

December 21, 2024

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

Ref.: Pasupati Fincap Limited (Scrip Code: 511734)

Dear Sir/Madam,

SUBJECT: OPEN OFFER FOR ACQUISITION OF UPTO 12,22,000 (TWELVE LAKH TWENTY TWO THOUSAND) EQUITY SHARES FROM THE SHAREHOLDERS OF PASUPATI FINCAP LIMITED, (HEREINAFTER REFERRED TO AS ("PFL"/"TARGET COMPANY"/"TC") BY MR. DINESH PAREEKH (ACQUIRER).

We are pleased to submit Copy of Pre-Offer Public Announcement, Corrigendum to the Detailed Public Statement & the Letter of Offer dated December 21, 2024 pursuant to, and in compliance with applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the Pre-Offer Public Announcement, Corrigendum to the Detailed Public Statement & the Letter of Offer has been published in the following Newspapers on December 23, 2024:

S. No.	Newspapers	Language	Editions
1.	Financial Express	English	All Editions
2.	Jansatta	Hindi	All Editions
3.	Mumbai Lakshadeep	Marathi	Mumbai Edition

We are enclosing herewith a soft copy of newspaper clipping of the Pre-Offer Public Announcement, Corrigendum to the Detailed Public Statement & the Letter of Offer published in Financial Express (English), Jansatta (Hindi) and Mumbai Lakshadeep (Marathi) for your kind perusal.

Kindly take the above information on your records.

Thanking You,
Yours faithfully

For Fintellectual Corporate Advisors Private Limited


Amit Pur
Director



PASUPATI FINCAP LIMITED

CIN: L70100HR1996PLC033099

Registered office: Village Kapiwas, Dharuhera, District Rewari, Haryana-123106

Phone: 01274-267257-58; Website: www.pasupatfincap.co.in; Email Id: cs@pasupatintextiles.com;

OPEN OFFER FOR ACQUISITION OF 12,22,000 (Twelve Lakh Twenty Two Thousand) EQUITY SHARES OF ₹ 10 EACH FROM THE SHAREHOLDERS OF PASUPATI FINCAP LIMITED, (HEREINAFTER REFERRED TO AS ("PFL"/"TARGET COMPANY"/"TC") BY MR. DINESH PAREEKH (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 ("SEBI (SAST) REGULATIONS").

This Pre-Offer Public Announcement, Corrigendum to the Detailed Public Statement & the Letter of Offer is being issued by Fintellectual Corporate Advisors Private Limited ("Manager to the Offer"), for and on behalf of Mr. Dinesh Pareekh ("Acquirer") pursuant to regulation 18(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ["SEBI (SAST) Regulations,"], in respect of the Open Offer to acquire 12,22,000 (Twelve Lakh Twenty Two Thousand) Equity Shares of ₹ 10/- each of Pasupati Fincap Limited, (Hereinafter Referred to as ("PFL"/"Target Company"/"TC") representing 26.00% (Twenty-Six Percent) of the Voting Share Capital of the Target Company. The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published in all editions of the Financial Express (English) and Jansatta (Hindi) and Mumbai Lakshadeep (Marathi) at Mumbai (being the place where the Stock Exchange is situated) on Monday, October 14, 2024.

THE SHAREHOLDERS OF THE TARGET COMPANY ARE REQUESTED TO KINDLY NOTE THE FOLLOWING INFORMATION RELATED TO THE OFFER.

- The Offer Price is ₹ 10/- (Rupees Ten Only) per fully paid-up Equity Share. The Offer price will be paid in Cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulation, 2011 and subject to terms and conditions mentioned in PA, the DPS and Letter of Offer. There has been no revision in the Offer Price.
- The Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company recommended that the Offer Price of ₹ 10/- (Rupees Ten Only) per fully paid-up Equity Share is fair and reasonable and is in line with SEBI (SAST) Regulations, 2011. The recommendation of the IDC was published on December 20, 2024 in all editions of the Financial Express (English), Jansatta (Hindi) and Mumbai Lakshadeep (Marathi) at Mumbai (being the place where the Stock Exchange is situated). Public Shareholders may, therefore, independently evaluate the offer and take an informed decision.
- The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. Further, there has been no competitive bid to this Offer.
- The Letter of Offer (including Form of Acceptance cum acknowledgement) (hereinafter collectively referred to as "Letter of Offer") dated December 11, 2024, was mailed on December 17, 2024 through electronic means to all the Public Shareholders of the Target Company whose e-mail ids are registered with the Depositories and / or the Target Company, and the physical copies were dispatched on December 17, 2024, to all the Public Shareholders of the Target Company who are holding Physical Equity Shares and non-email registered shareholders as appeared in its Register of Members on December 10, 2024. ("Identified Date").
- The Letter of Offer is also available on SEBI's website (www.sebi.gov.in) and is available on the Manager to Offer's website (www.fintellectualadvisors.com) and the Shareholders can also apply by downloading the form of acceptance from the websites as mentioned above.
- Public Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement" at page 20 of the Letter of Offer in relation to inter alia, the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein. A summary of procedure for tendering Equity Shares in the Open Offer is set out below:
 - In Case of Equity Shares held in dematerialized form:** Public Shareholders who desire to tender their Equity Shares in the dematerialized form under the Offer would have to do so through their respective Selling Brokers by giving the details of Equity Shares they intend to tender under the Offer and as per the procedure specified in paragraph 8.2 of the Letter of Offer.
 - In case of Equity Shares held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Open Offer through their respective Selling Broker by providing the relevant information and documents as mentioned in paragraph 8.3 of the Letter of Offer along with Form SH-4.
 - In case of non-receipt of the Letter of Offer:** Public Shareholders may (i) download the same from the SEBI website (www.sebi.gov.in) and can apply by using the same; or (ii) obtain a physical copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares. Alternatively, such Public Shareholders can download the soft copy of the Letter of Offer from the SEBI website www.sebi.gov.in as well as from the Manager to the Offer website www.fintellectualadvisors.com. Alternatively, in case of non receipt of the Letter of Offer, Public Shareholders holding the Equity Shares may participate in the Open Offer by providing their application in plain paper in writing signed by all shareholder(s), stating name, address, number of shares held, client ID number, DP name, DP ID number, number of shares being tendered and other relevant documents as mentioned in the Letter of Offer. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the Offer Closing Date.
- The Draft Letter of Offer was submitted to SEBI on October 21, 2024 in accordance with Regulation 16(1) of the SEBI (SAST) Regulations, 2011. All observations from SEBI via letter number SEBI/HO/CFD/DCR/RAC-1P/OW/2024/37723/1 dated December 06, 2024, which was received on December 06, 2024, have been duly incorporated in the Letter of Offer, according to Regulation 16(4) of the SEBI (SAST) Regulations, 2011
- There have been no other material changes in relation to the Offer, since the date of the Public Announcement on October 07, 2024, save as otherwise disclosed in the DPS and the Letter of Offer.
- As of the date of this Offer Opening Public Announcement, no statutory approvals were required by the Acquirer to complete this Offer. However, in case of any statutory approvals being required by the Acquirer at a later date before the closure of the Tendering Period, the Offer shall be subject to all such statutory approvals and the Acquirer shall make the necessary applications for such approvals.
- Revised Schedule of Activities:

Tentative Schedule of Activities	Original Schedule of Activities Day and Date	Revised Schedule of Activities (Day and Date)*
Date of the Public Announcement	Monday, October 07, 2024	Monday, October 07, 2024
Date of publication of the Detailed Public Statement	Monday, October 14, 2024	Monday, October 14, 2024
Last date of filing of the draft Letter of Offer with SEBI	Monday, October 21, 2024	Monday, October 21, 2024
Last date for a Competing Offer [^]	Tuesday, November 05, 2024	Tuesday, November 05, 2024
Identified Date#	Thursday, November 14, 2024	Tuesday, December 10, 2024
Last date by which Letter of Offer will be dispatched to the Shareholders	Friday, November 22, 2024	Tuesday, December 17, 2024
Last date by which an independent committee of the Board of Target Company shall give its recommendation	Tuesday, November 26, 2024	Friday, December 20, 2024
Last date for revising the Offer Price/ Offer Size	Wednesday, November 27, 2024	Friday, December 20, 2024
Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspaper	Thursday, November 28, 2024	Monday, December 23, 2024
Date of commencement of tendering period (Offer Opening Date)	Friday, November 29, 2024	Tuesday, December 24, 2024
Date of expiry of tendering period (Offer Closing Date)	Thursday, December 12, 2024	Tuesday, January 07, 2025
Date by which all requirements including payment of consideration would be completed	Friday, December 27, 2024	Tuesday, January 21, 2025

Notes:
 * The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of relevant approvals from various regulatory authorities and may have to be revised accordingly throughout this document.
 # 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 owners (registered or unregistered) of Equity Shares of the Target Company (except the Acquirer and the parties to the Share Purchase Agreement) are eligible to participate in the Offer any time before the closure of the Offer.
 ^ There was no competing offer.

CORRIGENDUM TO THE LETTER OF OFFER FOR THE ATTENTION OF SHAREHOLDERS

This important information is pursuant to Letter of Offer dated December 11, 2024, which was mailed on December 17, 2024 through electronic means to all the Public Shareholders of the Target Company whose e-mail ids are registered with the Depositories and / or the Target Company, and the physical copies were dispatched on December 17, 2024, to all the Public Shareholders of the Target Company who are holding Physical Equity Shares and non-email registered shareholders as appeared in its Register of Members on December 10, 2024. ("Identified Date"). The following errors were noted in the Letter of Offer, and the same are being corrected as under:

- Correction to the Offer Closing Date:**
The Offer Closing Date (i.e., the date of expiry of the tendering period) was erroneously mentioned as January 07, 2024 on the cover page of the Letter of Offer.
The correct Offer Closing Date is January 07, 2025.
- Correction to the STD Code of Telephone Number:**
The STD code of the telephone number of the Manager to the Offer on cover page was erroneously mentioned as 1120 in the Letter of Offer while the correct STD code is 0120.
All other terms and conditions of the Offer, as mentioned in the Letter of Offer, remain unchanged.

The Acquirer accepts the responsibility for the information contained in this Advertisement and for the obligations of the Acquirer as laid down in the SEBI (SAST) Regulations, 2011 and subsequent amendments made thereof. All other terms and conditions of the Offer shall remain unchanged. This Advertisement will also be available on the website of SEBI i.e. www.sebi.gov.in.

Issued by the Manager to the Open Offer



Fintellectual Corporate Advisors Private Limited
 Corporate Off.: B-20, Second Floor, Sector 1, Noida 201301
 Tel No.: +91-0120-4266080
 Website: www.fintellectualadvisors.com
 Email Address: info@fintellectualadvisors.com
 Contact Person: Mr. Amit Puri
 SEBI Registration Number: MB/INM000012944
 Validity: Permanent
 CIN: U74999DL2021PTC377748

Place: New Delhi
 Date: 21.12.2024

Sd/
 Dinesh Pareekh
 Acquirer

