

SWOJAS ENERGY FOODS LIMITED

Registered Office - 6L, 10 Floor, 3, Navjeevan Society, Dr. Dadasaheb Bhadkamkar Marg,
Mumbai Central, Mumbai - 400008
Email: swojasenergyfoodsltd@gmail.com, website: www.sefl.co.in,
Contact No.: 022-4013 9929
CIN: L15201MH1993PLC358584

To,
Listing Department
BSE LIMITED
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

June 11, 2024

Dear Sir/Madam,

Sub: **In the Matter of Open Offer for acquisition of up to 77,40,663 fully paid-up existing shares of face value of Rs. 10/- each (“Equity Shares”), representing 25.00% (Twenty Five percent) of the existing Equity Share capital of Swojas Energy Foods Limited (The “Target Company”) in accordance with the extant Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) (“Open Offer”).**

Pursuant to the Regulation 26(6) of the extant Takeover Code, 2011, the Committee of Independent Directors of the M/s. Swojas Energy Foods Limited met on June 10, 2024, and provided its recommendations on the proposed Open Offer.

In terms of Regulation 26(7) of the extant Takeover Code, 2011, the said recommendations were published on June 11, 2024, in the following newspapers: -

Sl. No.	Newspapers	Language	Editions
1	Financial Express *	English	All Editions
2	Jansatta	Hindi	All Editions
3	Mumbai Lakshadeep	Marathi	Mumbai Edition, Registered office of Target Company

In terms of Regulation 26 (7) the soft copy of the following documents is enclosed herewith:

1. Recommendation of Committee of Independent Directors for the proposed Open Offer – **Annexure A**
2. E-Paper of Financial Express (All Edition) – **Annexure B**
3. E-Paper of Jansatta (All Edition) – **Annexure C**
4. E-Paper of Mumbai Lakshadeep (Mumbai Edition) – **Annexure D**

We request you to kindly take the same on record and oblige.

This is for your kind reference and records.

Regards,
**For and behalf of The Committee of Independent Directors
of Swojas Energy Foods Limited**

Ashit
Kishorkumar
Shah

Digitally signed by Ashit Kishorkumar Shah
DN: cn=Ashit, o=Personal, title=S330,
pseudoym=13305968851667977800188c43m2m2D,
2.5.4.20=676792c4288c9c6f6370b46605273607229
a8f7c0bbcd83332bd0fde5, postalCode=400077,
st=Maharashtra,
serialNumber=46575af3c8ca30228f8a7a75e721664a93d
4bc955b066ca3960c7208e6676, cn=Ashit
Kishorkumar Shah
Date: 2024.06.11 17:55:46 +05'30'

**Ashit Kishorekumar Shah
Chairperson of Committee of Independent Directors**

SWOJAS ENERGY FOODS LIMITED
(“Target Company”)

Corporate Identification Number: L15201MH1993PLC358584

Registered Office: 6L, 10th Floor, 3 Navjeevan Society, Dr Dadasaheb Bhadkamkar Marg,
Mumbai Central, Mumbai – 400 008, Maharashtra

Tel. No.: +91 22 4013 9929 Fax: NA;

Email: swojasenergyfoodsltd@gmail.com; Website: www.sefl.com

Recommendations of the Committee of Independent Directors (IDC) on the Open Offer to the Shareholders of Swojas Energy Foods Limited (hereinafter referred to as “The Company”) by Mr. Parthrajsinh Harshadsinh Rana and Mrs. Jyoti Gupta a.k.a. Jyoti Khandelwal (Acquirer 1 and Acquirer 2 respectively and collectively referred to as “Acquirers”) under Regulation 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	Date	June 10, 2024
2	Name of the Target Company	Swojas Energy Foods Limited
3	Details of the Offer pertaining to Target Company	Open Offer to acquire up to 77,40,663 (Seventy-Seven Lakhs Forty Thousand Six Hundred and Sixty-Three) Equity Shares of face value of ₹10/- each (“Offer Shares”) representing 25.00%*(Twenty-Five per cent) of the Total Voting Share Capital (<i>defined below</i>) of the Target Company, for cash at a price of ₹ 4/- (Rupees Four only) per Equity Share (“Offer Price”). <i>*As per Regulation 7 of the SEBI (SAST) Regulations, the Offer Size, for the Open Offer under Regulations 3(1) and 4 of the SEBI (SAST) Regulations, should be for at least 26% of the total voting share capital of the Target Company. However, the Offer Size is restricted to 77,40,663 Equity Shares, being the Equity Shares held by the Public Shareholders, representing 25.00% of the total voting share capital of the Target Company.</i>
4	Name(s) of the acquirer and PAC with the acquirer	Mr. Parthrajsinh Harshadsinh Rana (Acquirer 1) Mrs. Jyoti Gupta a.k.a Jyoti Khandelwal (Acquirer 2) There are no Persons Acting in Concert (PACs) with the Acquirers for the purpose of the Open Offer
5	Name of the Manager to the offer	Corpwis Advisors Private Limited G-07, Ground Floor, The Summit Business Park, Andheri Kurla Road, Behind Guru Nanak Petrol Pump, Andheri East, Chakala Midc, Mumbai, Maharashtra, India, 400093 Tel No.: +91 22 4972 9990; Fax No.: NA; Email Id: vishalgarg@corpwis.com Website: www.corpwis.com ; Investor Grievance: investors@corpwis.com ; SEBI Registration Number: INM000012962; Validity: till 31.01.2028 Contact Person: Vishal Kumar Garg
6	Members of the Committee of Independent Directors (Please indicate the chairperson of the Committee separately)	1. Mr. Ashit Kishore Kumar Shah (DIN 00023944) - Chairperson 2. Ms. Namrata Subhash Malu (DIN – 03583659) - Member
7	IDC Member’s relationship with the Company (Director, Equity shares owned, any other contract / relationship), if any	The IDC Members are Independent Directors without any shareholding in the Company.
8	Trading in the Equity shares/other securities of the Company by IDC Members	None of the IDC Members hold any shares of the Company and neither have they traded in any equity shares /other securities of the Company during a period of 12 months prior to the day of Public Announcement and since then till date.

9	IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any.	The IDC members do not have any relationship with the Acquirers.
10	Trading in the Equity shares/other securities of the acquirer by IDC Members	Not Applicable
11	Recommendation on the Open offer, as to whether the offer is fair and reasonable	Based on the review of the Public Announcement and the Detailed Public Statement issued by the Manager to the offer on behalf of the Acquirers, IDC believes that the Open offer is in accordance with SEBI (SAST) Regulations, 2011 and to that extent is fair and reasonable. However, with regard to the reasonableness of the Price, IDC would like to draw the attention of the shareholders to the current market price of the shares of the Company. The shareholders should independently evaluate the offer and take their own informed decision.
12	Summary of reasons for recommendation	The IDC has reviewed the PA, the DPS and the LOF issued by the Manager to the Offer on behalf of the Acquirers, in connection with the Open Offer. The IDC members also noted that: a) The Equity Shares of the Target Company are not frequently traded in terms of Regulations 2(1)(j) of the SEBI (SAST) Regulations, 2011. b) The Offer Price of Rs.4.00 per Equity Share is in accordance with Regulation 8(2)(e) of the SEBI (SAST) Regulations, 2011 and the Offer Price is fair and reasonable. c) The Offer Price is higher than (i) negotiated price under the Share Purchase Agreement executed on September 05, 2023, i.e. ₹ 3.50/- per Equity Share and (ii) the price determined by the acquirer and the manager taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies as the shares are not frequently traded which is ₹ 3.50/- per Equity Share The public Shareholders of the Target Company are advised to Independently evaluate the Open Offer and take the informed decision about tendering the Equity Shares held by them in the Open Offer.
13	Disclosure of the Voting Pattern	These recommendations were unanimously approved by the Members of the IDC present at the meeting held on June 10, 2024.
14	Details of Independent Advisors, if any.	None
15	Any other matter(s) to be highlighted	None

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying the statement is in all material respect true and correct and not misleading whether by omission of any information or otherwise and includes all the information required to be disclosed by the Company under the Takeover Code.

Place: Mumbai
Date: June 10, 2024

For and behalf of
The Committee of Independent Directors of
Swojas Energy Foods Limited

Ashit
Kishorkumar
Shah

Digitally signed by Ashit Kishorkumar Shah
DN: c=IN, o=Personal, title=5330,
pseudonym=133505668081667977KK9188c24
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2.5.4.20=f77e792c4285e39c65fb37db4b60527
3a07229a8f1ceb9b9c085332dbdfded5,
postalCode=400077, st=Maharashtra,
serialNumber=4b575af3c8ca302f8f3a7a75e721
6fda93d48cc9554b0fa3ca960c72cbfe5676,
cn=Ashit Kishorkumar Shah
Date: 2024.06.10 12:27:05 +05'30'

Ashit Kishorekumar Shah
Chairperson of Committee of Independent Directors

UCO BANK (A Govt. of India Undertaking) Head Office-II, Department of Information Technology 3 & 4, DD Block, Sector - 1, Salt Lake, Kolkata-700064

E-AUCTION SALE NOTICE Company: SV SVS Projects Private Limited (In Liquidation) Regd. Office: Plot No. 31, Phase-1, Kalyan Nagar, Hyderabad-500038

NATCO Pharma Limited Regd. Office: NATCO HOUSE, Road No.2, Banjara Hills, Hyderabad-500 034, Phone: 040-23547532, Email: investors@natcopharma.co.in

THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED Regd Office: 7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022

NOTICE TO SHAREHOLDERS (Transfer of Equity Shares of the Company to Investor Education and Protection Fund (IEPF) Authority)

For The Peria Karamalai Tea & Produce Company Limited Sd/- Saurav Singhania Company Secretary

Public Notice TO WHOMSOEVER IT MAY CONCERN This is to inform the General Public that following share certificate of (name of Company) Grasm Industries Limited having its Registered Office at - Biragram, Nagda, Madhya Pradesh, 456331.

India Power Corporation Limited (Formerly - DPSC Limited) CIN: L40105WB1919PLC003263 Registered Office: Plot No. X1-2&3, Block-EP Sector-V, Salt Lake City, Kolkata - 700 091

NOTICE TO SHAREHOLDERS Transfer of Equity Shares of the Company to Investor Education and Protection Fund ("IEPF")

For India Power Corporation Limited Sd/- Dhananjay Karmakar Company Secretary FCS6901

REGENCY HOSPITAL LIMITED CIN: U85110UP1987PLC008792 Regd. Office: A-2, Sarvodaya Nagar, Kanpur 208 005 Uttar Pradesh

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING AND E-VOTING INFORMATION

Notice is hereby given that the Extra Ordinary General Meeting ("EGM") of the Shareholders of Regency Hospital Limited (the "Company") will be held on Thursday, July 4, 2024, at 11:30 a.m. IST at the Registered Office of the Company at A-2 Sarvodaya Nagar, Kanpur-208005 Uttar Pradesh, India.

SWOJAS ENERGY FOODS LIMITED ("Target Company") Corporate Identification Number : L15201MH1993PLC358584 Registered Office : 6L, 10th Floor, 3 Navjeevan Society

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CSB Bank PUBLIC NOTICE ON AUCTION OF PLEDGED GOLD ORNAMENTS

The borrower/s in specific and interested bidders, in general, are hereby informed that on account of non-repayment of the Bank's dues by the borrowers as under despite the payment notice and recall/notice issued by the Bank, the gold ornaments pledged with the bank as security by the respective borrowers for the loans availed by them will be sold in public auction on "as is where is" and "non-recourse" basis through e-auction portal https://gold.saml.in on 19th June 2024 at 10.30 AM.

Table with columns: S.No., Branch Name, Account Name, Client ID, No. of Acc., Bal. Outstanding as on 05-06-2024, Weight (grams)

For Regency Hospital Limited Sd/- Yogi Srivastava Company Secretary Date : June 10, 2024 Place : Kanpur

Table with columns: S.No., Branch Name, Account Name, Client ID, No. of Acc., Bal. Outstanding as on 05-06-2024, Weight (grams)

