

February 16, 2023

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Ref.: Rotographics (India) Limited (Scrip Code: 539922)

Dear Sir/Madam,

SUBJECT: OPEN OFFER FOR ACQUISITION OF UPTO 9,36,338 EQUITY SHARES FROM THE SHAREHOLDERS OF ROTOGRAPHICS (INDIA) LIMITED (HEREINAFTER REFERRED TO AS "TARGET" OR "TARGET COMPANY" OR "ROTOGRAPHICS") BY MR. ASHOK KUMAR SINGHAL (HEREINAFTER REFERRED TO AS "ACQUIRER")

We are pleased to submit Copy of Detailed Public Statement ("DPS") dated February 15, 2023 pursuant to, and in compliance with, Regulation 3(1) and Regulation 4 read with Regulation 13, 14, 15 and such other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the Detailed Public Statement has been published in the following Newspapers on February 16, 2023:

S. No.	Newspapers	Language	Editions
1.	Business Standard	English	All Editions
2.	Business Standard	Hindi	All Editions
3.	Pratahkal	Marathi	Mumbai Edition

We are enclosing herewith a soft copy of newspaper clipping of the DPS published in Business Standard (English) for your kind perusal.

Kindly take the above information on your records.

Thanking You,
Yours faithfully

For Fintellectual Corporate Advisors Private Limited



Amit Puri
Director

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 1(3A), REGULATION 1(5)(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, TO THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF

ROTOGRAPHICS (INDIA) LIMITED

CIN: L74899DL1976PLC00036 Registered Office: Unit No. 8, Ground Floor, Pocket M, Sarita Vihar, New Delhi-110076, Phone: 011-47366600/24444014; Website: www.rotindia.co.in; Email ID: info@rotindia.co.in

OPEN OFFER FOR ACQUISITION OF UPTO 9,36,338 NINE LAKH THIRTY SIX THOUSAND THREE HUNDRED THIRTY EIGHT (93,63,338) EQUITY SHARES OF THE SHAREHOLDERS OF ROTOGRAPHICS (INDIA) LIMITED, HEREIN AFTER REFERRED AS 'ROTOGRAPHY' OR 'RGT' OR 'MR. ASHOK KUMAR SINGHAL, HEREIN AFTER REFERRED TO AS THE 'ACQUIRER' PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND REGULATION 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (THE 'SEBI (SAST) REGULATIONS'). This Detailed Public Statement ('DPS') is being issued by Fintellectual Corporate Advisors Private Limited ('Manager to the offer' or 'FCAP'), on behalf of the Acquirer to the Public Shareholders (as defined below) of Target Company pursuant to the read with Regulation 1(3) and Regulation 1(5)(2) of the SEBI (SAST) Regulations, 2011 and such other applicable provisions of the SEBI (SAST) Regulations. This DPS is being issued in pursuance to the Public Announcement (PA) dated February 09, 2023 as filed with the DPS Exchange (as defined below) and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the 'SEBI (SAST) Regulations') referred to as 'Target' or 'Target Company' or 'RGT' in terms of Regulation 3(1) and 4 of the SEBI (SAST) Regulations respectively.

For this Detailed Public Statement, the following terms would have the meaning assigned to them herein below:

Table with 2 columns: Definitions & Abbreviations, Particulars. Includes definitions for Acquirer, Agreement, Board of Directors, SEBI Stock Exchange, Equity Shares, Identified Date, ISIN, Negotiated Price, Offer Documents, Offer Period, Offer Price, Offer Shares, Voting Share Capital, PA/Public Announcement, Promoters, Promoter Sellers, Public Shareholders, SCRR, SEBI Act, SEBI (LODR) Regulations, SEBI (SAST) Regulations, Share Purchase Agreement/SPA, Stock Exchange, Target Company/RGT, Tendering Period, Voting Share Capital, Working Day.

(C) ROTOGRAPHICS (INDIA) LIMITED ("TARGET COMPANY" / "RGT" / "TARGET"): RotoGraphics (India) Limited was originally incorporated under the Companies Act, 1956 as a Private Limited Company (Source: www.rotindia.co.in) and was converted to a public limited company on 03-03-2006 dated January 16, 1976, issued by the Registrar of Companies, NCT of Delhi & Haryana. Subsequently, the Company was converted into a Public Limited Company and fresh Certificate of Incorporation consequent upon the conversion to public limited company was issued by the Registrar of Companies, NCT of Delhi & Haryana on October 19, 1994. Presently, the registered office of the Target Company is situated at Unit No. 8, Ground Floor, Pocket M, Sarita Vihar, New Delhi-110076 (Source: www.rotindia.co.in).

Table with 4 columns: Particulars, For the Six Months Ended, Year Ended (Audited). Rows include Total Income, Net Income/Loss (PAT), Earnings Per Share (EPS) in INR, and Net worth/Shareholders Funds.

D. Details of the Offer: This offer is a negotiated offer in terms of Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011. The Acquirer has made this offer in terms of SEBI (SAST) Regulations to the shareholders of the Target Company to acquire up to 9,36,338 (Nine Lakh Thirty-Six Thousand Three Hundred Thirty Eight) fully paid up equity shares of ₹14/- (Rupees Fourteen only) per share (the "Offer Price"), payable in cash. The Offer is being made to all the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the Acquirer and the parties to the Share Purchase Agreement, pursuant to and in compliance with the SEBI (SAST) Regulations. The Offer Price shall be ₹14/- (Rupees Fourteen only) per share, subject to the approval of the shareholders through a Special Resolution passed by way of a poll ballot in terms of Regulation 2(2)(c) of the SEBI (SAST) Regulations. As per Regulation 3(4) of the SEBI (SAST) Regulations, 2015 read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended (SCRR), the Target Company is required to maintain at least 25% Public Shareholding, on a continuous basis for listing. Pursuant to the completion of this Offer, the Public Shareholding in the Target Company will be maintained at the minimum level required as per Rule 19A of the SCRR, subject to the applicability of the provisions of the law and subject to the approval of the shareholders through a Special Resolution passed by way of a poll ballot in terms of Regulation 2(2)(c) of the SEBI (SAST) Regulations. BACKGROUND TO THE OFFER: The Acquirer has entered into the Share Purchase Agreement ("SPA") with the promoter sellers, on February 09, 2023, for acquisition of 18,40,300 fully paid up equity shares ("Sale Shares") of ₹14/- each representing the existing fully paid up capital and voting share capital of the Target Company at a price of ₹14/- (Rupees Fourteen only) per share (the "Offer Price") of 18,40,300 (Rupees Two Crores Forty Thousand Three Hundred Thirty Eight) only subject to the terms and conditions as mentioned in the SPA, the details of which are specified as under:

Table with 4 columns: Promoter Sellers, Name of the Promoter Sellers, No. of Equity Shares, % of Total Equity Shares. Rows include Pratap Burman, Chanchala Burman, Pratap Burman HUF, Praxton Associates Private Limited, and TOTAL.

III. SHAREHOLDING AND ACQUISITION DETAILS: A. The current and proposed shareholding of the Acquirer in the Target Company and the details of its acquisition is as follows: B. Details: Name of the Acquirer, Number of Shares, % of Total Equity Shares. Rows include Shareholding before the date of Public Announcement, Equity Shares acquired by the Acquirer through SPA, Equity Shares Proposed to be acquired through SPA, and Post Offer shareholding as of the 10th (Tenth) Working Day after the closure of the Offer (assuming the entire 26.00% is tendered in the Offer).

IV. OFFER PRICE: A. The Offer Price of ₹14/- (Rupees Fourteen only) per share is currently listed on BSE Limited. B. The Offer Price of ₹14/- (Rupees Fourteen only) per share is currently listed on BSE Limited. C. The Offer Price of ₹14/- (Rupees Fourteen only) per share is currently listed on BSE Limited. D. The Offer Price of ₹14/- (Rupees Fourteen only) per share is currently listed on BSE Limited.

V. OTHER INFORMATION: A. The information pertaining to the Target Company as has been obtained from public sources or provided or relied upon and confirmed by the Target Company and the Acquirer and Manager to the Offer has not been independently verified such information and does not accept any responsibility with respect to any information provided in the PA or this DPS pertaining to the Target Company. B. The information pertaining to the Target Company as has been obtained from public sources or provided or relied upon and confirmed by the Target Company and the Acquirer and Manager to the Offer has not been independently verified such information and does not accept any responsibility with respect to any information provided in the PA or this DPS pertaining to the Target Company. C. The information pertaining to the Target Company as has been obtained from public sources or provided or relied upon and confirmed by the Target Company and the Acquirer and Manager to the Offer has not been independently verified such information and does not accept any responsibility with respect to any information provided in the PA or this DPS pertaining to the Target Company. D. The information pertaining to the Target Company as has been obtained from public sources or provided or relied upon and confirmed by the Target Company and the Acquirer and Manager to the Offer has not been independently verified such information and does not accept any responsibility with respect to any information provided in the PA or this DPS pertaining to the Target Company.

VI. AS ON THE DATE OF THIS DETAILED PUBLIC STATEMENT, THERE IS NO REVISION IN THE OFFER PRICE OR SIZE. IN CASE OF A REVISION IN THE OFFER PRICE OR SIZE, THE ACQUIRER SHALL COMPLY WITH REGULATIONS 18(4) AND 18(5) OF THE SEBI (SAST) REGULATIONS AND OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS. VII. THE OFFER PRICE WILL BE RECALCULATED IN ACCORDANCE WITH REGULATIONS 18(4) AND 18(5) OF THE SEBI (SAST) REGULATIONS, THE OFFER PRICE OR THE OFFER SIZE MAY BE REVISED AT ANY TIME PRIOR TO THE COMMENCEMENT OF THE TENDERING PERIOD. VIII. THE OFFER PRICE WILL BE RECALCULATED IN ACCORDANCE WITH REGULATIONS 18(4) AND 18(5) OF THE SEBI (SAST) REGULATIONS, THE OFFER PRICE OR THE OFFER SIZE MAY BE REVISED AT ANY TIME PRIOR TO THE COMMENCEMENT OF THE TENDERING PERIOD. IX. THE OFFER PRICE WILL BE RECALCULATED IN ACCORDANCE WITH REGULATIONS 18(4) AND 18(5) OF THE SEBI (SAST) REGULATIONS, THE OFFER PRICE OR THE OFFER SIZE MAY BE REVISED AT ANY TIME PRIOR TO THE COMMENCEMENT OF THE TENDERING PERIOD. X. THE OFFER PRICE WILL BE RECALCULATED IN ACCORDANCE WITH REGULATIONS 18(4) AND 18(5) OF THE SEBI (SAST) REGULATIONS, THE OFFER PRICE OR THE OFFER SIZE MAY BE REVISED AT ANY TIME PRIOR TO THE COMMENCEMENT OF THE TENDERING PERIOD.

Table with 2 columns: Nature of Activity, Day and Date. Rows include Date of Public Announcement, Last date of publication of the Detailed Public Statement, Last date for filing of Draft Letter of Offer with SEBI, Last date for accepting the Offer, Identified Date, Last date by which Letter of Offer will be dispatched to the Shareholders, Last date by which an independent committee of the Board of Target Company shall file its recommendation, Last date for receiving the Offer Price Offer Size, Advertisement of Schedule A Activities for Offer, Status of statutory and other approvals in newspaper, Date of commencement of tendering period (Offer Opening Date), Date of expiry of tendering period (Offer Closing Date), Date by which all requirements including payment for consideration would be completed.

VI. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER: A. All the shareholders (registered or unregistered) of the Target Company, except the Acquirer and the parties to the Share Purchase Agreement, are eligible to participate in the Offer. B. All the shareholders (registered or unregistered) of the Target Company, except the Acquirer and the parties to the Share Purchase Agreement, are eligible to participate in the Offer. C. All the shareholders (registered or unregistered) of the Target Company, except the Acquirer and the parties to the Share Purchase Agreement, are eligible to participate in the Offer. D. All the shareholders (registered or unregistered) of the Target Company, except the Acquirer and the parties to the Share Purchase Agreement, are eligible to participate in the Offer.

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