliance with the provisions of Regulations 3(1) and 4 and other applicable Regulations. The Public Announcement was sent to SEBI, BSE Limited, and to the Target Company on Wednesday, April 13, 2022, in terms of Regulations 14 (1) and 14 (2) of the SEBI (SAST) Regulations.

2.3. Post completion of the Offer formalities, the Promoter Sellers shall relinquish their control and management over the Target

Definitions/	Statement, the following terms have the meaning assigned to them herein below:  Particulars
Abbreviations	Particulars
Acquirer	Skybridge Incap Advisory LLP, a limited liability partnership firm incorporated on Tuesday, September 1- 2021, under the provisions of Limited Liability Partnership Act, 2008, bearing limited liability partnersh identification number 'AAY-5932', having its registered office located at 30, Floor 2rd Plot 327, Nawa Building, D.N. Road, Hutatma Chowk, Fort, Mumbai – 400001, Maharashtra, India.
Board of Directors	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.
CIN	Corporate Identification Number issued and allotted under the Companies Act, 2013, and the rule made thereunder.
CDSL	Central Depository Services (India) Limited.
Companies Act	The Companies Act, 2013, along with the relevant rules made thereunder.
Depositories	CDSL and NSDL.
DIN	Director Identification Number issued and allotted under the Companies Act, 2013, and the rules mad thereunder.
Equity Shares	Equity Shares shall mean the fully paid-up equity shares of face value of ₹10.00/- (Rupees Ten Only each.
Identified Date	Identified date means the date falling on the 10th (tenth) Working Day prior to the commencement of the Tendering Period for the Offer, for the purposes of determining the Public Shareholders to who 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 Tenderin Period, in this case being Tuesday, May 24, 2022.
ISIN	International Securities Identification Number.
LLP Act	Limited Liability Partnership Act, 2008 along with rules, including subsequent amendments thereto.
LLPIN	Limited Liability Partnership Identification Number, as issued under the provisions of Limited Liabili Partnership Act, 2008 and the rules made thereunder.
Negotiafed Price	A negotiated price is ₹10.00/- (Rupees Ten Only) per Sale Share, aggregating to an amount ₹87,38,000.00/- (Rupees Eighty-Seven Lakhs Thirty-Eight Thousand Only) for sale of 8,73,800 (Eig Lakhs Seventy-Three Thousand and Eight Hundred) Equity Shares, constituting 29.13% (Twenty-Nir Point One Three Percent) of the Voting Share Capital of the Target Company, by Promoter Sellers the Acquirer, pursuant to the execution of a Share Purchase Agreement. The said price constitutes fixed consideration of ₹1.00/- (Rupee One Only) per Sale Shares aggregating to an amount ₹8,73,800.00/- (Rupees Eight Lakhs Seventy-Three Thousand and Eight Hundred Only), and with balance amount of ₹78,64,200.00/- (Rupees Seventy-Eight Lakhs Sixty-Four Thousand and Tweet Hundred Only) being contingent payment consideration payable to the Promoter Sellers within reasonable period not exceeding 3 (Three) days, after the Promoter Sellers resolve, settle, and payable demands, claims, penalties and interest arisen against the Target Company for the acts, omission, commission of the Target Company up to the closing date (including the Income tax demand in the matter than the Target Company of the acts, omission, commission of the Target Company to the Closing date (including the Income tax demand in the matter than the Target Company of the Target Company to the closing date (including the Income tax demand in the matter than the Target Company to the closing date (including the Income tax demand in the matter than the Target Company to the closing date (including the Income tax demand in the matter than the Target Company to the closing date (including the Income tax demand in the matter than the Target Company to the Compa
Newspapers	Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (Delhi Edition and All India Edition Financial Express (Gujarati daily) (Ahmedabad Edition), Mumbai Lakshadeep (Marathi Daily) (Mumb Edition), wherein the Detailed Public Statement dated Tuesday, April 19, 2022, and which shall be published on Wednesday, April 20, 2022, in accordance with the provisions of Regulation 14 (3) of the SEBI (SAST) Regulations.
NSDL	National Securities Depository Limited.
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 Cum Corrigendum Detailed Public Statement, and Post Offer Public Announcement, and any other notices, advertisement 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 Sha Capital in, or control over, the Target Company requiring a Public Announcement or the date on whithe Public Announcement was issued by the Acquirer, i.e., Wednesday, April 13, 2022 and the date of which the payment of consideration to the Equity Public Shareholders whose Equity Shares are valid accepted in this Offer, is made, or the date on which this Offer is withdrawn, as the case may be.
Offer Price	An offer price of ₹22.00/- (Rupees Twenty-Two Only) per Equity Share.  The offer price of ₹22.00/- (Rupees Twenty-Two Only) per Equity Share has been calculated considering the interest factor at the rate of 10.00% (Ten Percent) per annum from the Financial Year 2014-201 in accordance with the provisions of Regulation 18(11A) of the SEBI (SAST) Regulations, as an oper offer had been triggered due to the acquisition of Equity Shares by the promoter and promoter ground the Target Company, in pursuance of which a public announcement should have had been made on June 30, 2014.
Offer Shares	7,80,000 (Seven Lakhs Eighty Thousand) Equity Shares of representing 26.00% (Twenty-Six Percent of the Voting Share Capital of the Target Company.
Voting Share Capital	The fully diluted Equity Share Capital and voting share capital of the Target Company as of th 10th (Tenth) working day from the closure of the Tendering Period.
PAN	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, Kaminiben Atulbhai Patni, Rakesh Bhailalbhai Patel, Riddish Gopal

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 of Regulation 7(6) of the SEBI (SAST)

8,73,800 (Eight Lakhs Seventy-Three Thousand and Eight Hundred) Equity Shares, constituting 29.13%

Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations

Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,

The share purchase agreement dated Wednesday, April 13, 2022, executed between the Acquirer and

the Promoter Sellers, pursuant to which the Acquirer has agreed to acquire 8,73,800 (Eight Lakhs

Seventy-Three Thousand and Eight Hundred) Equity Shares, constituting 29.13% (Twenty-Nine Point

One Three Percent) of the Voting Share Capital of the Target Company from the Promoter Sellers at a

Negotiated Price of ₹10.00/- (Rupees Ten Only) per Sale Share, aggregating to a purchase consideration of ₹87,38,000.00/- (Rupees Eighty-Seven Lakhs Thirty-Eight Thousand Only).

A company incorporated under the name and style of JSG Leasing Private Limited on Friday, October

27, 1989, in accordance with the provisions of the Companies Act, 1956, with Registrar of Companies

Delhi, bearing registration '038194', thereafter the Target Company was converted into a public limited

company on Friday, July 07, 1995 under the name and style of JSG Leasing Limited, with the CIN being

L65993DL1989PLC038194, and having its registered office located at Office No. 201, Namdhari Chamber, Deshbandhu Gupta Road, Karol Bagh, New Delhi – 110005, India.

The tendering period shall have the meaning ascribed to it under Regulation 2(1) (za) of the SEBI (SAST)

(Twenty-Nine Point One Three Percent) of the Voting Share Capital of the Target Company.

Securities and Exchange Board of India Act, 1992 and subsequent amendments thereto.

Working Day The working day shall have the meaning ascribed to it under Regulation 2(1) (zf) of the SEBI (SAST) DETAILS OF THE ACQUIRER, PROMOTER SELLERS, TARGET COMPANY, AND OFFER INFORMATION ABOUT THE ACQUIRER

Modi, Atul J Patni, Nitin K Modi and Jayesh Shah.

Securities and Exchange Board of India.

Securities Contract (Regulation) Rules, 1957, as amended

2018, including subsequent amendments thereto.

2015, including subsequent amendments thereto.

2011 and subsequent amendments thereof.

Regulations.

Promoter Sellers

Public Shareholders

Sale Shares

SCRR

SEBI

SEBI Act

SEBI (ICDR)

Regulations

SEBI (LODR)

Regulations

SEBI (SAST

Regulations

Share Purchase

Agreement/ SPA

Target Company/

Tendering Period

JSGLEASING

 Skybridge Incap Advisory LLP, a limited liability partnership firm incorporated on Tuesday, September 14, 2021, pursuant to the provisions of Section 12(1) of the LLP Act, bearing LLP-IN 'AAY-5932', and bearing PAN 'AENFS3799F', and having its registered office located at 30, 2<sup>rd</sup> Floor, Plot 327, Nawab Building, D.N. Road, Hutatma Chowk, Fort, Mumbai – 400001, Maharashtra, India, with contact number being '+91-9670001436' and e-mail address being 'skybridgeincap@gmail.com'. There has been no change in the name of the Acquirer since its incorporation. 1.2. The main object of the Acquirer is to carry on the business as advisors and to advise and assist in all financial, costing, accounting

internal control and other similar matters to advise and assist in the preparation of all revenue and capital budgets, deployment of funds, wealth planning or utilisation of resources, procuring bank and institutional finance including cash, credit facilities, overdraft facilities, subscription of shares, securities, debentures and term loans, to assess the needs of short and long term credit facilities and raising of resources, to advise and assist in the formulation of procedures for prevention of fraud, wastage, financial and cost accounting procedure and other connected matters to advise and assist in formulating long term financial policies and control of their execution, and generally to advise and assist in all financial, fiscal and revenue matters. 1.3. Devang Dinesh Master bearing DIN '00480608' and Kiran Dilip Thakore bearing DIN '03140791' are the designated partners

of the Acquirer ("Designated Partners"), and Devang Dinesh Master bearing DIN '00480608' is the person in control of the 1.4. The Net Worth of the Acquirer as on April 12, 2022, is ₹3,10,76,874.00\(-\) (Rupees Three Crores Ten Lakhs Seventy-Six Thousand

Eight Hundred and Seventy-Four Only) as certified bearing unique document identification number '22031256AGYODK6242' on Wednesday, April 13, 2022, by Chartered Accountant, Belle Mohandas Shetty bearing membership number '031256', proprietor of Mohandas & Co. Chartered Accountants bearing firm registration number '106529\Vec{V}' having their office located at 10, Krishna Cottage, Dattapada Road number 2, Dattapada Subway, Borivali (East), Mumbai - 400066, Maharashtra, India, with contact number being "+91-9892697299" and e-mail address being 'cabmshetty1949@gmail.com'.

1.5. The Acquirer along with its Designated Partners have confirmed, warranted, undertaken that: They do not hold any Equity Shares or Voting Share Capital in the Target Company, prior to the execution of the Share Purchase

Agreement and subsequently, pursuant to consummation of the Share Purchase Agreement, the Acquirer shall be classified as the Promoter of the Target Company, subject to the compliance of the SEBI (LODR) Regulations. They do not belong to any group.

They do not form part of the present promoters and promoter group of the Target Company. There are no designated partners representing itself on the board of the Target Company. They have not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of SEBI Act or under

any other Regulation made under the SEBI Act. They have not been categorized nor are 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 wilful defaulters or fraudulent borrowers issued by

Reserve Bank of India: They have not been declared as 'Fugitive Economic Offenders' under Section 12 of the Fugitive Economic Offenders Act, 2018. There are no persons acting in concert in relation to this Offer within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST)

They 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. INFORMATION ABOUT THE PROMOTER SELLERS 2.1. 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 8,73,800 (Eight Lakhs Seventy-Three Thousand and Eight Hundred) Equity Shares, constituting 29.13% (Twenty-Nine Point One Three 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. 2.2. The details of the Promoter Seller who has entered into the Share Purchase Agreement with the Acquirer, are as follows:

Name, PAN, and Address of the Promoter Sellers	Changes of I		Part of Promoter/	Details of Equity Shares/Voting Rights held by the Promoter Seller				
	past	T000750		Promoter	Pre-SPA	Transaction		Transaction
Group of Target company	No of Equity Shares	% of equity shareholding	No of Equity Shares	% of equity shareholding				
Kaminiben Atulbhai Patni PAN 'AQQPP5675G' Resident at Purusharth Building Dabhoiya Pole, Behind Sanidev Temple Wadi, Vadodara – 390017, Gujrat, India	Not Applicable	Individual	None	Yes	1,44,150	4.81%		
Rakesh Bhailalbhai Patel PAN 'ABRPP6848D' Resident at 15, Sthanak Vasi Jain Society, Neer Railway Crossing Naranpura, Ahmedabad – 380013, Gujrat, India	Not Applicable	Individual	None	Yes	1,44,150	4.81%		
Riddish Gopal Modi PAN 'BIIPM8638M' Resident at 12, Laxminagar Society, Ashram Road, Usmanpura, Ahmedabad – 380013, Gujrat, India	Not Applicable	individual	None	Yes	1,39.200	4.64%		
Atul J Patni PAN 'AEBPP2902H' Resident at Purusharth Building Dabhoiya Pole, Behind Sanidev Temple Wadi, Vadodara – 390017, Gujrat, India	Not Applicable	Individual	None	Yes	1,36,700	4.56%	ñ	ia .
Nitin K Modi PAN 'AEQPM9774F' Resident at A/4, Parvati Nagar Society, Near Shilpa Kunj Warashiya Ring Road, Vadodara – 390022, Gujrat, India	Not Applicable	Individual	None	Yes	1,00,000	3.33%		
Jayesh Shah PAN 'ACKPS021CJ' Resident at 4/37, Ami Apartment, Opposite Mangal Murti, Nr. Telephone Exchange, Naranpura, Ahmedabad – 380013, Gujrat, India	Not Applicable	Individual	None	Yes	2,09,600	6.99%		
	Total		•		9.75 900	20 129		

Company in favor of the Acquirer, in accordance with and in compliance with the provisions of Regulation 31A of SEBI (LODR)

2.4. The Promoter Sellers shall declassify themselves 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.

2.5. The Promoters 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. 3. INFORMATION ABOUT THE TARGET COMPANY

3.1. The Target Company was incorporated under the name and style of JSG Leasing Private Limited on Friday, October 27, 1989,

in accordance with the provisions of the Companies Act, 1956, with Registrar of Companies, Delhi, bearing registration number '038194', thereafter the Target Company was converted into a public limited company on Friday, July 07, 1995 under the name and style of JSG Leasing Limited, bearing CIN 'L45201GJ1993PLC114416'. The registered office of the Target Company is situated at Office No. 201, Namdhari Chamber, Deshbandhu Gupta Road, Karol Bagh, New Delhi - 110005, India, with the contact number '+91-9004754433', e-mail address being 'jsgleasinglimited@gmail.com', and website being 'www.jsgleasinglimited.club'. 3.2. The Equity Shares of the Target Company bearing ISIN 'INE317W01014' are presently listed on BSE Limited bearing Scrip ID

'JSGLEASING' and Scrip Code '542866'. The Target Company has already established connectivity with the Depositories. 3.3. The share capital of the Target Company is as follows:

Sr. No.	Particulars	Number of Equity Shares	Aggregate amount of Equity Shares
1.	Authorized share capital		
a.	Equity share capital	30,00,000 (Thirty Lakhs)	₹3,00,00,000.00/- (Rupees Three Crores Only)
b.	Redeemable Preference Shares for consideration other than cash for face value of ₹10.00/- (Rupees Ten Only)	1,50,000 (One Lakh Fifty Thousand)	₹15,00,000 (Rupees Fifteen Lakhs Only)
2.	Issued, subscribed and paid-up		
a.	Equity Share capital	30,00,000 (Thirty Lakhs)	₹3,00,00,000.00/- (Rupees Three Crores Only)
b.	Redeemable Preference Shares for consideration other than cash for face value of ₹10.00/- (Rupees Ten Only)	1,50,000 (One Lakh Fifty Thousand)	₹15,00,000 (Rupees Fifteen Lakhs Only)

Target Company at a future date. Further, 8,73,800 (Eight Lakhs Seventy-Three Thousand and Eight Hundred) Equity Shares, constituting 29.13% (Twenty-Nine Point One Three Percent) of the Voting Share Capital of the Target Company held by the Promoter Sellers are subject to lock-in until Saturday, December 31, 2022. Further, the lock in requirement shall be the same as applicable to the Promoter Sellers, i.e., the Sale Shares post-acquisition by the Acquirer shall also be subject to lock-in until Saturday,

3.4. There are no outstanding partly paid-up shares or any other convertible instruments to be converted into Equity Shares of the

3.5. The Equity Shares of the Target Company are infrequently traded on BSE in accordance with the provisions of Regulation 2(1)(i) of the SEBI (SAST) Regulations,

3.6. The brief unaudited and limited reviewed financial statements for the 9 (nine) months period ending December 31, 2021, 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:

(Amount in Lakhs except Equity Share Data)

Designation

Particulars	Unaudited at Financial Sta		Financ	ements for cial Year March 31	r the ending
	Nine months period ended December 31, 2021	Six months period ending September 30, 2021	2021	2020	2019
Total Revenue	6.00	3.99	8.42	34.95	30.11
Net Earnings or Profit/(Loss) after tax	0.48	(1.37)	(10.29)	(16.55)	7.90
Earnings per Share (EPS)	0.02*	(0.05)*	(0.34)	(0.55)	0.26
Net Worth	- 4	378.36	379.73	365.38	381.92

No.			Number	
1,	Udaybhai Arvindbhai Patel	Friday, January 29, 2021	8068806	Independent Director
2.	Motibhai Jaksibhai Rabari	Friday, January 01, 2021	8573080	Chairman Whole Time Director
3.	Chandni Solanki	Sunday, March 01, 2020	8705082	Non-Executive Independent Woman Director
4.	Kalpesh Gunaji Medhekar	Friday, February 25, 2022	9519789	Additional Director
5.	Subhash Anant Nagam	Thursday, March 03, 2022	9526544	Additional Non-Executive Director

Date of Appointment | Director Identification |

Name

The Offer is being made by the Acquirer in accordance with the provisions of Regulations 3 and 4 of the SEBI (SAST) Regulations to acquire up to 7,80,000 (Seven Lakhs Eighty Thousand) Equity Shares, representing 26.00% (Twenty-Six Percent) of the Voting Share Capital of the Target Company, at a price of ₹22.00/- (Rupees Twenty-Two Only) per Equity Share from the Public Shareholders of the Target Company. Assuming full acceptance, the total consideration payable by the Acquirer under the Offer at the Offer Price aggregates to ₹1,71,60,000.00/- (Rupees One Crore Seventy-One Lakhs and Sixty Thousand 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.

During the financial year 2014-15, an open offer had been triggered due to change in the promoter and promoter group of the Target Company, in pursuance of which a public announcement should have had been made on June 30, 2014, by the Promoter Selfers. Since, no public announcement had been made by the said Promoter Selfers, the Acquirer is making offer at a price of ₹22.00/- (Rupees Twenty-Two Only), inclusive of interest @ 10.00% (Ten Percent) per annum, for complying with the provisions of Regulation 18 (11A) of the SEBI (SAST) Regulations. This Offer is being made under SEBI (SAST) Regulations, to all the Public Shareholders of the Target Company as on Tuesday,

May 24, 2022, the Identified Date, other than the parties to the Share Purchase Agreement under the provisions of Regulation 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 The Manager does not hold any Equity Shares in the Target Company as on the date of appointment as Manager. The Manager

from the date of their appointment as Manager until the expiry of 15 (Fifteen) Days from the date of closure of this Offer. To the best of the knowledge and belief of the Acquirer, as on the date of this Detailed Public Statement, there are no statutory

hereby declares and undertakes that, it shall not deal in the Equity Shares of the Target Company during the period commencing

or other approvals required to implement the Offer other than as indicated in Paragraph VII 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 same newspapers in which this Detailed Public Statement has been published and such public announcement will also be sent to SEBI, BSE Limited, and to the Target Company at its registered office. The Acquirer does not have any plans to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of 2 (Two) years except in the ordinary course of business. 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

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

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

Public Shareholders in this Offer 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 Public Announcement, this Detailed Public Statement, and as will be set out in the LoF, and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Offer Shares on the foregoing basis. 14. 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 15. As per Regulation 38 of the SEBI (LODR) Regulations read with rule 19A of the SCRR, the Target Company is required to maintain

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 and the underlying transaction pursuant to the SPA, the public shareholding is not envisaged to fall below the required minimum public shareholding. 16. 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 (Sixfy) 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. 17. The payment of consideration shall be made to all the Public Shareholders, who have tendered their Equity Shares in acceptance

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. BACKGROUND TO THE OFFER

The Acquirer has entered into a Share Purchase Agreement with the Promoter Sellers with an intent to purchase 8.73,800 (Eight

Lakhs Seventy-Three Thousand and Eight Hundred) Equity Shares, representing 29.13% (Twenty-Nine Point One Three Percent) of the Voting Share Capital of the Target Company along with control in terms of Regulations 3 (1) and 4 of the Target Company, at a price of ₹10.00/- (Rupees Ten Only) per Sale Share aggregating to an amount of ₹87,38,000.00/- (Rupees Eighty-Seven Lakhs Thirty-Eight Thousand Only), payable through banking channels subject to such terms and conditions as mentioned in the Share Purchase Agreement and subject to Acquirer maintaining his shareholding within the limits prescribed for minimum public. shareholding. The acquisition will result in the change in control and management of the Target Company

The negotiated price is ₹10.00/- (Rupees Ten Only) per Sale Share, aggregating to an amount of ₹87,38,000.00/- (Rupees Eighty-Seven Lakhs Thirty-Eight Thousand Only) for sale of 8,73,800 (Eight Lakhs Seventy-Three Thousand and Eight Hundred) Equity Shares, constituting 29.13% (Twenty-Nine Point One Three 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. The said price constitutes of fixed consideration of ₹1.00/- (Rupee One Only) per Sale Shares aggregating to an amount of ₹8,73,800.00/- (Rupees Eight Lakhs Seventy-Three Thousand and Eight Hundred Only), and with balance amount of ₹78,64.200.00/- (Rupees Seventy-Eight Lakhs Sixty-Four Thousand and Two Hundred Only) being contingent payment consideration payable to the Promoter Sellers within a reasonable period not exceeding 3 (Three) days, after the Promoter Sellers resolve, settle, and pay all demands, claims, penalties and interest arisen against the Target Company for the acts, omission, or commission of the Target Company up to the closing date (including the Income tax demand vide letter bearing reference number 'ITBA/AST/S/143 (3)/2021-22/1032643474 (1)' in the matter for Assessment Year 2018-19, violation of SEBI (LODR) Regulations, and such other applicable laws.

During the Financial Year 2014-15, the present Promoter Sellers have been categorized as the promoter and promoter group of the Target Company. Thus, pursuant to change of management and control of the Target Company, the present Promoter Sellers were under an obligation to make a public announcement of an open offer in terms of Regulations 3 (1) and 4 of the SEBI (SAST) Regulations for acquiring Equity Shares of the Target Company from the public shareholders. As no public announcement had been by the Promoter Sellers, the offer price of ₹22.00/- (Rupees Twenty-Two Only) per Equity Share has been calculated considering the interest factor at the rate of 10.00% (Ten Percent) per annum from the Financial Year 2014-2015, in accordance with the provisions of Regulation 18(11A) of the SEBI (SAST) Regulations. 4. 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. Upon completion of the Offer, the Promoter Sellers shall cease to be promoter 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 intends to expand the Target Company's business activities by carrying on additional business for commercial reasons and operational efficiencies. The Acquirer reserves the right to modify the present structure of the business in a manner which is useful to the larger interest of the shareholders. Any change in the structure that may be carried out, will be in accordance with applicable laws.

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

Details	Acquirer			
	Number of Equity Shares	% of Equity Share Capital		
Shareholding as on the Public Announcement date	Ni	Nil		
Equity Shares acquired between the Public Announcement date and the Detailed Public Statement date	Ni	Nil		
Equity Shares acquired through Share Purchase Agreement	8,73,800 (Eight Lakhs Seventy-Three Thousand and Eight Hundred)	29.13% (Twenty-Nine Point One Three Percent)		
Equity Shares proposed to be acquired in the Offer	7,80,000 (Seven Lakhs Eighty Thousand)	26.00% (Twenty-Six Percent)		
Post-Offer Shareholding on diluted basis on 10* (tenth) Working Day after closing of Tendering Period assuming full acceptance of Equity Shares tendered in this Offer	16,53,800 (Sixteen Lakhs Fifty-Three Thousand and Eight Hundred)	55.13% (Fifty-Five-point One Three Percent)		

calendar months prior to the month of the Public Announcement (Thursday, April 01, 2021, to Thursday, March 31, 2022) hav 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 PA	Total no. of listed Equity Shares	Annualized trading turnover (as % of Equity Shares listed)
BSE Limited	1,882 (One Thousand Eight Hundred and Eighty-Two)	30,00,000 (Thirty Lakhs)	0.06% (Zero point Zero Six Percent)

accordance with the provisions of Regulation 2(1)(j) of the SEBI (SAST) Regulations. The Offer Price of ₹22.00\- (Rupees Twenty-Two Only) is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, being

more than highest of the following: **Particulars** 

No.	AND ADDRESS OF THE PARTY OF THE	and the second	
1.	Negotiated Price under the Share Purchase Agreement attracting the obligations to make a Public Announcement for the Offer	₹10.00/-	
2.	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 Public Announcement	Not Applicable	
3.	The highest price paid or payable for any acquisition by the Acquirer, during the 26 (Twenty-Six) weeks immediately preceding the date of Public Announcement	Not Applicable	
4.	The volume-weighted average market price of Equity Shares for a period of 60 (Sixty) trading days immediately preceding the date of Public Announcement as traded on BSE 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	
5.	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 are customary for valuation of Equity Shares	₹12.11/-*	

'info@cabhavesh@gmail.com', through his valuation report Wednesday, April 13, 2022, bearing unique documentation identification number '22119158AHASFD4400' has certified that the fair value of the Equity Share of Target Company is ₹12.11/- (Rupees Twelve and Eleven Paisa Only) per Equity Share. In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and Manager, the Offer Price of ₹22.00- (Rupees Twenty-Two 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. The offer price of ₹22.00/- (Rupees Twenty-Two Only)

\*Chartered Accountant Bhavesh Rathod, Proprietor of M/s Bhavesh Rathod & Co. Chartered Accountants, bearing Firm Registration number "1402046W", IBBI Registered Valuer Registration number "IBBI/IPA-001/IP-P01200/2018-2019/11910" and having his office at A/101, Shelter CHSL, CSC Road, Dahisar (East), Mumbai - 400068, Maharashtra, India with Email address being

per Equity Share has been calculated considering the interest factor at the rate of 10.00% (Ten Percent) per annum from the Financial Year 2014-2015, in accordance with the provisions of Regulation 18(11A) of the SEBI (SAST) Regulations, as an open offer had been triggered due to the acquisition of Equity Shares by the promoter and promoter group of the Target Company, in pursuance of which a public announcement should have had been made on June 30, 2014. 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.

There has been no revision in the Offer Price or to the size of this Offer as on the date of this Detailed Public Statement.

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 same newspapers in which this Detailed Public Statement has been published; and (iii) simultaneously with the issue of such announcement, inform SEBI, BSE Limited, and the Target Company at its registered office of such revision

FINANCIAL ARRANGEMENTS

In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirer has adequate financial resources and has made firm nts 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, by Chartered Accountant, Belle Mohandas Shetty bearing membership number '031256', proprietor of Mohandas & Co. Chartered Accountants bearing firm registration number '106529W' having their office located at 10, Krishna Cottage, Dattapada Road number 2, Dattapada Subway, Borivali (East), Mumbai - 400056, Maharashtra, India, with contact number being '+91-9892697299' and e-mail address being 'cabmshetty1949@gmail.com', has vide certificate bearing unique document identification number '22031256AGYODK6242' for Acquirer, on Wednesday, April 13, 2022, certified that sufficient resources are available with the Acquirer, and for fulfilling its Offer obligations in full. The maximum consideration payable by the Acquirer to acquire up to 7,80,000 (Seven Lakhs Eighty Thousand) Equity Shares

representing 26.00% (Twenty-Six Percent) of the Voting Share Capital of the Target Company at the Offer Price of ₹22.00/ (Rupees Twenty-Two Only) per Equity Share, assuming full acceptance of the Offer aggregating to an amount of ₹1,71,60,000.00/ (Rupees One Crore Seventy-One Lakhs Sixty Thousand Only). In accordance with Regulation 17 of the SEBI (SAST) Regulations. the Acquirer has opened an Escrow Account under the name and style of 'JSG - Open Offer Escrow Account' with Kotak Mahindra Bank Limited, ('Escrow Banker') and have deposited ₹42,90,000.00/- (Rupees Forty-Two Lakhs and Ninety Thousand Only) i.e., 25.00% (Twenty-Five Percent) of the total consideration payable in the Offer, assuming full acceptance (Escrow Account). The Manager is duly authorized to operate the Escrow Account to the exclusion of all others and has been duly empowered to 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 its 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.

As on the date of this Detailed Public Statement, to the knowledge of the Acquirer, there are no statutory approvals required 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

All Public Shareholders, including non-residents holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the Reserve Bank of India) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserve 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 the Reserve Bank of India, 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

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.

such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares.

Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event

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 of the Acquirer or the 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.

In terms of Regulation 23 (1) of the SEBI (SAST) Regulations, if the approvals mentioned in Paragraph VII (1) 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 withdrawal, 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) Regulations, in the same newspapers in which the Detailed Public Statement was published, and such announcement will also be sent to SEBI, BSE Limited, and the Target Company at its registered office. VIII. TENTATIVE SCHEDULE OF ACTIVITY

Day and Date

noning	Day and Date
Issue date of the Public Announcement	Wednesday, April 13, 2022
Publication date of the Detailed Public Statement in the newspapers	Wednesday, April 20, 2022
Last date for filing of the Draft Letter of Offer with SEBI	Wednesday, April 27, 2022
Last date for public announcement for a competing offer(s)#	Thursday, May 12, 2022
Last date for receipt of comments from SEBI on the Draft Letter of Offer will be received (in the event SEBI has not sought clarification or additional information from the Manager	Friday, May 20, 2022
Identified Date*	Tuesday, May 24, 2022
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Tuesday, May 31, 2022
Last date of publication in the Newspapers of recommendations of the independent directors committee of the Target Company for this Offer	Friday, June 03, 2022
Last date for upward revision of the Offer Price and / or the Offer Size	Monday, June 06, 2022
Last date of publication of opening of Offer public announcement in the newspapers in which the Detailed Public Statement had been published	Monday, June 06, 2022
Date of commencement of Tendering Period	Tuesday, June 07, 2022
Date of closing of Tendering Period	Monday, June 20, 2022
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Monday, July 04, 2022

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: "Identified Date is only for the purpose of determining the names of the Public Shareholders as on such date to whom the Letter

of Offer would be sent. IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF 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.

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 in the form of separate window as provided under the SEBI (SAST) Regulations read with SEBI Circulars bearing reference numbers CIR/CFD/ PÓLICY/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, as may be amended from time to time ('Acquisition Window').

The Acquirer has appointed Nikuni Stock Brokers Limited as the registered broker (Buying Broker) for the 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: Nikunj Stock Brokers Limited

BSE shall be the Designated Stock Exchange for the purpose of tendering of Offer Shares in the Offer.

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

brokers ('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 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.

been obtained from (i) publicly available sources; or (ii) any information provided or confirmed by the Target Company, and the

All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stock-

EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE PUBLIC SHAREHOLDERS. The Acquirer accepts full and final responsibility for the information contained in the Public Announcement and this Detailed Public Statement and for its obligations as laid down in SEBI (SAST) Regulations. All information pertaining to the Target Company has

The Acquirer has appointed Purva Sharegistry (India) Private Limited, as the Registrar, having office at Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg. Lower Parel East, Mumbai - 400011, Maharashtra, India, bearing contact details such as contact number '022-2301-2518/8261', Email Address '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. Pursuant to Regulation 12 of the SEBI (SAST) Regulations, the Acquirer has appointed Capital Square Advisors Private Limited

This Detailed Public Statement will be available and accessible on the website of the Manager at www.capitalsquare.in and is also expected to be available and accessible on the website of SEBI at www.sebi.gov.in and BSE at www.bseindia.com. Issued by the Manager to the Offer on behalf of the Acquirer

Place: Mumbai

Date: Tuesday, April 19, 2022

Teaming together to create value

CAPITALSQUARE ADVISORS PRIVATE LIMITED 205-209, 2rd Floor, AARPEE Center, MIDC Road No 11, CTS 70, Andheri (East), Mumbai - 400093, Maharashtra, India Contact Details: +91-22-6684-9999/145/138;

Website: www.capitalsquare.in E-mail Address: tanmov.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

accuracy thereof has not been independently verified by the Manager.

For the Acquirer

Skybridge Incap Advisory LLP

The trading turnover in the Equity Shares of the Target Company on BSE Limited based on trading volume during the 12 (Twelve)