

Tuesday, July 23, 2024

To,  
**BSE Limited,**  
P.J. Towers, Dalal Street,  
Mumbai – 400 001,  
Maharashtra, India

Respected Sir/ Ma'am,

**Subject : Open offer made by Genesis Trade-Links Private Limited, Mr. Vikash Singh and Mrs. Nitu Singh for acquisition of up to 12,47,844 Offer Shares, representing 26.00% of the Voting Share Capital of Bangalore Fort Farms Limited, at an offer price of Rs.28.50/- per Equity Share, to its Public Shareholders.**

We would like to inform you that, M/S Genesis Trade-Links Private Limited ('Acquirer 1'), Mr. Vikash Singh ('Acquirer 2') and Mrs. Nitu Singh ('Acquirer 3') (hereinafter collectively referred to as 'Acquirers') have entered into a Share Purchase Agreement dated Wednesday March 13, 2024, with Revati Holdings Private Limited ('Selling Promoter Shareholder') the present Promoter and member of the promoter group of the Target Company (hereinafter referred to as the 'Selling Promoter Shareholder'), for acquisition of 15,95,693 (Fifteen Lakh Ninety Five Thousand Six Hundred and Ninety Three) Equity Shares, representing 33.25% (Thirty Three Point Two Five Percent) of the Voting Share Capital of Bangalore Fort Farms Limited at a negotiated price of Rs.25.00/- (Rupees Twenty Five Only) per Sale Share, aggregating to an amount of Rs.3,98,92,325.00/- (Rupees Three Crore Ninety Eight Lakh Ninety Two Thousand Three Hundred and Twenty Five Only) ('Share Purchase Agreement').

In culmination of the aforesaid facts, we would like to inform you that, in accordance with the provisions of Regulation 12 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, including subsequent amendments thereto ('SEBI (SAST) Regulations'), we, Swaraj Shares and Securities Private Limited, have been appointed as the Manager to the Offer ('Manager'), and pursuant to the execution of the Agreements, the Acquirers have announced an open offer in compliance with the provisions of Regulations 3(1) and 4 and such other applicable regulations of the SEBI (SAST) Regulations for acquisition of up to 12,47,844 Offer Shares, representing 26.00% of the Voting Share Capital of Bangalore Fort Farms Limited, at an offer price of Rs.28.50/- per Equity Share, to the Public Shareholders of the Target Company, determined in accordance with the parameters prescribed under Regulations 8 (1) and 8 (2) of the SEBI (SAST) Regulation.

In light of the above and in accordance with the provisions of Regulations 18(12) of the SEBI (SAST) Regulations, the Post Offer Public Announcement for the aforesaid Offer dated Monday, July 22, 2024 have been published today, i.e., Tuesday, July 23, 2024 in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition) and Duranto Barata (Bengali Daily) (Kolkata Edition) ('Newspaper') ('Post-Offer Public Announcement') and a copy of one of the Newspapers has been enclosed herewith for your kind perusal.

Terms not defined herein shall have the meaning ascribed to them under the ('Post-Offer Public Announcement').

We hope your good self will find the above in order and request you to kindly upload the Post Offer Advertisement on your website at the earliest.

Thanking you,  
Yours faithfully,

For Swaraj Shares and Securities Private Limited

  
Pankita Patel  
(Director)

Encl. As above

**Swaraj Shares and Securities Private Limited**

 tanmoy@swarajshares.com

 pankita@swarajshares.com

 www.swarajshares.com

 +91 9874283532

 +91 8097367132

Registered Office - 21 Hemant Basu Sarani, 5th Floor, Room No 507, Kolkata - 700001, West Bengal, India

Branch Office - Unit 304, A Wing, 215 Atrium, Near Courtyard Marriot, Andheri Kurla Road, Andheri East, Mumbai - 400093,  
Maharashtra, India



POST-OFFER PUBLIC ANNOUNCEMENT TO THE PUBLIC SHAREHOLDERS OF <b>BANGALORE FORT FARMS LIMITED</b>				
Corporate Identification Number: L5101WB1966PLC226442; Registered Office: 16A, Brabourne Road, 6th Floor, Kolkata - 700001, West Bengal, India Contact Number: +91-90047-54433; Website: info@bangalorefortfarms.com; Email ID: www.bangalorefortfarms.com				
Open Offer for acquisition of up to 12,47,844 Offer Shares representing 28.09% of the Voting Share Capital of Bangalore Fort Farms Limited at an offer price of ₹28.50/- per Offer Share, payable in cash, to the Public Shareholders of the Target Company, by M/s Genesis Trade Links Private Limited, Corporate Acquirer 1, along with the Individual Acquirers, Mr. Vikash Singh, Acquirer 2, and Mrs. Nitu Singh, Acquirer 3, (hereinafter collectively referred to as 'Acquirers') in accordance with the provisions of Regulations 3 (1) and 4, and such other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and subsequent amendments thereto. This Post-Offer Public Announcement is being issued by Swaraj Shares and Securities Private Limited, the Manager to the Offer ('Manager'), on behalf of the Acquirers, in connection with the Offer made by the Acquirers to the Public Shareholders of the Target Company, pursuant to and in compliance with the provisions of Regulation 18 (12) and other applicable provisions under the SEBI (SAST) Regulations (Post-Offer Public Announcement).				
This Post-Offer Public Announcement should be read in continuation of, and in conjunction with the: (a) Public Announcement dated Wednesday, March 13, 2024 ('Public Announcement'), (b) Detailed Public Statement dated Tuesday, March 19, 2024, in connection with this Offer, published on behalf of the Acquirers on Wednesday, March 20, 2024, in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions), Mumbai Lakshadweep (Marathi) (Mumbai Edition), and Duranto Barata (Bengali Daily) (Kolkata Edition) ('Newspapers') ('Detailed Public Statement'), (c) Draft Letter of Offer dated Thursday, March 28, 2024 ('Draft Letter of Offer'), (d) Letter of Offer dated Thursday, June 20, 2024, along with the Form of Acceptance-cum-Acknowledgement ('Letter of Offer'), (e) Recommendations of the Independent Directors of the Target Company which were approved on Wednesday, June 26, 2024 and published in the Newspapers on Thursday, June 27, 2024 ('Recommendations of the Independent Directors of the Target Company'), and (f) Pre-Offer Public Announcement which was approved on Thursday, June 27, 2024, and published in the Newspapers on Friday, June 28, 2024 ('Pre-Offer Public Announcement').				
The Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendations of the Independent Directors of the Target Company, Pre-Offer Public Announcement, and this Post-Offer Public Announcement are hereinafter collectively referred to as 'Offer Documents' issued by the Manager on behalf of the Acquirers.				
The capitalized terms used but not defined in this Post-Offer Public Announcement shall have the meaning assigned to such terms in the Offer Documents.				
1. Name of the Target Company	Bangalore Fort Farms Limited, incorporated on October 24, 1966, under the provisions of Companies Act 1956, bearing Corporate Identification Number 'L5101WB1966PLC226442', having its registered office located at 16A, Brabourne Road, 6th Floor, Kolkata, West Bengal, 700001, India.			
2. Name of the Acquirers and PACs	Genesis Trade-Links Private Limited, a Private Limited Company incorporated on Monday, August 22, 2005, under the provisions of Companies Act, 1956, bearing Corporate Identification Number 'U51909WB2005PTC104820', having its registered office located at Hasting Chambers 2nd Floor Room No 15 7C Kiran Shankar Roy Road, Kolkata -700001, West Bengal, India, Acquirer 1. Mr. Vikash Singh, an Indian resident bearing Permanent account Number 'ALQPS301E' under the Income Tax Act, 1961 resident at 63B Kansari Para Road, Bhawanipore S.O., Kolkata-700025, West Bengal, India, Acquirer 2. Mrs. Nitu Singh, an Indian resident bearing Permanent account Number 'BVRPS6669E' under the Income Tax Act, 1961 resident at 63B Kansari Para Road, Bhawanipore S.O., Kolkata-700025, West Bengal, India, Acquirer 3. There are no persons acting in concert with the Acquirers for the purpose of this Offer.			
3. Name of Manager to the Offer	Swaraj Shares and Securities Private Limited			
4. Name of Registrar to the Offer	Integrated Registry Management Services Private Limited			
5. Offer Details				
5.1 Date of Opening of the Offer	Monday, July 01, 2024			
5.2 Date of Closing of the Offer	Friday, July 12, 2024			
6. Date of Payment of Consideration	The schedule date for settlement is Monday, July 29, 2024. However, since, there has been no tendering by the Public Shareholders for the said Open Offer, payment of consideration is not required.			
7. Details of the Acquisition				
	Proposed in the Offer Document (Assuming full acceptance in this Offer)	Actuals		
7.1 Offer Price	₹28.50/-	₹28.50/-		
7.2 Aggregate number of Equity Shares tendered	12,47,844	Nil		
7.3 Aggregate number of Equity Shares accepted	12,47,844	Not Applicable		
7.4 Size of the Open Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	₹3,55,63,554.00/-	Not Applicable		
7.5 Shareholding of the Acquirer before the Share Purchase Agreement/ Public Announcement				
a) Number of Equity Shares	Nil	Nil		
b) % of fully diluted Equity Share capital	Not Applicable	Not Applicable		
7.6 Sale Shares proposed to be acquired by way of Share Purchase Agreement				
a) Number of Equity Shares	15,95,693	15,95,693		
b) % of fully diluted Equity Share capital	33.25%	33.25%		
7.7 Equity Shares acquired by way of Offer				
a) Number of Equity Shares	12,47,844	Nil		
b) % of fully diluted Equity Share capital	26.00%	Not Applicable		
7.8 Equity Shares acquired after the Detailed Public Statement				
a) Number of Equity Shares acquired	Nil	Nil		
b) Price of the Equity Shares acquired	Not Applicable	Not Applicable		
c) % of Equity Shares acquired	Not Applicable	Not Applicable		
7.9 Post-Offer shareholding of the Acquirer				
a) Number of Equity Shares	28,43,537	15,95,693		
b) % of fully diluted Equity Share capital	59.25%	33.25%		
7.10 Pre-Offer and Post-Offer shareholding of the Public Shareholders (other than the Acquirer)				
	Pre-Offer	Post-Offer	Pre-Offer	Post-Offer
a) Number of Equity Shares	32,03,707	19,55,863	32,03,707	32,03,707
b) % of fully diluted Equity Share capital	66.75%	40.75%	66.75%	66.75%
8. The Acquirers accept full responsibility for the information contained in this Post-Offer Public Announcement and for their obligations specified under SEBI (SAST) Regulations.				
9. The Acquirers will consummate the Share Purchase Agreement transaction in accordance with the provisions of Regulation 22 (1) of the SEBI (SAST) Regulations, and will make an application for reclassification of themselves as the promoters of the Target Company in accordance with the provisions of Regulation 31A (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including subsequent amendments thereto ('SEBI (LODR) Regulations').				
10. A copy of this Post-Offer Public Announcement will be accessible on the websites of Securities and Exchange Board of India at <a href="http://www.sebi.gov.in">www.sebi.gov.in</a> , BSE Limited at <a href="http://www.bseindia.com">www.bseindia.com</a> and the registered office of the Target Company.				
11. The capitalized terms used in this Post-Offer Public Announcement shall have the meaning assigned to them in the Letter of Offer, unless otherwise specified.				
<b>ISSUED BY MANAGER TO THE OFFER</b>				
<b>SWARAJ</b>				
Swaraj Shares and Securities Private Limited				
Corporate Identification Number: U5101WB2000PTC092621				
Principal Place of Business: Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriott, Andheri East, Mumbai- 400093, Maharashtra, India				
Contact Person: Pankita Patel/ Tanmoy Banerjee				
Contact Number: +91-22-69649999				
Email Address: <a href="mailto:jakover@swarajshares.com">jakover@swarajshares.com</a>				
Investor grievance Email Address: <a href="mailto:investor.relations@swarajshares.com">investor.relations@swarajshares.com</a>				
SEBI Registration Number: INM00012980				
Validity: Permanent				
On behalf of all the Acquirers				
Sd/-				
Date: Monday, July 22, 2024				
Place: Mumbai				
Mr. Vikash Singh Acquirer				