

U. P. HOTELS LIMITED

Registered Office & Operations Head Quarters
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Phone No.: 011-23722596-8, 011-41510325-6 * Fax : 011- 3312990
Email : clarkssuryakiran@yahoo.co.in * Web: www.hotelclarks.com
CIN: L55101DL1961PLC017307 * GSTIN: 07AADCS1783J3Z2
PAN: AADCS1783J



**CLARKS
GROUP OF
HOTELS**

March 09, 2022

BSE Ltd.

25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

Security Code: 509960

Sub: Newspaper Copy – Detailed Public Announcement – Delisting Process

Dear Sir,

We wish to inform you that pursuant to In-principle Approval of BSE dated 8th March, 2022 for voluntary delisting of the company, a Detailed Public Announcement under Delisting Regulations 2021 has been published in following newspapers on 9th March, 2022:

- Business Standard – All editions – English
- Business Standard – All editions – Hindi
- Pratahkal – Mumbai editions – Marathi

Please find enclosed the copies of above Newspapers for your record.

This is for your information and record.

Thanking you,

For U. P. Hotels Limited

**Prakash Prusty
Company Secretary**

Encl.: as above

DETAILED PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF**U. P. HOTELS LIMITED**

CIN: L55101DL1961PLC017307

Website: www.hotelclarks.com; Email Id: clarkssuryakiran@yahoo.co.in,
Registered Office: 1101, Surya Kiran, 19, Kasturba Gandhi Marg, New Delhi - 110001
Company Secretary and Compliance Officer: Mr. Prakash Chandra Prusty

This detailed public announcement ("Detailed Public Announcement" or "DPA") is being issued by Mr. Apurv Kumar, (referred to as "Acquirer 1"), Mr. Anoop Kumar, (referred to as "Acquirer 2") and Brijrama Hospitality Private Limited (referred to as "Acquirer 3") (collectively referred to as "Acquirers") along with other members of the promoter and promoter group of U.P. Hotels Limited to the public shareholders as defined under regulation 2(1)(t) of the Securities And Exchange Board of India (Delisting of Equity Shares) Regulation, 2021, as amended for the time being in force ("Delisting Regulations") ("Public Shareholders") of U.P. Hotels Limited (the "Company") in respect of the proposed acquisition of fully paid up equity shares of the Company with a face value of 10/- each (Rupees Ten only) each ("Equity Shares") that are held by the Public Shareholders and the consequent voluntary delisting of the Equity Shares from the BSE Limited ("BSE"), the only stock exchange where the equity shares of the Company is currently listed ("Stock Exchange"), pursuant to Regulation 15 and other applicable provisions of the Delisting Regulations and SEBI order number is SEBI/WTM/GM/CFD/37/2019-20 dated September 30, 2019 ("SEBI Order") ("Delisting Offer") and in accordance with the terms and condition set out below and/or in the Letter of Offer (as defined below).

1. BACKGROUND OF THE DELISTING OFFER

- As on the date of this DPA, Equity Shares aggregating to 88.39% of the total issued and paid-up equity share capital of the Company is held by the promoters and members of the promoter group and Public Shareholders hold 6,27,040 Equity Shares aggregating to 11.61%. The promoters and promoter group were holding over 75% of the equity capital since December 2001 (Source: www.bseindia.com). The requirement to maintain Minimum Public Shareholding ("MPS") requirements was explicitly laid out by way of insertion of Rule 19A in the Securities Contracts (Regulation) Rules, 1957 with effect from June 04, 2010.
- Disputes and differences amongst promoters have adversely affected the regulatory compliance requirements of the Company including compliance requirements of MPS in terms of Rule 19A of SCRR. Pursuant to SEBI order dated December 02, 2014 (hereinafter referred to as the "Continuity Order") the equity shares of the Company were suspended from trading on BSE Limited since September 15, 2015.
- The Acquirer 1 on behalf of the members of the Promoter and Promoter Group vide application dated September 26, 2019, conveyed to SEBI its intention to delist the Equity Shares of the Company and requested relaxation from the strict enforcement of Regulation 8(1B)(i) of the SEBI (Delisting of Equity Shares) Regulations, 2009 ("Repealed Delisting Regulations").
- SEBI vide its order No. SEBI/WTM/GM/CFD/37/2019-20 dated September 30, 2019 ("SEBI Order") granted relaxation from the applicability of Regulation 8(1B)(i) of the Repealed Delisting Regulations (limited to the extent of compliance with minimum public shareholding conditions) for the specific purpose of seeking voluntary delisting of Equity Shares, subject to few conditions mainly:
 - The Company is in compliance with provisions of all other applicable laws.
 - The Company shall initiate voluntary delisting of its equity shares within a period of 1 month from the date of this Order and shall complete the process of voluntary winding up within a period of one year from the date of this order.
 - The Company shall obtain valuation of its equity shares from two independent peer reviewed chartered accountants.
 - The delisting price to be paid to the investors shall be at least equal to the price as determined through reverse book building process (RBB) or through the voluntary mechanism at clause (iii) above, whichever is higher.
 - The Company shall publish a newspaper advertisement in one national newspaper in English and in newspapers in local vernacular of each State where the publication of such advertisement is required as per the address contained in its records.
 - The advertisement as provided in clause (v) above as well as the explanatory statement to special resolution shall indicate the valuation obtained as per clause (iii) above and shall also state that the higher of the price determined through the reverse book building process and the valuation as obtained in clause (iii) above, shall be paid to investors, in the event of Company proceeding with the delisting.
 - The offer price shall be paid to tendering shareholders only through banking channels through crossed account payee cheque / crossed demand draft / internet banking channels to enable audit trail.
 - In addition to compliance with the applicable provisions of Delisting Regulations, the delisting offer shall be considered as successful only if the promoters acquire at least 60% of the existing public shareholding of 11.61%, i.e. approximately 6.97% of the total shareholding.
 - Pursuant to delisting of company's equity shares, the promoters shall continue to accept shares tendered by any remaining public shareholder holding such equity shares, for up to a period of two years from the date of delisting, at the same price at which the earlier acquisition of shares was made and in a manner that provides bank record of payment.
 - Subject to the above, the company shall comply with all other conditions, including those pertaining to determination of the offer price, stipulated in Chapter IV of the Delisting Regulations.
 - Copy of the SEBI order shall be displayed on the website of the Company.

- The Acquirer 1 for and on behalf of the members of the promoter and promoter group, vide letter dated October 07, 2019 ("Delisting Letter"), expressed their intention to delist the equity shares of the Company ("this Delisting Offer") to voluntary delist the Equity Shares by making a Delisting Offer in accordance with the Delisting Regulations. Pursuant to the Delisting Letter the Acquirer Company was informed that the floor price is ₹ 154 per Equity Share ("Floor Price").

- The Acquirers is making this DPA to the Public Shareholders of U.P. Hotels Limited to acquire, in accordance with the Delisting Offer, upto 6,27,040 Equity Shares, representing 11.61% of the Equity Capital (the "Offer Shares") from the Public Shareholders in compliance with the Delisting Regulations. Consequently to the Delisting Offer and upon the shareholding of the Acquirers and other member of the promoter and promoter group under the Delisting Regulations and SEBI Order, as applicable, the Company will seek to voluntarily delist the Equity Shares from the BSE in accordance with the Delisting Regulations, this DPA, the Letter of Offer, SEBI Order dated September 30, 2019 and any other related documents.

- Pursuant to the receipt of the Delisting Letter the Board of Directors at its meeting held on October 19, 2019 took on record the said Delisting Letter and appointed Fedex Securities Private Limited as merchant banker ("Manager to the Delisting Offer") to conduct due diligence as required under applicable Repealed Delisting Regulations. Subsequently, the Board of Directors in its meeting held on July 31, 2020 took on record the Due Diligence Report dated July 31, 2020 as received from Fedex Securities Private Limited and approved the Delisting Offer in terms of Regulation 8(1)(a) of the Repealed Delisting Regulations subject to approval of Public Shareholders of the Company.

- The notice of the Postal Ballot along with postal ballot form was dispatched on August 28, 2020 to the shareholders for seeking their approval through postal ballot and evening on reasons for considering delisting of the Company. The Public Shareholders rejected the Delisting Offer dated September 02, 2020. Further, the Board in its meeting held on December 24, 2020 took on record the addendum to the Due Diligence report dated July 31, 2020 as received from the Merchant Banker and the revised valuation report and approved to reconvene the meeting of the shareholders to approve the delisting proposal through postal ballot.

- The Public Shareholders of the Company have passed a special resolution through Postal Ballot on January 27, 2021 approving the Delisting Offer and the Repealed Delisting Regulations. The result of the Postal Ballot was published on January 28, 2021 and notified to BSE by the Company vide letter dated January 29, 2021. The votes cast by the Public Shareholders in favour of the Delisting Offer were 86.93% of votes polled, which is more than two times the number of votes cast by the Public Shareholders against the Delisting Offer, being 13.07% of votes polled.

- SEBI vide its letter No. SEBI/HO/CFD/CMD1/OIW/P/2021/36739/1 dated December 10, 2021 clarified that the Company to follow the Delisting Regulations to the extent applicable for activities to be undertaken as per the Delisting Regulations post in-principle approval from Stock Exchange.

- The Company has received in-principle approval for the Delisting Offer from BSE on March 08, 2022, in accordance with Regulation 12(3) of the Delisting Regulations.

- This DPA is being issued in the following newspapers as required under Regulation 15(1) of the Delisting Regulations:

Newspaper	Language	Editions
Business Standard	English	All
Business Standard	Hindi	All
Pratahkal	Marathi	Mumbai

- The Acquirers will inform the Public Shareholders of amendments or modifications, if any, to the information set out in this DPA by way of a corrigendum that will be published in the aforementioned newspapers in this DPA is published.
- The Delisting Offer is subject to the acceptance of the Discovers Price (as defined below), determined in accordance with the Delisting Regulations, by the Acquirer. The Acquirer may, at its sole and absolute discretion, propose a price higher than the Discovers Price for the purpose of the Delisting Offer. Further, the Acquirer may, at its sole and absolute discretion, propose a price which is lower than the Discovers Price but not less than the Floor Price in terms of Regulation 22 of the Delisting Regulations ("Counter Offer Price").

- As per Regulation 28 of the Delisting Regulations, the Board is required to constitute a committee of independent directors to provide its written reasoned recommendation on the Delisting Offer and such recommendation shall be published on the BSE within 2 working days before the commencement of the Bid Period (as defined below) in the same newspapers where the DPA has been published.

2. NECESSARY AND OBJECTIVE OF THE DELISTING OFFER

- Following is the rationale of the Delisting Offer specified by the Acquirers in the postal ballot notice:
 - To comply with the SEBI Order to provide an exit opportunity to the Public Shareholder; and
 - The shares of the Company are suspended for more than 4.5 years and the delisting of the equity shares of the Company is in the interest of the Public Shareholders as it will provide them with an exit opportunity at a price determined in accordance with the Delisting Regulation.

3. BACKGROUND OF THE ACQUIRER

- Mr. Apurv Kumar, Acquirer 1, aged 60 years, residing at 28, Shree Vihar Colony, Near Hotel Clark Aram, J.L Nehru Marg, Jaipur - 302018 is the Managing Director and CFO of the Company since 1998. Mr. Apurv Kumar is also one of promoter of the Company. He is a graduate from Mumbai University, Hospitality Management from Cornell University, USA and MBA, in an Alumni of the Harvard Business School.
- As on date of this DPA, Mr. Apurv Kumar holds 35,126 equity shares of the Company representing 0.65% of the total paid-up equity share capital of the Company.
- Shri. Anoop Kumar, Sr. Mr. Birendra Kumar, Acquirer 2, is one of the Promoter of the Company. Mr. Anoop Kumar holds Diploma in Hotel Management from Institute of Tourism and Management, Kieselbach, Salzburg, Austria.
- As on the date of this DPA, Mr. Anoop Kumar holds 86,372 Equity Shares representing 1.60% of the total paid-up equity share capital of the Company.
- Brijrama Hospitality Private Limited, Acquirer 3 is a company incorporated under the Companies Act, 1956 vide its certificate incorporation dated July 31, 2023. The registered office of Acquirer 3 is situated at 15/A, SSA, Cross, Raghavendra layout, Yeswanthapur, Bangalore - 560 022, India. The corporate identification number of the Acquirer 3 is U55101KA2003PTC032344.
- The principal activity of Acquirer 3 is to carry on business as Hospitality.
- Mr. Anoop Kumar, Arun Kumar, Udit Kumar, Shikha Kumar, Anoop Kumar, Manish Kumar and Vivek Kumar are the directors of Acquirer 3. The issued and paid-up share capital of the Acquirer 3 as on the date of this DPA is ₹ 37,22,40,000 (Rupees Thirty-Seven Lakh Twenty-Two Thousand Four Hundred), classified into:
 - ₹ 1,98,00,000 (One Crores Ninety-Eight Lakh) divided into 1,98,00,000 equity shares of ₹ 100.00 each.
 - ₹ 1,74,24,000 (One Crores Seventy-Four Lakh Twenty-Four Thousand) divided into 1,74,240 Preference Shares of ₹ 100.00 each.
- Acquirer 3 is part of the promoter group and does not hold any Equity Shares of the Company.
- Further, the Acquirer 1, Acquirer 2 and Acquirer 3 along with other members of the promoter and promoter group of the Company hold 47,72,960 Equity Shares aggregating to 88.39% of the paid-up Equity Share capital of the Company. Except as provided in paragraph 4.5 below, none of the directors of the Acquirer 3 holds any shares of the Company as on the date of this DPA.
- The key financial information of the Acquirer, based on its audited financial statements, as of and for the year ended March 31, 2021, March 31, 2020 and March 31, 2019, prepared in accordance with applicable accounting standards and audited by Subramanya & Co., Chartered Accountants, being the last three financial years, for which audited financials are available, is set out below:

Particulars	Financial year ended		
	March 31, 2021	March 31, 2020	March 31, 2019
Revenue from operations	300.59	1990.30	2034.89
EBITDA	-14.69	408.92	638.17
Profit after tax	(320.83)	149.27	363.25
EPS (Diluted)	(168.58)	74.89	183.46
EPS (Basic)	-88.61	39.83	97.86
Networth	684.77	1014.60	866.33
Return on Networth	-166.58%	74.88%	183.46%
NAV per Share	345.84	512.42	437.54

- Note: The contingent liabilities of the Acquirer are as under:
As on March 31, 2021 - ₹ 451.96 Lakh
As on March 31, 2020 - ₹ 1.96 Lakh
As on March 31, 2019 - Nil

- The Acquirers and other members of the promoter and promoter group of the Company have not traded in Equity Shares of the Company during the 6 months preceding the date of the Board Meeting (i.e. June 25, 2020) to December 24, 2020 at which the Delisting Offer was approved. Further, the Acquirers and other members of the promoter and promoter group of the Company have undertaken not to sell Equity Shares of the Company during the delisting period (as defined in Regulation 2(1)(k) of the Delisting Regulations) in accordance with Regulation 30(5) of the Delisting Regulations.
- The acquirers have not exercised the option of providing an indicative price under Regulation 20(4) of the SEBI Delisting Regulations.
- All the Public Shareholders of the Company may bid in accordance with the reverse book building process of BSE and on the terms and subject to the conditions set out herein, and/or in the Letter of Offer, for their Equity Shares of the Company.
- The Acquirers has, as detailed in paragraph 20 of this DPA, made available all the requisite funds necessary to fulfill the obligations of the Acquirers under the Delisting Offer.
- In addition, to the directions specified in the SEBI Order, the acquirer shall comply with all other conditions, including those pertaining to determination of the Exit Price, stipulated in Chapter IV of the Delisting Regulations.

4. BACKGROUND OF THE COMPANY

- The Company was originally incorporated as a Public Limited Company in name and style of "Uttar Pradesh Hotels & Restaurants Limited" under the Companies Act, 1956 vide Certificate of Incorporation No. 2824 of 1961, issued by Registrar of Companies, U.P. on February 13, 1961. Further, by duly passing the necessary resolution and the approval of Central Government vide letter no. 290-1U/4851 dated June 15, 1978 the name of the Company has changed to "U.P. Hotels Limited" on June 22, 1978. The Company listed its Equity Shares on BSE Limited on December 26, 2001.
- The Company's registered office is situated at 1101, Surya Kiran, 19, Kasturba Gandhi Marg, New Delhi - 110001. The CIN of the Company is L55101DL1961PLC017307.
- The Equity Shares of the Company are only listed on BSE having nationwide terminals.
- The Company is engaged in the business of Hospitality. The Company hotels are popular by the name of "Clarks Group of Hotels". The Company have geographical spread in Jaipur, Agra, Lucknow and Khajuraho, recognized throughout the nation for its unique value of hospitality and fitness. The Clarks Group of boards of being one of the first 5-star hotels in India.
- As on date of this DPA, the members of the Board are:

NAME AND DIN	DESIGNATION ON DATE OF DPA	DATE OF APPOINTMENT	SHARES HELD
Justice Mr. Bisheshwar Prasad Singh (Retd.)	Chairman - Non-Executive Independent	22.08.2016	NIL
Mr. Apurv Kumar (DIN: 00043538)	Joint Managing Director & CFO	09.08.2014	35126
Mr. Rupak Gupta (DIN: 00007310)	Joint Managing Director & CFO	09.08.2014	818524
Ms. Surjit Singh (DIN: 00009188)	Non-Executive & Non-Independent Director	04.03.2010	NIL
Mr. Anand Kumar (DIN: 00227012)	Non-Executive Director	17.02.2004	29341
Mr. Shankar Agawal (DIN: 01216442)	Independent Director	15.04.2021	NIL

- A brief summary of the financial performance of the Company, as derived from the audited standalone financials are available and unaudited but limited review financials for the six months ended September 30, 2021, prepared in accordance with India GAAP, are set out below:

PARTICULARS	FINANCIAL YEAR ENDING MARCH 31 (AMOUNT IN ₹)			
	Six months ended September 30, 2021	2021	2020	2019
Revenue from Operations	1990.56	3286.33	9753.54	10512.08
Total Income	2086.91	3052.16	10276.07	10973.41
Profit/(Loss) before tax	(444.39)	(1549.10)	367.15	909.11
Profit/(Loss) after tax	(335.24)	(1167.88)	370.90	655.84
Basic Earnings per Share	(66.45)	(233.58)	74.18	131.16
Equity Share Capital	540.00	540.00	540.00	540.00
Reserves and Surplus	8131.56	8442.90	9160.17	8717.08
Current Liabilities	1841.71	1900.03	2610.05	2678.73

5. PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN OF THE COMPANY

- The capital structure of the Company as on the date of this DPA is as follows:

PARTICULARS	AMOUNT (IN ₹)
Authorised Capital 70,00,000 Equity Shares of Rs. 10/- each	7,00,00,000
1,00,00,000 Preference Shares of Rs. 100/- each	1,00,00,000
Issued, Subscribed, Paid-up Equity Share Capital	655,40,000
54,00,000 Equity Shares of Rs. 10/- each	54,00,000

- As on the date of this DPA, there are no outstanding instruments in the nature of warrants or fully convertible debentures or partly convertible debentures/ preference shares or employee stock options, etc., which are convertible into Equity Shares at any later date. Also, Equity Shares held by the Acquirers or other members of the promoter and promoter group of the Company are subject to any

statutory lock-in or pledge. The Company also does not have any outstanding partly paid-up shares. Neither the Acquirers nor any other members of the promoter and promoter group of the Company are participating in the Delisting Offer and will not tender their Equity Shares in the reverse book building process.

- The Equity Share Capital structure of the Company as on December 31, 2021 is as follows:

Paid-up Equity Shares of the Company	No. of Equity Shares/Voting Rights	% of Equity Share Capital/Voting Rights
Promoter & Promoter Group (A)	47,72,960	88.39
Public Shareholders (B)	6,27,040	11.61
Total Shares	54,00,000	100.00

- The aggregate shareholding of the Acquirers with person acting in concert and other members of promoter and promoter group of the Company ("Promoter and Promoter Group") and of the directors of the Acquirer and of persons who are in control of the Company, as on the date of this DPA is as under:

Name of the Promoter / Promoter Group	No. of Equity Shares held	% of Paid-up Equity Share Capital of the Company
Rupak Gupta	8,18,524	15.16
Upendra Gupta	2,32,796	4.31
Veenaa Binay Kumar	1,42,200	2.63
Manish Kumar	1,26,420	2.34
Ravi Mahendra Gupta	1,00,080	1.85
Kumar Sushil	98,290	1.82
Meera K Gupta	98,290	1.82
Rakesh M Gupta	90,920	1.68
Anoop Kumar	86,372	1.60
Vibha Agrawal	83,016	1.54
Sushil Kumar	77,924	1.44
Alok Kumar	69,300	1.28
Birendra Kumar & Sons	66,600	1.23
Vivek Kumar	64,566	1.20
Aditya Kumar	53,692	0.99
Arjun Kumar	47,780	0.88
Sudhira Gupta	46,280	0.86
Rani Uppasa	44,280	0.82
Binay Kumar	42,860	0.79
Birendra Kumar	40,470	0.75
Nandini Gupta	36,720	0.68
Shikha Kumar	36,000	0.67
Apurv Kumar	35,126	0.65
Arvind Kumar	29,341	0.54
Uma Kumar	28,800	0.53
Anuradha Gupta	25,092	0.46
Rajeshwari Kumar	22,200	0.41
Anant Kumar	20,692	0.38
Binay Kumar & Family (Karta Binay Kumar)	16,625	0.31
Chaitanya Kumar	16,200	0.30
Udit Kumar	12,894	0.24
Arnav Kumar	12,894	0.24
Binay Kumar Gupta & Sons (Karta Binay Kumar)	11,652	0.22
P.D Gupta & Sons	3,600	0.07
Arnav Kumar	800	0.01
Renuka Kumar	800	0.01
The Indian Textiles Co Pvt. Ltd.	13,13,676	24.33
Banarasa House Ltd	5,40,000	10.00
Hotel Clarks Varanasi Limited	1,79,540	3.32
Bonita India Ltd	100	0.00
Total	47,72,960	88.39

- The Monthly high and low market prices for the 6 months preceding the date of DPA and the corresponding volumes on BSE Limited: Not applicable since the trading of the company has been suspended from trading since 15 September 15, 2015

6. STOCK EXCHANGE FROM WHICH THE EQUITY SHARES ARE SOUGHT TO BE DELISTED:

- The Equity Shares are currently listed and traded on BSE from where the Acquirers are seeking to delist the Equity Shares from BSE, in accordance with Delisting Regulations by Reverse Book Building process. The scrip code and the security ID of the Company on BSE are "509960" and "UPHOT", respectively. The ISIN of the Company is INE726E01014.

- The Acquirer is seeking to delist the Equity Shares from the Stock Exchange. The Company has received the in-principle approval for delisting from the Stock Exchange vide letter No. LO/Delisting/VK/P/401/2021-22 dated March 6, 2022.

- No application for listing shall be made in respect of any Equity Shares which have been delisted pursuant to this Delisting Offer for a period of 3 (three) years from the date of delisting. Any application for listing made in future by the Company after the aforementioned period in respect of delisted Equity Shares shall be deemed to be an application for fresh listing of such Equity Shares and shall be subject to then prevailing laws relating to listing of equity shares of unlisted companies.

- The Acquirer proposes to acquire the Offer Shares pursuant to a reverse book-building process through an acquisition window facility, i.e. separate acquisition window in form of web based bidding platform provided by the Stock Exchange, in accordance with stock exchange mechanism ("Acquisition Window Facility" or "Offer to Buy (OTB)"), conducted in accordance with the terms of the Delisting Regulations and the SEBI Circulars (as defined below).

7. EXPECTED POST DELISTING OFFER SHAREHOLDING PATTERN OF THE COMPANY:

- The expected post Delisting Offer shareholding pattern of the Company, assuming all the Equity Shares are acquired from the Public Shareholders pursuant the Delisting Offer will be as follows:

CATEGORY OF SHAREHOLDERS	NO. OF EQUITY SHARES	% SHAREHOLDING
Promoter & Promoter Group (A)	5400000	100
Acquirers (along with other members of the promoters and promoter group)	Nil	Nil
Public Shareholders (B)	Nil	Nil
Total Shares	5400000	100

*Assuming all offer shares are tendered and accepted in the Delisting offer.

8. MANAGER TO THE DELISTING OFFER

- The Acquirers has appointed Fedex Securities Private Limited, as the Manager to the Delisting Offer ("Manager to the Offer"). The details of the Manager to the Offer are as follows:

FEDX SECURITIES PRIVATE LIMITED
B-7, 3rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai - 400 057, Maharashtra, India
Tel No: +91 8104985149; Fax No: +91 22 26186966; Contact Person: Yash Kadakia
Email Id: mb@fedex.in; Website: www.fedex.in; Investor Grievance Email: mb@fedex.in,
SEBI Registration Number: INM000010163

9. REGISTRAR TO THE DELISTING OFFER

- The Acquirer has appointed Skyline Financial Services Private Limited as the registrar to the Delisting Offer ("Registrar to the Offer"). The details of the Registrar to the Offer are as follows:

Skyline Financial Services Private Limited
D-153/A, 1st floor, Okhla Industrial Area, Phase 1, New Delhi - 110020; Tel No: 011 - 445450193 to 97
Contact Person: Mr. Alok Gautam
Email Id: info@skylinert.com; Website: www.skylinert.com; SEBI Registration Number: INR000003241

10. STOCK MARKET DATA REGARDING THE COMPANY:

- The Equity Shares were only listed on BSE.
The Equity Shares were not traded since 2015 on BSE in terms of Regulation 21(1)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations"). Therefore, data pertaining to the high and low average market prices of the Equity Shares of the Company during the preceding 3 financial years and the monthly high and low market prices for the 6 months preceding the date of this DPA are not available.

11. METHODOLOGY OF FUND PAY IN AND BUYING BID BY ACQUIRER:

- For the implementation of the Delisting Offer, the Acquirers has furnished Bank Guarantee from IndusInd Bank Limited Escrow account under the name of the Ac

