



Date: 11<sup>th</sup> June, 2021

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Respected Sir,

**Sub.: Open Offer for acquisition of 7,80,260 (Seven Lakhs Eighty Thousand Two Hundred and Sixty Only) fully paid up equity shares of Rs.10/- each from equity shareholders of Shalimar Agencies Limited (hereinafter referred to as "Target Company" or "SAL") except parties to Share Purchase Agreement ("SPA") dated 22<sup>nd</sup> April, 2021 by IT Trailblazers Resources Private Limited (hereinafter referred to as "Acquirer" or "ITT") alongwith Mr. Venkata Rajani Kumar Vemuri (Hereinafter Referred To As "PAC 1"), Mr. Ravulapally Arjun Kumar (Hereinafter Referred To As "PAC 2") And Mr. Narendra Kotti (Hereinafter Referred To As "PAC 3") in their capacity as person acting in concert with the Acquirer pursuant to and in accordance with Regulations 3(1) and 4 of the SEBI SAST Regulations, 2011.**

**Ref: SEBI Letter No. SEBI/HO/CFD/DCR3/P/OW/2021/10999/1 dated May 27, 2021 - Submission of Pre Offer Advertisement**

With reference to the above, please find enclosed herewith:

- 1) Copy of the Advertisement under Regulation 18 (7) in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended and Corrigendum to the Detailed Public Statement published in all the Newspapers where the Detailed Public Statement was made i.e., in

Name of the Newspaper	Edition
Financial Express	English National Daily
Jansatta	Hindi National Daily
Mumbai Lakshadeep	Mumbai
Prajadarbar	Hyderabad

Please acknowledge receipt.

Thanking you,

Yours sincerely,  
For **Finshore Management Services Limited**

(Director)

Encl.: As above



**FINSHORE MANAGEMENT SERVICES LIMITED**

(CIN : U74900WB2011PLC169377) ● Website : [www.finshoregroup.com](http://www.finshoregroup.com)

Regd. Office : "Anandlok" 2nd Floor, Block-A, Room No. 207, 227, A. J. C. Bose Road, Kolkata-700 020 West Bengal, India Ph. : 033 2289 5101

*Creating Enterprise Managing Values*

# SHALIMAR AGENCIES LIMITED

Registered Office: # 4th Floor, Innov8 Co-working, Sreshta Marvel, P. Janardhan Reddy Nagar, Gachibowli, Hyderabad-500081, Telangana, India  
Corporate Identification Number (CIN): LS1226TG1981PLC114084  
Tel: 040-23395139/9030057374; Email: shalimaragenciesltd@gmail.com ;  
Website: www.shalimaragencieslimited.com

**Open Offer ("Offer") by IT Trailblazers Resources Private Limited (hereinafter referred to as "Acquirer") alongwith Mr. Venkata Rajani Kumar Vemuri (hereinafter referred to as "PAC 1"), Mr. Ravulapally Arjun Kumar (hereinafter referred to as "PAC 2") and Mr. Narendra Kotti (hereinafter referred to as "PAC 3"), to the public shareholders of Shalimar Agencies Limited (hereinafter referred to as "the Target Company") under Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (hereinafter referred to as "SEBI SAST Regulations, 2011")**

This Advertisement and Corrigendum is being issued by Finshore Management Services Limited, on behalf of IT Trailblazers Resources Private Limited ("Acquirer"), Mr. Venkata Rajani Kumar Vemuri ("PAC 1"), Mr. Ravulapally Arjun Kumar ("PAC 2") and Mr. Narendra Kotti ("PAC 3") in respect of the open offer to acquire shares from the public shareholders of Shalimar Agencies Limited ("Offer Opening Public Announcement"). The Detailed Public Statement with respect to the aforementioned Offer was made on 29<sup>th</sup> April, 2021 in Financial Express, English Daily (in all editions), Jansatta, Hind Daily (in all editions), Mumbai Lakshadeep, Marathi Daily (in Mumbai edition) and in Prajadarbar, Telugu daily (in Hyderabad edition).

## 1. Offer Price:

The Offer Price is Rs.12/- (Rupees Twelve Only) per Equity Share. There has been no revision in the Offer Price.

## 2. Recommendations of the committee of independent directors of the Target Company:

The committee of independent directors of the Target Company ("IDC") published its recommendation on the Offer on 4<sup>th</sup> June, 2021 in the same newspapers where the DPS was published. Based on the review, IDC Members believe that the Offer is fair and reasonable and in line with the SEBI SAST Regulations, 2011.

## 3. The Offer is not a competing offer in terms of Regulation 20 of SEBI SAST Regulations, 2011. There was no competing offer to the Offer and the last date for making such competing offer has expired. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI SAST Regulations, 2011.

## 4. In Point VIII (9) of the Detailed Public statement -2 days from offer closing date has to be read as 2 working days from offer closing date i.e., by 29<sup>th</sup> June, 2021 (Refer Point 8.9 d of the Letter of Offer).

## 5. Dispatch of Letter of Offer to the public shareholders.

The dispatch of the Letter of Offer to all the Public Shareholders of the Target Company holding Equity Shares as on the Identified Date has been completed (either through electronic or physical mode) by 7<sup>th</sup> June, 2021. The Identified Date was relevant only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer was to be sent. It is clarified that all holders (registered or unregistered) of Equity Shares (except the Acquirer, Person Acting in Concert and parties to the SPA) are eligible to participate in the Offer any time during the Tendering Period. A copy of the Letter of Offer (which includes the Form of Acceptance-cum-Acknowledgment) is also available on SEBI's website (<https://www.sebi.gov.in>) and the Website of the Manager to the Offer ([www.fishoregroup.com](http://www.fishoregroup.com)) from which the Public Shareholders can download/print the same.

## 6. Instructions to the public shareholders

### 6.1 In case the shares are held in physical form

As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 3, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository with effect from April 1, 2019. However, in accordance with the circular issued by 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. An eligible shareholder may participate in this Offer by approaching their respective Selling Broker and tender their shares in the open offer as per the procedure as mentioned in the Letter of Offer along with other details.

### 6.2 In case the shares are held in demat form

An eligible shareholder may participate in this Offer by approaching their Selling Broker and tender their shares in the open offer as per the procedure as mentioned in the Letter of Offer along with other details.

### 6.3 Procedure for Tendering the Shares in case of Non-Receipt of the Letter of Offer:

6.3.1 Persons 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.

6.3.2 In case of non-receipt of the Letter of Offer, the Shareholders holding the Equity Shares may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), along with the following details:

- In case of physical shares: Name, address, distinctive numbers, folio nos, number of Equity Shares tendered/ withdrawn,
- In case of dematerialized shares: Name, address, number of Equity Shares tendered/withdrawn, DP name, DP ID number, Beneficiary account no.,

- and other relevant documents as mentioned in the Letter of Offer. Such Shareholders have to ensure that their order is entered in the electronic platform of BSE through the Selling broker which will be made available by BSE before the closure of the Tendering Period.

## 7. Any other changes suggested by SEBI in their comments to be incorporated.

In terms of Regulation 16(1) of the SEBI SAST Regulations, 2011 the draft Letter of Offer was submitted to SEBI on 6<sup>th</sup> May, 2021 ("Draft Letter of Offer"). SEBI, vide its letter no. SEBI/HO/CFD/DCR3/P/OW/2021/10999/1 dated May 27, 2021, issued its comments on the Draft Letter of Offer. These comments have been incorporated in the Letter of Offer.

## 8. Any other material change from date of the Public Announcement

None

## 9. Details regarding the status of the Statutory and other approvals

To the best of the knowledge of the Acquirer and the PACs, there are no statutory approvals required by the Acquirer and/or the PACs to acquire the equity shares tendered pursuant to this Offer. However, in case of any statutory approvals being required by the Acquirer and/or the PACs at a later date before the closure of the tendering period, this Offer shall be subject to such approvals and the Acquirer and/or the PACs shall make the necessary applications for such approvals. The Acquirer and/or the PACs will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 of the SEBI SAST Regulations, 2011.

## 10. Schedule of Activities:

The schedule of major activities under the Offer is set out below:

Nature of the Activity	Original schedule of activities (as disclosed in the draft Letter of Offer)		Revised Schedule of Activities	
	Date	Day	Date	Day
Date of Public Announcement	22nd April, 2021	Thursday	22nd April, 2021	Thursday
Publication of Detailed Public Statement in newspapers	29th April, 2021	Thursday	29th April, 2021	Thursday
Filing of draft letter of offer with SEBI along with soft copies of Public Announcement and detailed Public Statement	6th May, 2021	Thursday	6th May, 2021	Thursday
Last date for a competing offer*	21st May, 2021	Friday	21st May, 2021	Friday
Last date for receipt of comments from SEBI on the draft Letter of Offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	31st May, 2021	Monday	27th May, 2021***	Thursday
Identified Date**	2nd June, 2021	Wednesday	31st May, 2021	Monday
Last date for dispatch of the Letter of Offer to the public shareholders of the Target Company as on the identified Date	9th June, 2021	Wednesday	7th June, 2021	Monday
Last date for upward revision of the Offer Price and / or the Offer Size	14th June, 2021	Monday	10th June, 2021	Thursday
Last date by which the recommendation of the committee of independent directors of the Target Company will be published.	11th June, 2021	Friday	9th June, 2021	Wednesday
Date of public announcement for opening of the Offer in the newspapers where the DPS has been published.	15th June, 2021	Tuesday	11th June, 2021	Friday
Date of Commencement of tendering period	16th June, 2021	Wednesday	14th June, 2021	Monday
Date of Closing of tendering period	29th June, 2021	Tuesday	25th June, 2021	Friday
Last date of communicating rejection/acceptance and payment of consideration for accepted tenders/ return of unaccepted Equity Shares.	13th July, 2021	Tuesday	9th July, 2021	Friday

\*There was no competing offers for the Acquirer's Offer.


\*\* Identified date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All shareholders (registered or unregistered) of equity shares of the Target Company (except Acquirer, PACs and Seller) are eligible to participate in the Offer any time before the closure of the Offer.

\*\*\*actual date of receipt of SEBI final observations

## 11. Other information

The Acquirer and the PAC's accepts full responsibility for the obligations of the Acquirer and the PAC's as laid down in the SEBI SAST Regulations, 2011 and for the information contained in this Offer Opening Public Announcement and Corrigendum. This Offer Opening Public Announcement and Corrigendum would also be available on SEBI's website at [www.sebi.gov.in](http://www.sebi.gov.in)

## Issued by Manager to the Offer on behalf of the Acquirer and PACs

 <b>FINSHORE</b> Creating Enterprise Managing Values	<b>Finshore Management Services Limited,</b> Anandlok Block A, Room-207, 227, AJC Bose Road, Kolkata-700020 Tel: +91- 033-22895101/9831020743 Website: <a href="http://www.fishoregroup.com">www.fishoregroup.com</a> Investor Grievance email id : <a href="mailto:ramakrishna@fishoregroup.com">ramakrishna@fishoregroup.com</a> Contact Person: Mr. S Ramakrishna lyengar SEBI Registration No: INM000012185
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Acquirer	PAC 1	PAC 2	PAC 3
IT Trailblazers Resources Private Limited	Venkata Rajani Kumar Vemuri	Ravulapally Arjun Kumar	Narendra Kotti
Sd/- Director	Sd/-	Sd/-	Sd/-

Place: Kolkata

Date: 11<sup>th</sup> June, 2021