

Tuesday, August 13, 2024

To,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400001,
Maharashtra, India

Respected Sir/ Madam,

Subject : Open offer made by Ms. Sumita Mishra for acquisition of up to 12,85,908 Offer Shares representing 26.00% of the Voting Share Capital of Suncity Synthetics Limited, at an offer price of ₹7.00/- per Offer Share to its Public Shareholders.

We would like to inform you that, Ms. Sumita Mishra, the (**'Acquirer'**), has entered into a Share Purchase Agreement dated Tuesday, April 16, 2024 with Ms. Poonam Suresh Kavar, Ms. Twinkle Jain, Mr. Suresh Dhanraj Kavarjain, M/s Suresh Dhanraj Kavar (HUF), the present Promoters and member of the promoter group of the Target Company (hereinafter collectively referred to as the **'Selling Promoter Shareholders'**), for acquisition of 22,48,382 Sale Shares, representing 45.46% of the Voting Share Capital of Suncity Synthetics Limited, at a negotiated price of ₹7.00/- per Sale Share for an aggregate consideration of ₹1,57,38,674.00/-, subject to the statutory approvals, if any and satisfaction of conditions precedent specified in the Share Purchase Agreement (**'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'**). In pursuance of the execution of the Share Purchase Agreement, the Acquirer has 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 12,85,908 Offer Shares representing 26.00% of the Voting Share Capital of Suncity Synthetics Limited, at an offer price of ₹7.00/- per Offer Share determined in accordance with the parameters prescribed under Regulations 8 (1) and 8 (2) of the SEBI (SAST) Regulations, payable in cash, assuming full acceptance aggregating to a maximum consideration of aggregating to an amount of ₹90,01,356.00/- that will be offered to the Public Shareholders who validly tender their Equity Shares in the Offer.

In light of the above and in accordance with the provisions of Regulations 18(7) of SEBI (SAST) Regulations, the Post-Offer Public Announcement for the aforesaid Offer has been published today, i.e., Tuesday, August 13, 2024, in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Lakshadweep (Marathi Daily) (Mumbai Edition) and Financial Express (Gujrati Daily) (Surat Edition) (**'Newspaper'**) (**'Post Offer Public Announcement'**) and the same 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 we 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


Tanmoy Banerjee
Director

Encl.: As above **Swaraj Shares and Securities Private Limited**

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POST-OFFER PUBLIC ANNOUNCEMENT TO THE PUBLIC SHAREHOLDERS OF SUNCITY SYNTHETICS LIMITED					
Corporate Identification Number: L17110GJ1988PLC010397; Registered Office: 205, Rajhans Complex, Near Nirmal Childrens Hospital, Ring Road, Surat - 395002, Gujarat, India; Contact Number: +91-9414129377; Website: suncitysyn@gmail.com ; www.suncitysyntheticsltd.com ; Email Address: suncitysyn@saty.com					
Open Offer for acquisition of up to 12,85,908 Offer Shares representing 26.00% of the Voting Share Capital of Suncity Synthetics Limited ("Target Company"), at an offer price of ₹7.00/- ("Offer Price"), payable in cash, by Ms. Sumita Mishra, the Acquirer, in accordance with the provisions of Regulations 3 (1) and 4 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 Acquirer 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 Tuesday, April 16, 2024 ("Public Announcement"), (b) Detailed Public Statement dated Saturday, April 20, 2024, in connection with this Offer, published on behalf of the Acquirer on Monday, April 22, 2024, in Financial Express (English Daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Laksadeep (Marathi Daily) (Mumbai Edition) and Financial Express (Gujarati Daily) (Surat Edition) ("Newspapers") ("Detailed Public Statement"), (c) Draft Letter of Offer dated Wednesday, April 24, 2024 filed and submitted with SEBI pursuant to the provisions of Regulation 16 (1) of the SEBI (SAST) Regulations ("Draft Letter of Offer"), (d) Letter of Offer dated Friday, July 05, 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 Thursday, July 11, 2024, and published in the Newspapers on Friday, July 12, 2024 ("Recommendations of the Independent Directors of the Target Company"), (f) Pre-Offer cum corrigendum to the Detailed Public Statement Advertisement dated Saturday, July 13, 2024, which was published in the Newspapers on Monday, July 15, 2024 ("Pre-Offer Public Announcement") (the Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendations of the Independent Directors, Pre-Offer Advertisement cum Corrigendum to the Detailed Public Statement of the Target Company, and this Post-Offer Public Announcement are hereinafter collectively referred to as "Offer Documents") issued by the Manager on behalf of the Acquirer.					
The capitalized terms used but not defined in this this Post-Offer Public Announcement shall have the meaning assigned to such terms in the Offer Documents.					
1.	Name of the Target Company	Suncity Synthetics Limited bearing corporate identity number 'L17110GJ1988PLC010397', with its registered office located at 205, Rajhans Complex, Near Nirmal Childrens Hospital, Ring Road, Surat - 395002, Gujarat, India.			
2.	Name of the Acquirers and PACs	Ms. Sumita Mishra, wife of Ramesh Chandra Mishra aged 50 years, Indian Resident, bearing Permanent Account Number 'DD-GFM0696E' resident at 1204, T-6, Emerald Isle, Powai, Sakli Vihar Road, L&T Gate No.6, Mumbai - 400072, Maharashtra, India. There are no persons acting in concert with the Acquirer 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	Purva Sharegistry (India) Private Limited			
5.	Offer Details				
5.1	Date of Opening of the Offer	Tuesday, July 16, 2024			
5.2	Date of Closing of the Offer	Tuesday, July 30, 2024			
6.	Date of Payment of Consideration	Friday, August 09, 2024			
7.	Details of the Acquisition				
	Particulars	Proposed in the Offer Document (Assuming full acceptance in this Offer)	Actuals		
7.1	Offer Price	₹7.00/-	₹7.00/-		
7.2	Aggregate number of Equity Shares tendered	12,85,908	1		
7.3	Aggregate number of Equity Shares accepted	12,85,908	1		
7.4	Size of the Open Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)	₹90,01,356.00/-	₹7.00/-		
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	Nil	Nil		
7.6	Sale Shares proposed to be acquired by way of Share Purchase Agreement				
a)	Number of Equity Shares	22,48,382	22,48,382		
b)	% of fully diluted Equity Share capital	45.46%	45.46%		
7.7	Equity Shares acquired by way of Offer				
a)	Number of Equity Shares	12,85,908	1		
b)	% of fully diluted Equity Share capital	26.00%	0.00002%		
7.8	Equity Shares acquired after the Detailed Public Statement				
a)	Number of Equity Shares acquired		Nil		
b)	Price of the Equity Shares acquired	Nil	Nil		
c)	% of Equity Shares acquired		Nil		
7.9	Post-Offer shareholding of the Acquirer				
a)	Number of Equity Shares	35,34,290	22,48,383		
b)	% of fully diluted Equity Share capital	71.46%	45.46%		
7.10	Pre-Offer and Post-Offer shareholding of the Public Shareholders (other than the Acquirer)				
	Particulars	Pre-Offer	Post-Offer	Pre-Offer	Post-Offer
a)	Number of Equity Shares	26,97,418	14,11,510	26,97,418	26,97,417
b)	% of fully diluted Equity Share capital	54.54%	28.54%	54.54%	54.54%
8.	The Acquirer accepts full responsibility for the information contained in this Post-Offer Public Announcement and for her obligations specified under SEBI (SAST) Regulations.				
9.	The Acquirer will consummate the Share Purchase Agreement transaction in accordance with the provisions of Regulations 22 (1), and 22 (3) of the SEBI (SAST) Regulations and will make an application for reclassification of herself as the promoter 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 www.sebi.gov.in , BSE Limited at www.bseindia.com and the registered office of the Target Company.				
ISSUED BY MANAGER TO THE OFFER					
SWARAJ					
Swaraj Shares and Securities Private Limited Corporate Identification Number: U51101WB2000PTC092621 Principal Place of Business: Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriot, Andheri East, Mumbai- 400093, Maharashtra, India Contact Person: Pankaj Patil/ Tanmoy Banerjee Contact Number: +91-22-69649999 Email Address: takeover@swarajshares.com Investor grievance Email Address: investor.relations@swarajshares.com SEBI Registration Number: INM00012980 Validity: Permanent					
Date: Monday, August 12, 2024 Place: Mumbai				Sd/- Sumita Mishra Acquirer	