PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENT THERETO FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

RAMGOPAL POLYTEX LIMITED

OPEN OFFER ('OFFER') FOR ACQUISITION OF UPTO **37,70,000 (THIRTY SEVEN LAKH SEVENTY THOUSAND ONLY)** EQUITY SHARES OF FACE VALUE OF INR 10.00 EACH ('**EQUITY SHARE(S)**') REPRESENTING 26.00% OF THE EQUITY SHARE CAPITAL (AS DEFINED BELOW) OF **RAMGOPAL POLYTEX LIMITED** (HEREINAFTER REFERRED AS **'RPL'/'TC'/ 'TARGET COMPANY'**) FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY **MR. PRAVIN KUMAR SHISHODIYA** ('**ACQUIRER 1'**) **AND MR. PUNIT SHISHODIYA** ('**ACQUIRER 2'**) **(**HEREINAFTER COLLECTIVELY REFERRED TO AS **'ACQUIRERS'**)

This Public Announcement ('PA' / 'Public Announcement') is being issued by Corporate Professionals Capital Private Limited ('Manager to the Offer') for and on behalf of Acquirers to the Equity Shareholders of the Target Company ('Public Shareholders') pursuant to, and in compliance with, Regulation 3(1) and Regulation 4 and of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ('SEBI (SAST) Regulations').

For the purpose of this Public Announcement, the following terms have the same meanings as assigned to them below:

a) **'Acquirers'** means and includes Mr. Pravin Kumar Shishodiya and Mr. Punit Shishodiya

b) ‘**Equity Share Capital’** means the total Equity Share Capital of the Target Company i.e. INR 14,50,00,000/- (Indian Rupees Fourteen Crore and Fifty Lakh Only) divided into 1,45,00,000 (One Crore Forty Five Lakh) Equity Shares of face value of INR 10.00 (Indian Rupees Ten only) each of the Target Company.

c) **‘Promoter and Promoter Group’** means the Sellers (as defined below)

d) **‘Public Shareholders’** shall mean all the shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the Acquirers, person acting in concert with the Acquirers, existing members of the promoter and promoter group of the Target Company, person acting in concert with the member of promoter and promoter group and the parties to the SPA (as defined below).

e) **‘Sellers’** means and includes, Mr. Mohanlal Ramgopal Jatia, Mr. Sanjay Mohanlal Jatia, M/s. Mohanlal S Jatia HUF, M/s. J M Trading Corporation, M/s. Ramgopal and Sons, M/s. Kalpana Trading Corporation, Seven Rivers Investments Private Limited (formerly known as ‘Ramgopal Investment and Trading Company Private Limited’) and Ramgopal Synthetics Limited, who are the member of promoter and promoter group of the Target Company, that have entered into the SPA (as defined below) to sell their entire shares constituting 45.46% of the Equity Share Capital of the Target Company.

f) **‘SPA’** means the Share Purchase Agreement entered on July 28, 2026, by the Acquirers to acquire 65,91,796 (Sixty-Five Lakh Ninety-One Thousand Seven Hundred and Ninety-Six) Equity Shares representing 45.46% of the Equity Share Capital of the Target Company from the Sellers at an agreed price of INR 9 /- (Indian Rupees Nine Only) per Equity Share aggregating to INR 5,93,26,164/- (Indian Rupees Five Crore Ninety Three Lakh Twenty-Six Thousand One Hundred and Sixty Four Only)

g) **‘Target Company’ / ‘TC’ / ‘RPL’** means Ramgopal Polytex Limited.

h) ‘**Working Day**’ means any working day of the Securities and Exchange Board of India (“**SEBI**”).

1. OFFER DETAILS

1.1. **Size:** 37,70,000 (Thirty Seven Lakh Seventy Thousand Only) Equity Shares representing 26.00% of the Equity Share Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement and the Detailed Public Statement (the ‘DPS’) and the Letter of Offer (the ‘LOF’) that are proposed to be issued in accordance with the SEBI (SAST) Regulations.

As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended June 30, 2026, the Target Company has disclosed that there are 2,32,500 partly paid up Equity Shares

1.2. **Price/ Consideration:** The Open Offer is made at a price of INR 17.10/- (Indian Rupees Seventeen and One Zero Paisa only) for each Equity Share of Target Company (“**Offer Price**”) *. Assuming full acceptance in the Open Offer, the total consideration payable by the Acquirers under the Open Offer, at the Offer Price will be, INR 6,44,67,000/- (Indian Rupees Six Crore Forty Four Lakh and Sixty Seven Thousand only).

** The Offer Price for partly paid-up Equity Shares will be computed as the difference between the Offer Price and the amount due towards calls-in-arrears including unpaid interest, if any, thereon.*

1.3. **Mode of Payment (Cash/ Security):** The Offer Price will be paid in Cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

1.4. **Type of Offer:** This Open Offer is **Triggered/ Mandatory Offer** made in compliance with Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations pursuant to the execution of the SPA.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)

Acquirers have entered into SPA on July 28, 2026 with the Sellers to acquire 65,91,796 (Sixty Five Lakh Ninety One Thousand Seven Hundred and Ninety Six) Equity Shares representing 45.46% of the Equity Share Capital of the Target Company from the Sellers at an agreed price of INR 9/- (Indian Rupees Nine Only) per Equity Share along with control over the management and affairs of the Target Company which triggered the requirement to make Open Offer under Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations per Equity Share.

Details of Underlying Transaction						
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/ Allotment/ Market Purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for Shares/ Voting Rights (VR) acquired (INR In Crores)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total Equity/ voting Capital*			
Direct	Share Purchase Agreement (as defined in clause (f) of definitions above)	65,91,796 Equity Shares	45.46	5.93	Cash	Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011

**This percentage has been calculated on the basis of Equity Share Capital of the Target Company.*

3. ACQUIRERS

DETAILS	ACQUIRER 1	ACQUIRER 2	Total
Name of Acquirers	Mr. Pravin Kumar Shishodiya	Mr. Punit Shishodiya	2
Residential Address	House No. AG 189, Scheme No. 54, Vijay Nagar, Indore 452010	House No. AG 189, Scheme No. 54, Vijay Nagar, Indore 452010	-
Name(s) of persons in control / promoters of Acquirer	Not Applicable	Not Applicable	-
Name of the Group, if any, to which the Acquirer belongs to	Not Applicable	Not Applicable	-
Pre-Transaction Shareholding • **Number** • **% of Total Share Capital**	Nil	Nil	-
Proposed Shareholding after the acquisition of shares which triggered the Open Offer*	38,50,000 (Thirty-Eight Lakh Fifty Thousand) Equity Shares representing 26.55% of the Equity Share Capital of the Target Company	27,41,796 (Twenty-Seven Lakh Forty-One Thousand Seven Hundred Ninety-Six) Equity Shares representing 18.91% of the Equity Share Capital of the Target Company	65,91,796 (Sixty-Five Lakh Ninety-One Thousand Seven Hundred and Ninety-Six) Equity Shares representing 45.46% of the Equity Share Capital of the Target Company

Any other interest in the TC	None	None	-

4. DETAILS OF SELLING SHAREHOLDERS

Name	Part of Promoter/ Promoter group (Yes/No)	Details of shares/ voting rights held by the selling shareholders			
		Pre - Transaction		Post - Transaction	
		Number	% of Equity Share Capital	Number	% of Equity Share Capital
Mr. Mohanlal Ramgopal Jatia	Yes	12,35,400	8.52	Nil	-
M/s. Mohanlal S Jatia HUF	Yes	27,000	0.19	Nil	-
Mr. Sanjay Mohanlal Jatia	Yes	61,800	0.43	Nil	-
M/s. J M Trading Corporation	Yes	4,55,000	3.14	Nil	-
M/s. Ramgopal and Sons	Yes	2,03,500	1.40	Nil	-
M/s. Kalpana Trading Corporation	Yes	10,64,800	7.34	Nil	-
Seven Rivers Investments Private Limited *(formerly known as 'Ramgopal Investment and Trading Company Private Limited')*	Yes	26,61,296	18.35	Nil	-
Ramgopal Synthetics Limited	Yes	8,83,000	6.09	Nil	-
Total		**65,91,796**	**45.46**	**Nil**	**-**

**The percentage have been calculated on the basis of Equity Share Capital of the Target Company.*

5. TARGET COMPANY

Name	RAMGOPAL POLYTEX LIMITED
CIN	L17110MH1981PLC024145
Exchange where shares are Listed	1. BSE Limited (‘BSE’) 2. Calcutta Stock Exchange Limited (‘CSE’)

6. OTHER DETAILS

6.1. The Detailed Public Statement pursuant to this Public Announcement and which carries all such other information of the Offer including detailed information on the Offer Price, detailed information on the Acquirers, detailed information on the Target Company, detailed reasons for the Offer, statutory approvals for the offer, details of financial arrangement, other terms of the Offer, conditions to the Offer etc. shall be published in all editions of (i) any one English national daily newspaper with wide circulation; (ii) any one Hindi national daily newspaper with wide circulation, (iii) any one local language newspaper where the registered office of the Target Company is situated, since the registered office of the Target Company is in Thane, Maharashtra and the local language of Mumbai is Marathi, hence, it would be published in any Marathi newspaper having circulation near the Registered office of the Target Company and any one regional language daily newspaper at the place of the stock exchange where the shares are listed and where the volume of trading is recoded as maximum during sixty trading days preceding the date of the Public Announcement. i.e., BSE, where the regional language is Marathi. The Detailed Public Statement shall be published on or before August 04, 2026, Tuesday.

6.2. The Acquirers undertakes that they are aware of and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.

6.3. The Acquirers have adequate resources and have made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.

6.4. This offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Regulations and is not a competitive bid in terms of Regulation 20 of the Regulations.

ISSUED ON BEHALF OF ACQUIRERS BY MANAGER TO THE OFFER

CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

D-28, South Extn. Part-1, New Delhi – 110049

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SEBI Regn. No: INM000011435

For and on behalf of Acquirers

Sd/-	**Sd/-**
Pravin Kumar Shishodiya	**Punit Shishodiya**
(Acquirer 1)	**(Acquirer 2)**

Place: New Delhi

Date: July 28, 2026