ANNEXURE I - TENDER FORM FOR ELIGIBLE SHAREHOLDERS HOLDING DEMAT SHARES FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT

Bid Number:		F	BUYBACK OPEN	NS ON:	T	Monda	ay, May 09, 2022
Date:		BUYBACK CLC					ay, May 23, 2022
Suc.			e ibileii ebes		gistrar/ Collecti		.j, 11.uj 20, 2022
		Inwa	rd No.	T	Date		Stamp
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				+			
				Status	(please tick app	nronriate hox)	
			_		oreign Institutio		
		Individua	ıl		oreign Portfolio		Insurance Company
		Foreign (Company		on-Resident Inc		FVCI
		Body Co	rporate	В	ank / Financial	Institution	Pension/ PF
		VCF			artnership/ LLP		Others (specify)
			India Ta	x Reside	ncy Status: (Ple	ase tick appropriate	e box)
		Resident	in India	N	on-Resident in	India	Resident of (Shareholder to fill the country of residence)
Filatex India Limited C/o. MCS Share Transfer Agent Limited F-65, Okhla Industrial Area, Phase – I, New De Telephone: +011-41406148/49/52 Dear Sirs, Sub: Letter of Offer dated April 29, 2022 t Hundred and Forty Only) per Equity Share 1. I/We having read and understood the Lett	o Buyback not exceeding 42, ("Buyback Price"), payable in	n cash ("Buy	back")				· •
out below and in the Letter of Offer.	• ,	•	·		•	·	
2. I / We authorise the Company to Buybar Share.	ck the Equity Shares offered (as mentioned	below) and to iss	sue instru	iction(s) to the I	Registrar to the Buy	back to extinguish the Equity
3. I / We hereby affirm and warrant that the	Equity Shares comprised in the	nis tender / o	ffer are offered for	r Buybac!	k by me / us are	free from all liens,	equitable interest, charges and
encumbrance.	1 7 1			,	Ž		, ,
4. I / We declare and warrant that there are					nich limits / restr	ricts in any manner r	ny / our right to tender Equity
Shares for Buyback and that I / We am / a 1/We agree that the Company will pay the market mechanism. The Eligible Shareho	e Buyback Offer Price only after blders will have to ensure that t	er due verific hey keep the	ation of the validity DP Account active	ty of the c			
rejection or due to the Buyback being on a 6. Eligible Shareholders to whom the Buyba 7. I / We agree that the consideration for the	ick is made are free to tender Ed	quity Shares	to the extent of the				
SEBI. 8. I/We agree that the excess demat Shares and circulars issued by SEBI.	or unaccepted demat Shares, if	f any, tendere	ed would be returned	ed to the	Eligible Shareho	older as per the prov	rision of Buyback Regulations
9. I/We undertake to return to the Company							
10. I / We undertake to execute any further do any decision that may be taken by the Cor							
11. Details of Equity Shares held and tendered	1 2	accordance	with the Companie	5 ACI, 20	13 and rules mad	de inereunder and inc	e Buyback Regulations.
Jetans of Squary Shares here and tendere	ar onerea for Bayeauan oner.		In Figures		In Words		
Number of Equity Shares held as on Re	cord Date (Friday, April 08, 20	022)	U				
Number of Equity Shares entitled for B							
Number of Equity Shares offered for B	uyback (including Additional S	Shares, if					
any)							
Note: An Eligible Shareholder may tender Equity S. Shareholder shall be accepted to the full extent. The 19.7 and 19.8 of the Letter of Offer. Equity Shares to purpose of Acceptance.	Equity Shares tendered by any Eligibl	le Shareholder o	ver and above the Buyb	back Entitle	ment of such Eligible	e Shareholder shall be ac	cepted in accordance with Paragraph
		Tear a	long this line				
			g				
	ACKNOWLEDGEMENT SLI		NDIA LIMITED – BU Shareholder) (subject t				
	(10 de jules	a oy me Engible	Similariomer) (subject t	w verywaii	on)		
Folio No./DPID:		Client ID:					
Received from Shri./Smt.							
Form of Acceptance-cum-Acknowledgement, Original	ΓRS along with:						
No. of Equity Shares offered for Buyback (In		(In Words)					
Figures) STAMP OF BROKER	<u> </u>		<u> </u>				

12. Details of Account with Depository Participant (DP):

Name of the Depository (tick whichever is applicable)	NSDL	CDSL
Name of the Depository Participant		
DP ID No.		
Client ID with the Depository Participant		

13. Equity Shareholders Details:

	First/Sole Holder	Joint Holder 1	Joint Holder 2	Joint Holder 3
Full Name(s) of the Shareholder(s)				
Signature(s)*				
PAN No.				
Address of the Sole/First Equity Shareholder				
Telephone No. / Email ID of the Sole/First Equity Shareholder				

^{*}Corporate must affix rubber stamp and sign under valid authority. The relevant corporate authorization should be enclosed with the application form submitted.

Applicable for all Non-resident Shareholders-

- Î / We undertake to pay income taxes in India on any income arising on such Buyback in accordance with prevailing income tax laws in India within 7th day of the succeeding month in which the Equity Shares are bought back by the Company. I / We also undertake to indemnify the Company against any income tax liability on any income earned on such Buyback of shares by me /us.
- I/We, being a Non-Resident Shareholder, agree to obtain and submit all necessary approvals, if any and to the extent required from the concerned authorities including approvals from the RBI under FEMA and any other the rules and regulations, for tendering Equity Shares in the Buyback, and also under take to comply with the reporting requirements, if applicable, and any other rules, regulations and guidelines, in regard to remittance of funds outside India.

INSTRUCTIONS

This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender / Offer Form

- 1. This Buyback offer will open on Monday, May 09, 2022 and close on Monday, May 23, 2022.
- 2. The Equity Shares tendered in the Buyback shall be rejected if (i) the tenderer is not a Eligible Shareholder of the Company as on the Record Date; or (ii) if there is a name mismatch in the demat account of the Shareholder
- 3. Eligible Shareholder is required to transfer the Equity Shares under the Buyback Offer to Clearing Corporation, by using the settlement number through the early pay-in mechanism of depositories. This shall be validated by the Shareholder Broker at the time of order/bid entry. The details of the settlement number for the Buyback will be provided in a separate circular which shall be issued at the time of issue opening by Clearing Corporation/NSE.
- 4. The Eligible Shareholders will have to ensure that they keep the DP Account active and unblocked to receive credit in case of return of Equity Shares due to rejection or partial acceptance. Excess demat Equity Shares or unaccepted demat Equity Shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Shareholder Broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess demat Shares or unaccepted demat Shares, if any, will be returned to the respective custodian participant.
- 5. The Tender Form and TRS is not required to be submitted to the Company, Manager or the Registrar. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted for the Eligible Shareholders holding Equity Shares in demat form.
- 6. For the procedure to be followed by Eligible Shareholders for tendering in the Buyback, please refer to "Procedure for Tender Offer and Settlement" on page 50 of the Letter of Offer.
- 7. In case of non-receipt of the Letter of Offer, Eligible Shareholders holding Equity Shares may participate in the offer by providing their application in plain paper in writing signed by such Eligible Shareholder, stating the name of the Eligible Shareholder, address of the Equity Shareholder, number of Equity Shares held, Client ID number, DP name, DP ID number and number of Equity Shares tendered. Eligible Shareholders have to ensure that their bid is entered in the electronic platform to be made available by the NSE before the closure of the Buyback.
- 8. In case any registered entity has merged with another entity and the merger has been approved and has come into effect but the process of getting the successor company as the registered shareholder is still incomplete, then such entity along with the Tender Form, shall file a copy of the following documents: (i) approval from the appropriate authority for such merger, (ii) the scheme of merger, and (iii) the requisite form filed with MCA intimating the merger.
- 9. Eligible Shareholders to whom the Buyback offer is made are free to tender Equity Shares to the extent of their Buyback Entitlement in whole or in part or in excess of their Buyback Entitlement, but not exceeding their holding as on the Record Date.
- 10. All documents sent by Eligible Shareholders will be at their own risk. Eligible Shareholders are advised to safeguard adequately their interests in this regard.
- 11. By agreeing to participate in the Buy-back the Non-resident Shareholders give the Company the unconditional and irrevocable authority and power to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reporting's, if required, including FC-TRS form, if necessary and undertake to provide assistance to the Company for such regulatory reporting, if required by the Company.
- 12. Non-Resident Shareholders must obtain all approvals required to tender the Equity Shares held by them in this Buyback (including without limitation the approval from the RBI).
- 13. Eligible Sellers have to fill up the EVENT number issued by the depository in the column for settlement details along with the market type as "Buyback", ISIN Quantity of shares and CM BP ID of broker and execution date in the Delivery Instruction Slips (DIS) so that Equity Shares can be tendered in the Buyback.
- 14. For the Eligible Shareholders holding Equity Shares in demat form, the Tender Form and TRS are not required to be submitted to the Company, Manager or the Registrar. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted for the Eligible Shareholders holding Equity Shares in demat form.

All capitalized items shall have the meaning ascribed to them in the Letter o	Offer.
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ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUYBACK, IF ANY, SHOULD BE ADDRESSED TO REGISTRAR TO THE BUYBACK AT THE FOLLOWING ADDRESS QUOTING YOUR CLIENT ID AND DP ID:

Investor Service Centre,
FILATEX INDIA LIMITED -BUYBACK OFFER - 2022
MCS SHARE TRANSFER AGENT LIMITED

Address: F-65, Okhla Industrial Area, Phase – I, New Delhi, Delhi – 110020, India

Contact Person: Mr. Amarjit

Telephone: +011-41406148/49/52; Email: admin@mcsregistrars.com; Website: www.mcsregistrars.com SEBI Registration No.: INR000004108; Corporate Identity Number: U67120WB2011PLC165872

FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT (FOR EQUITY SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM)

Bid Number: Date:

BUYBACK OPENS ON:		Monday, May 09, 2022			
BUYBACK CLOSES ON:			Monday, May 23, 2022		
		For Registrar/ Collec	ction Center use		
	Inward No.	Da	te	Stamp	
		Status (please tick a	ppropriate box)		
Individual Foreign Institution Foreign Portfolio			Insurance Company		
	Foreign Company	Non-Resident Ir	ndian / OCB	FVCI	
	Body Corporate	Bank / Financia	1 Institution	Pension/ PF	
	VCF	Partnership/ LL	P	Others (specify)	
	India Tax	Residency Status: (Pl	lease tick appropriate b	ox)	
Resident in India Non-Resident in		ı India	Resident of		

To, The Board of Directors Filatex India Limited

C/o. MCS Share Transfer Agent Limited

F-65, Okhla Industrial Area, Phase – I, New Delhi, Delhi – 110020, India

Telephone: +011-41406148/49/52

Dear Sirs,

Sub: Letter of Offer dated April 29, 2022 to Buyback not exceeding 42,50,000 Equity Shares of Filatex India Limited (the "Company") at a price of ₹ 140/-(Rupees One Hundred and Forty Only) per Equity Share ("Maximum Buyback Price"), payable in cash ("Buyback")

- 1. I/We having read and understood the Letter of Offer dated April 29, 2022 hereby tender / offer my / our Equity Shares in response to the Buyback on the terms and conditions set out below and in the Letter of Offer.
- 2. I / We authorise the Company to Buyback the Equity Shares offered (as mentioned below) and to issue instruction(s) to the Registrar to the Buyback to extinguish the Equity Share.
- 3. I / We hereby affirm and warrant that the Equity Shares comprised in this tender / offer are offered for Buyback by me / us are free from all liens, equitable interest, charges and encumbrance.
- 4. I/We declare and warrant that there are no restraints / injunctions or other order(s)/ covenants of any nature which limits / restricts in any manner my / our right to tender Equity Shares for Buyback and that I/We am / are legally entitled to tender/ offer the Equity Shares for the Buyback.
- 5. I/We agree that the Company will pay the Buyback Offer Price only after due verification of the validity of the documents and that the consideration will be paid as per secondary market mechanism.
- 6. Eligible Shareholders to whom the Buyback is made are free to tender Equity Shares to the extent of their Buyback Entitlement in whole or in part or in excess of their entitlement.
- 7. I / We agree that the consideration for the accepted Equity Shares will be paid to the Eligible Shareholder as per the provisions of Buyback Regulations and circulars issued by SEBI.
- 8. I/ We agree that the Company is not obliged to accept any Equity Shares offered for Buyback where loss of share certificates has been notified to the Company.
- 9. I/We undertake to return to the Company any Buyback consideration that may be wrong fully received by me/us.
- 10. I / We undertake to execute any further documents and give any further assurances that may be required or expedient to give effect to my / our tender/ offer and agree to abide by any decision that may be taken by the Company to effect the Buyback in accordance with the Companies Act, 2013 and rules made thereunder and the Buyback Regulations.
- 11. Details of Equity Shares held and tendered / offered for Buyback Offer:

	In Figures	In Words
Number of Equity Shares held as on Record Date (Friday, April 08, 2022)		
Number of Equity Shares entitled for Buyback (Buyback Entitlement)		
Number of Equity Shares offered for Buyback (including Additional Shares,		
if any)		

Note: An Eligible Shareholder may tender Equity Shares over and above his / her Buyback Entitlement. Number of Equity Shares validly tendered by any Eligible Shareholder up to the Buyback Entitlement of such Eligible Shareholder shall be accepted to the full extent. The Equity Shares tendered by any Eligible Shareholder over and above the Buyback Entitlement of such Eligible Shareholder over and above the Buyback Entitlement of such Eligible Shareholder over and above the number of Equity Shares tendered by any Eligible Shareholder over and above the number of Equity Shares held by such Eligible Shareholder as on the Record Date shall not be considered for the purpose of Acceptance.

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ACKNOWLEDGEMENT SLIP: FILATEX INDIA LIMITED – BUYBACK OFFER - 2022

(To be filled by the Eligible Shareholder) (subject to verification)

Folio No.:						
Received from Shri/Smt.						
Form of Acceptance-cum-Acknowledgement, Origin	Form of Acceptance-cum-Acknowledgement, Original TRS along with:					
No. of Equity Shares offered for Buyback (In Figures)		(In Words)				
STAMP OF BROKER						

C., N., E.E. N.		GL G 4'C' 4 N	Distinct	N	
Sr. No.	Folio No.	Share Certificate No.	From	To	No. of Shares
1.					
2.					
3.					
4.					
Total					

In case the number of folios and Equity Share certificates enclosed exceed four, please attach a separate sheet giving details in the same format as above.

13. Details of other documents (Please √ as appropriate, if applicable) enclosed:

Power of Attorney – Filatex India Limited	Previous RBI approvals for acquiring the Equity Shares of Filatex India Limited tendered in the Buyback
Corporate authorizations	Death Certificate
Succession Certificate	Self-attested copy of Permanent Account Number (PAN Card)
TRS	Others (please specify):

14. Details of the bank account of the sole or first Shareholder to be incorporated in the consideration warrant (to be mandatorily filled):

Name of the Bank	Branch and City	IFSC and MICR Code	Account Number (indicate type of account)

15. Equity Shareholders Details:

	First/Sole Holder	Joint Holder 1	Joint Holder 2	Joint Holder 3
Full Name(s) of the Shareholder(s)				
Signature(s)*				
PAN No.				
Address of the Sole/First Equity Shareholder				
Telephone No. / Email ID of the Sole/First Equity Shareholder				

^{*} Corporate must affix rubber stamp and sign under valid authority. The relevant corporate authorization should be enclosed with the application from submitted.

Applicable for all Non- resident Shareholders-

- I / We undertake to pay income taxes in India on any income arising on such Buyback in accordance with prevailing income tax laws in India within 7th day of the succeeding month in which the Equity Shares are bought back by the Company. I / We also undertake to indemnify the Company against any income tax liability on any income earned on such Buyback of shares by me /us.
- I/We, being a Non-Resident Shareholder, agree to obtain and submit all necessary approvals, if any and to the extent required from the concerned authorities including approvals from the RBI under FEMA and any other rules and regulations, for tendering Equity Shares in the Buyback, and also undertake to comply with the reporting requirements, if applicable, and any other rules, regulations and guidelines, in regard to remittance of funds outside India.

INSTRUCTIONS

- This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender / Offer Form
 - 1. This Buyback offer will open on Monday, May 09, 2022 and close on Monday, May 23, 2022.
 - 2.Eligible Shareholders who wish to tender their Equity Shares in response to this Buyback should submit the following documents to their Shareholder Broker. The Eligible Shareholders / Shareholder Broker in turn would deliver the said documents along with the Transaction Registration Slip (TRS) to the Registrar; the documents should be sent to the Registrar only after the placement of a valid bid; non-submission of the below mentioned documents by 05:00 PM on Monday, May 23, 2022 directly to the Registrar shall result in the rejection of the tendered Equity Shares: (i) the Tender Form duly signed (by all Equity Shareholders in case shares are in joint names) in the same order in which they hold the Equity Shares; (ii) original share certificates; (iii) valid share transfer form(s) (Form SH-4) duly filled and signed by the transferors (i.e. by all registered Shareholders in same order and as per the specimen signatures registered with the Company/Registrar) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company; (iv) self-attested copy of the Shareholder's PAN Card; (v) any other relevant documents such as (but not limited to (a) duly attested Power of Attorney if any person other than the Equity Shareholder has signed the relevant Tender Form; (b) notarized copy of death certificate and succession certificate or probated will, as applicable, if the original Shareholder has deceased; and (c) necessary corporate authorizations, such as board resolutions etc., in case of companies); (vi) In addition to the above, if the address of the Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.
- 3. Eligible Shareholders to whom the Buyback is made are free to tender Equity Shares to the extent of their entitlement in whole or in part or in excess of their entitlement, but not exceeding the number of Shares held by them as on Record Date.
- 4. Eligible Shareholders should also provide all relevant documents in addition to the above documents, which include but are not limited to: (i) Duly attested power of attorney registered with the Registrar, if any person other than the Eligible Shareholder has signed the relevant Tender Form; (ii) Duly attested death certificate / succession certificate in case any Eligible Shareholder is deceased; and (iii) Necessary corporate authorisations, such as Board Resolutions etc., in case of companies.
 - 5.In case of non-receipt of the Letter of Offer, Eligible Shareholders holding Equity Shares may participate in the offer by providing their application in plain paper in writing signed by all Eligible Shareholders (in case of joint holding), stating name, address, folio number, number of Equity Shares held, Equity Share certificate number, number of Equity Shares tendered for the Buyback and the distinctive numbers thereof, enclosing the original Equity Share certificate(s), copy of Eligible Shareholder's PAN card(s) and executed share transfer form in favour of the Company. Eligible Shareholders must ensure that the Tender Form, along with the TRS and requisite documents, reach the Registrar to the Buyback latest by 05:00 PM on Monday, May 23, 2022.
- 6. In case any registered entity that has merged with another entity and the merger has been approved and has come into effect but the process of getting the successor company as the registered shareholder is still incomplete, then such entity along with the Tender Form should file a copy of the following documents: (i) Approval from the appropriate authority for such merger; (ii) the scheme of merger; and (iii) the requisite form filed with MCA intimating the merger.
- Eligible Shareholders to whom the Buyback offer is made are free to tender Equity Shares to the extent of their Buyback Entitlement in whole or in part or in excess of their Buyback Entitlement, but not exceeding their holding as on the Record Date.
- 8. All documents sent by Eligible Shareholders will be at their own risk. Eligible Shareholders are advised to safeguard adequately their interests in this regard.
- 9. All documents as mentioned above, shall be enclosed with the valid Tender Form, otherwise the Equity Shares tendered will be liable for rejection. The Equity Shares shall be liable for rejection on the following grounds amongst others: (i) If there is any other company's equity share certificate enclosed with the Tender Form instead of the Equity Share certificate of the Company; (ii) If the transmission of Equity Shares is not completed, and the Equity Shares are not in the name of the Eligible Shareholder; (iii) If the Eligible Shareholders tender Equity Shares but the Registrar does not receive the Equity Share certificate; (iv) In case the signature on the Tender Form and Form SH 4 doesn't match as per the specimen signature recorded with Company/Registrar.
- 10. The Equity Shares tendered in the buyback shall be rejected if (i) the Shareholder is not a Eligible Shareholder of the Company on the Record Date; (ii) if there is a name mismatch in the share certificate of the Shareholder; or (iii) the documents mentioned in the Tender Form for Eligible Shareholders holding Equity Shares in physical form are not received by the Registrar on or before the close of business hours of Monday, May 23, 2022 by 05:00 PM.
- 11. By agreeing to participate in the Buy-back the Non-resident Shareholders give the Company the unconditional and irrevocable authority and power to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reportings, if required, including FC-TRS form, if necessary and undertake to provide assistance to the Company for such regulatory reporting, if required by the Company.
- 12. Non-Resident Shareholders must obtain all approvals required to tender the Equity Shares held by them in this Buyback (including without limitation the approval from the RBI).
- 13. All capitalised items shall have the meaning ascribed to them in the Letter of Offer.

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ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUYBACK, IF ANY, SHOULD BE ADDRESSED TO REGISTRAR TO THE BUYBACK AT THE FOLLOWING ADDRESS QUOTING YOUR CLIENT ID AND DP ID:

Investor Service Centre,

FILATEX INDIA LIMITED –BUYBACK OFFER – 2022 MCS SHARE TRANSFER AGENT LIMITED Address: F-65, Okhla Industrial Area, Phase – I, New Delhi, Delhi – 110020, India Contact Person: Mr. Amarjit

 $\textbf{Telephone:} + 011 - 41406148/49/52; \textbf{Email:} \underline{admin@mcsregistrars.com}; \textbf{Website:} \underline{www.mcsregistrars.com}$ SEBI Registration No.: INR000004108; Corporate Identity Number: U67120WB2011PLC165872