8.3.13. Nouvelle Securities Private Limited

No. of Equity Face Value Consideration



# FILATEX INDIA LIMITED

CIN: L17119DN1990PLC000091

Registered Office: Survey No. 274, Demni Road,
Dadra, Union Territory of Dadra and Nagar Haveli – 396193

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Toda (2000-2000-3), 2000-1 (PAX, 2000-2000-3), 2000-34 Angeria House 43, Community Centre, New Friends Colony, New Delhi – 110025 Phone: 011-26312503, 26848633/44, Fax: 011-26849915 Website: www.filatex.com E-mail: secretarial@filatex.com Company Secretary & Compliance Officer: Mr. Raman Kumar Jha

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF FILATEX INDIA LIMITED FOR THE BUYBACK OF EQUIT SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED. his Public Announcement (the "Public Announcement") is being made pursuant to the provision:

of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities)
Regulations, 2018, as amended (the "Buyback Regulations") for the time being in force including any statutory modifications from time to time and contains the disclosures as specified in

Schedule II of the Buyback Regulations.

OFFER FOR BUYBACK OF UPTO 42,50,000 (FORTY-TWO LAKH AND FIFTY THOUSAND) FULLY PAID-UP EQUITY SHARES OF FILATEX INDIA LIMITED ("THE COMPANY") OF FACE VALUE OF RS.2/- (RUPEES TWO ONLY) EACH ("EQUITY SHARES") AT A PRICE OF RS.140/- (RUPEES ONE RS.2.F. (RUPEES INFO ONLY) EACH ("EQUITY SHARES") AT A PRICE OF RS.140F (RUPEES ONE HUNDRED AND FORTY ONLY) PER EQUITY SHARE FOR AN AGGREGATE AMOUNT NOT EXCEEDING RS. 59,50,00,000F. (RUPEES FIFTY-NINE CRORE AND FIFTY LAKH ONLY) ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER PROCESS.

certain figures contained in this Public Announcement, including financial information, have been subject or ounding off adjustments. All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) ne sum of the numbers in a column or row in certain tables may not conform exactly to the total figure give

### DETAILS OF THE BUYBACK OFFER AND OFFER PRICE

The Board of Directors of Filatex India Limited (the "Company") (hereinafter referred to as the "Board", which expression shall include any committee constituted and authorized by the Board to exercise its powers), at their meeting held on Tuesday, March 29, 2022 (the "Board Meeting"), has pursuant to the provisions of Article 13 of the Articles of Association of the Company, Sections 68, 69. 70 and 179 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, and in compliance with the Buyback Regulations and subject to such approvals of statutory, regulatory or government authorities as may be required under applicable laws, approved the buyback of upto 42,50,000 (Forty-Two Lakh and Fifty Thousand) Fully Paid-up Equity Shares representing upto 1.89% of the total existing paid-up Equity Share Capital of the Company at a price of Rs. 140/- (Rupees One Hundred and Forty Only) per Equity Share ("Buyback Price") payable in cash for an aggregate amount not exceeding Rs. 59,50.00.000/- (Rupees Fifty Nine Crore and Fifty Lakh Only) ("Buyback Offer Size"), which is 8.63% of the aggregate of the fully paid-up Equity Share 7.2. Capital and free reserves of the Company as per the latest audited Financial Statements as at March 31, 2021 on a proportionate basis through the "Tender Offer" route as prescribed under the Buyback Regulations, from all of the shareholders of the Company who hold Equity Shares as on the Record Date (as defined below) ("Buyback").

and free reserves as per the latest audited Financial Statements of the Company for the financial year ended March 31, 2021 and hence, is within the statutory limits under the Board of Directors approval route as per Regulation 5 of Buyback Regulations and as per the applicable provisions of the Companies Act. The Company has not done any Buyback of shares since incorporation. Further, the total number of Equity Shares proposed to be bought back by the Company shall be within the limit of 25% of the existing total paid-up Equity Share capital as per the relevant provisions of the Companies Act and the Buyback Regulations.

3. The Buyback Offer Size does not include any transaction costs viz. brokerage, applicable taxes such as Buyback tax ("Buyback Tax"), securities transaction tax, GST, stamp duty, expenses incurred or to be incurred for the Buyback like filing fees payable to Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc. Buyback Tax does not form part of the Buyback Size.

 The Equity Shares of the Company are listed and traded on the National Stock Exchange of India Limited (the "NSE") and BSE Limited (the "BSE") (hereinafter collectively referred to as the "Stock Exchanges") 5. In addition to the regulations/statutes referred to in paragraph 1.1 above, the Buyback is also in

accordance with the Companies (Management and Administration) Rules, 2014, to the extent applicable and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Buyback shall be undertaken on a proportionate basis from the equity shareholders of the Company as on the Record Date (as defined below) ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations. Additionally, the Buyback shall be, subject to applicable laws, implemented by tendering of Equity Shares by Eligible Shareholders and settlement of the same through the stock exchange mechanism as specified by SEBI in its circular bearing reference number CIR/ CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the circular bearing reference number CFD/DCR2/ CIR/P/2016/131 dated December 9, 2016 and circular bearing reference number SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, as amended from time to time ("SEBI Circulars"). In this regard, the Company will request National Stock Exchange of India Limited "NSE" to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, NSE will be the Designated Stock Exchange.

Participation in the Buyback by Eligible Shareholders may trigger tax on distributed income to such shareholders (Buyback Tax) in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income-tax Act, 1961 read with any applicable rules framed thereunder. Consequently, any income received by Eligible Shareholders pursuant to the Buyback of shares is exempt and hence not includable in the total taxable income of such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. Participation in the Buyback by non-resident Eligible Shareholders may trigger capital gains tax in the hands of such shareholders in their country of residence. In due course, the Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

In terms of the Buyback Regulations, under Tender Offer route, promoters and promoter group ("Promoter") as defined in clause (s) and clause (t) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 have the option to participate in a buyback offer. Accordingly, Promoters of the Company have informed the Company regarding their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 8 of this Public Announcement. 8. A copy of this Public Announcement is available on the website of Company at www.filatex.com and at

the website of Corporate Professionals Capital Private Limited ("Manager to the Buyback Offer") at www.corporateprofessionals.com and will also be available on the website of SEBI at www.sebi.gov.in during the period of Buyback and on the website of the Stock Exchanges at www.bseindia.com and

## NECESSITY OF THE BUYBACK

The current Buyback is a capital allocation decision taken with the objective of seeking a fairer valuation of the Company's stock while improving the Company's Return on Equity and increasing shareholder value in the longer term. In addition to distribution of surplus cash to the members holding equity shares value in the longer term. In adultion to distribution is supplied scale to the members houring equity shares broadly in proportion to their shareholding, it will enhance the overall return to shareholders and help in a account the strategic and operational cash needs of the Company in the medium term and thereby returning surplus funds to the equity shareholders, which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost efficient manner. The Buyback is being undertaken for the following reasons:

The Buyback will help the Company to distribute surplus cash to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to

2.2. The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of upto 15% of the Buyback Size for small shareholders. The Company believes that this reservation of upto 15% for small shareholders would benefit a large number of public shareholders, who would get classified as "Small Shareholders" as defined in the Buyback Regulations:

2.3. The Buyback would help in improving financial ratios like earnings per share and return on equity, by reducing the equity base of the Company; and 2.4. The Buyback gives an option to the Eligible Sellers to either choose to participate in the Buyback and

participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment as a result of decrease in the paid-up Equity MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE

#### TOTAL PAID UP CAPITAL AND FREE RESERVES The maximum amount required for Buyback will not exceed Rs. 59.50.00.000/- (Rupees Fifty Nine

Crore and Fifty Lakh Only), excluding transaction costs viz. brokerage, applicable taxes such as Buyback tax, securities transaction tax, GST, stamp duty, expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc

expenses, printing and dispatch expenses and other including and related expenses, etc... The maximum amount mentioned aforesaid represents 8.63% of the aggregate of the fully paid-up. Equity Share capital and free reserves as per the latest audited Financial Statements of the Company, as at March 31, 2021, which is within the prescribed limit of 10% as required under the provisions of the Buyback Regulations and the Companies Act. The funds for the implementation of the proposed Buyback will be sourced out of the Free Reserves,

Securities Premium Account or such other source as may be permitted by the Buyback Regulations or the Companies Act. Therefore, the Company shall transfer from its free reserves and surplus, a sum equal to the nominal value of the equity shares so bought back to the Capital Redemption Re Account and details of such transfer shall be disclosed in its subsequent financial statements. quent financial statements BUYBACK PRICE AND BASIS OF DETERMINING THE BUYBACK PRICE

The Equity Shares of the Company are proposed to be bought back at a price of Rs. 140/- (Rupees One Hundred and Forty Only) per Equity Share ("Buyback Price"). The said Buyback Price has been arrived at after considering various factors, including but not limited to the trends in the Volume Weighted Average Prices and closing price of the Equity Shares on NSE where the maximum volume of trading in the Equity Shares was recorded on the date of Intimation of Board Meeting for authorization of Buyback Offer and impact on other financial parameters and the possible impact of Buyback on the earnings per share. The Buyback Price represents a premium of 9.16% over the closing market price of the Equity

nares as on the date of intimation of the Board Meeting i.e., March 23, 2022 for considering the

4.2. The Buyback Price represents a premium of 14.61% over the average of Volume Weighted Average Price of the Equity Shares for two weeks preceding the date of intimation i.e., March 23, 2022 to the Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.

4.3. The Buyback Price represents a premium of 17.68% over the average of Volume Weighted verage Price of the Equity Shares on the NSE for two months preceding the date of intimation e.,March 23, 2022 to the Stock Exchanges of the Board Meeting to consider the proposal of the

## MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback upto 42,50,000 (Forty-Two Lakh and Fifty Thousand) fully paid-up Equity Shares of face value of Rs. 2/- (Rupees Two Only) each, which represents 1.89% of the existing the existing the control of the existing thetotal number of Equity Shares of the Company

METHOD TO BE ADOPTED FOR THE BUY BACK

The method to be adopted for the purpose of Buy Back shall be the tender offer route through stock exchange mechanism as prescribed under the Buyback Regulations and circulars issued thereunder including the "Mechanism for acquisition of shares through stock exchange" notified by SEBI Circulars or such other mechanism, for the Buy Back through tender offer route, as may be applic
DETAILS OF HOLDING AND TRANSACTIONS IN THE SHARES OF THE COMPANY

The aggregate shareholding of (i) Promoter and Promoter Group of the Company ("Promoter and Promoter Group") and persons in control, (ii) Directors of companies which are a part of the Promoter and Promoter Group and (iii) Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting i.e., March 29, 2022, are as follows:

7.1.1. Aggregate shareholding of the Promoter and Promoter Group and persons who are in control as on the date of the Board Meeting Le. March 29, 2022.

| S.  | Name of                                       | No. of                   | Percentage |  |
|---|---|--------------------------|------------|--|
| No.   | Shareholders                                  | Shares held              | of Holding |  |
| 1   | Mr. Madhu Sudhan Bhageria                     | 1,93,11,799              | 8.57       |  |
| 2   | Ms. Anu Bhageria                              | 58,19,000                | 2.58       |  |
| 3   | Mr. Purrshottam Bhaggeria                     | 2,17,36,798              | 9.65       |  |
| 4   | Ms. Shefali Bhageria #                        | 44,08,202                | 1.96       |  |
| 5   | Mr. Madhav Bhageria                           | 2,19,24,798              | 9.73       |  |
| 6   | Ms. Gunjan Bhageria #                         | 48,75,202                | 2.16       |  |
| 7   | Ms. Vrinda Bhageria #                         | 55,69,201                | 2.47       |  |
| 8   | Mr. Yaduraj Bhageria                          | 24,75,000                | 1.10       |  |
| 9   | Mr. Vedansh Bhageria                          | 39,00,000                | 1.73       |  |
| 10  | Ms. Stuti Bhageria                            | Stuti Bhageria 20,80,000 |            |  |
| 11  | Azimuth Investments Ltd. #                    | 1,86,50,000              | 8.28       |  |
| 12  | SMC Yarns Pvt. Ltd.                           | 10,22,500                | 0.45       |  |
| 13  | Nouvelle Securities Pvt. Ltd. #               | 1,26,06,901              | 5.60       |  |
| 14  | Fabiola Farms & Dairy Products Pvt. Ltd.      | 2,33,500                 | 0.10       |  |
| 15  | Janus Infrastructure Projects Private Limited | 1,40,21,035              | 6.22       |  |
| 16  | Fargo Estates Private Limited                 | 82,00,000                | 3.64       |  |
| Total 14,68,33,936 65.18  |   |                          |            |  |
| # Out of their respective holdings, following number of Equity shares are under lock in as under: |   |                          |            |  |
| S. Name of Number of Equity Number of Equity  |   |                          |            |  |

| S.<br>No. | Name of<br>Shareholders       | Number of Equity<br>Shares locked-in upto<br>15.04.2022 | Number of Equity<br>Shares locked-in upto<br>15.10.2024 |
|-----------|-------------------------------|---|---|
|           | Ms. Shefali Bhageria          | 43,38,500   | 69,702  |
| 2         | Ms. Gunjan Bhageria           | 47,03,474   | 1,71,728  |
| 3         | Ms. Vrinda Bhageria           | 55,00,000   | 69,201  |
| 4         | Azimuth Investments Ltd.      | 1,73,49,082   | 13,00,918   |
| 5         | Nouvelle Securities Pvt. Ltd. | 1,73,49,082   | 11,88,451   |
|           | Total                         | 4,92,40,138   | 28,00,000   |

**7.1.2.** Aggregate shareholding of the Directors of such companies which are a part of the Promoter and Promoter Group, as on the date of the Board Meeting, i.e., March 29, 2022:

| Azımutn I                    | nvestments Ltd            |                    |                       |  |  |
|------------------------------|---------------------------|--------------------|-----------------------|--|--|
| S. No.                       | Name of Directors         | No. of Shares held | Percentage of Holding |  |  |
| 1                            | Mr. Madhu Sudhan Bhageria | 1,93,11,799        | 8.57                  |  |  |
| 2                            | Mr. Jitender Kumar        | 5,000              | 0.002                 |  |  |
| 3                            | Mr. Bhola Dutt Bhatt      | 2,600              | 0.001                 |  |  |
| SMC Yarns Pvt. Ltd.          |                           |                    |                       |  |  |
| S. No.                       | Name of Directors         | No. of Shares held | Percentage of Holding |  |  |
| 1                            | Mr. Madhu Sudhan Bhageria | 1,93,11,799        | 8.57                  |  |  |
| 2                            | Mr. Charley Jacob         | -                  | -                     |  |  |
| louvelle Securities Pvt. Ltd |                           |                    |                       |  |  |
| C N-                         | N. CD: C                  | N. (0)             | D ( (11.11)           |  |  |

| abiola i arinis a ban y i roducis i vi. Eta. |                                    |                    |                       |  |  |
|--|------------------------------------|--------------------|-----------------------|--|--|
| S. No.                                       | Name of Directors                  | No. of Shares held | Percentage of Holding |  |  |
| 1  | Mr. Madhav Bhageria                | 2,19,24,798        | 9.73                  |  |  |
| 2  | Ms. Hemlata Agrawal                | 1,10,000           | 0.05                  |  |  |
| lanus Infr                                   | astructure Projects Private Limite | d                  |                       |  |  |
| S. No.                                       | Name of Directors                  | No. of Shares held | Percentage of Holding |  |  |
| 1  | Mr. Jitender Kumar                 | 5,000              | 0.002                 |  |  |

| S. No.   | Name of Directors    | No. of Shares held | Percentage of Holding |
|----------|----------------------|--------------------|-----------------------|
| 1        | Mr. Jitender Kumar   | 5,000              | 0.002                 |
| 2        | Mr. Bhola Dutt Bhatt | 2,600              | 0.001                 |
| argo Est | ates Private Limited |                    |                       |
| S. No.   | Name of Directors    | No. of Shares held | Percentage of Holding |

Mr. Purrshottam Bhaggeria Mr. Jitender Kumar 7.1.3. Aggregate shareholding of the Directors and Key Managerial Personnel of the Company as or

| S.  | Name of                      | Designation                     | No. of        | Percentage     |
|-----|------------------------------|---------------------------------|---------------|----------------|
| No. | Shareholders                 |                                 | Shares held   | of Holding     |
| 1.  | Mr. Madhu Sudhan Bhageria    | Chairman and Managing Director  | 1,93,11,799   | 8.57           |
| 2.  | Mr. Purrshottam Bhaggeria    | Joint Managing Director         | 2,17,36,798   | 9.65           |
| 3.  | Mr. Madhav Bhageria          | Joint Managing Director & CFO   | 2,19,24,798   | 9.73           |
| 4.  | Mr. Ashok Chauhan            | Whole-time Director             | 2,50,000      | 0.11           |
| 5.  | Mr. Suraj Parkash Setia      | Independent Director            | 100           | Negligible     |
| 6.  | Mr. Swarup Chandra Parija    | Independent Director            | -             | -              |
| 7.  | Mr. Brij Behari Tandon       | Independent Director            | -             | -              |
| 8.  | Ms. Pallavi Joshi Bakhru     | Independent Director            | -             | -              |
| 9.  | Mr. Raman Kumar Jha          | Company Secretary               | 20,879        | 0.01           |
|     | agregate shares nurchased or | sold by the Promoter and Promot | er Group ners | ons in control |

Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved, i.e., March 29, 2022: 7.2.1. Aggregate of shares purchased or sold by the Promoter and Promoter Group and persons who are in

ectors of such companies which are a part of the Promoter and Promoter Group and Directors and

The Buyback Offer Size is not exceeding 10% of the aggregate of the fully paid-up Equity Share capital 7.2.2. Aggregate shares purchased or sold by the Directors of such companies which are part of the

|      |          | ter and Promoter  |                  | Matura of     | Massimosom    | Data of    | Minimo    | Data of    |
|------|----------|-------------------|------------------|---------------|---------------|------------|-----------|------------|
|      | Name     | Name of the       | Aggregate        | Nature of     | Maximum       |            | Minimum   |            |
| No.  |          | Promoter Group    | No. of shares    | transaction   | price         | Maximum    | price per | minimum    |
|      |          | Company           | purchased /sold  |               | per share (₹) | price      | share (₹) | price      |
| 1    | Mr.      | Azimuth           | 405              | Sale          | 98.12         | 17-11-2021 | 93.08     | 26-11-2021 |
| l    | Bhola    | Investments       |                  |               |               |            |           |            |
| l    | Dutt     | Limited and       |                  |               |               |            |           |            |
|      | Bhatt    | Janus             |                  |               |               |            |           |            |
|      |          | Infrastructure    |                  |               |               |            |           |            |
|      |          | Projects          |                  |               |               |            |           |            |
|      |          | Private Limited   |                  |               |               |            |           |            |
| 2    | Mr.      | Azimuth           | 1000             | Sale          | 136.40        | 14-01-2022 | 123.17    | 12-10-2021 |
|      | Jitender | Investments       |                  |               |               |            |           |            |
|      | Kumar    | Limited, Janus    |                  |               |               |            |           |            |
|      |          | Infrastructure    |                  |               |               |            |           |            |
|      |          | Projects          |                  |               |               |            |           |            |
|      |          | Private Limited   |                  |               |               |            |           |            |
|      |          | and Fargo Estates |                  |               |               |            |           |            |
|      |          | Private Limited   |                  |               |               |            |           |            |
| 7.2. | 3. Aggre | egate shares pur  | chased or sold l | by the Direct | tors and Key  | Manageri   | al Person | nel of the |

Company Aggregate Nature of Maximum Date of Minimum Date of No. of shares transaction price per Maximum price per minimum

 
 sold
 share (₹)
 price
 share (₹)
 p

 Sale
 102
 21-12-2021
 93.89
 20-12
 purchased /sold INTENTION OF PROMOTER AND PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN BUYBACK

In terms of the Buyback Regulations, under the tender offer route, the Promoter and Promoter In terms of the Buyback Regulations, under the tender other route, the Promoter and Promoter Group have an option to participate in the Buyback. In this regard, following persons belonging to the Promoter and Promoter Group and persons in control of the Company have expressed their intention to participate in the Buyback vide their letters dated March 25, 2022 and March 28, 2022 and may tender upto an aggregate maximum of 14,40,33,936 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please to be a supplication of the provisions of the Buyback Regulations. Please to be a supplication of the provisions of the Buyback Regulations. see below the maximum number of Equity Shares proposed to be tendered by each of the Promoter and Promoter Group as well as persons in control of the Company

| S.<br>No. | Name of<br>Shareholders                       | Maximum Number of<br>Equity Shares Intended to be tendered |
|-----------|---|--|
| 1         | Mr. Madhu Sudhan Bhageria                     | 1,93,11,799  |
| 2         | Ms. Anu Bhageria                              | 58,19,000  |
| 3         | Mr. Purrshottam Bhaggeria                     | 2,17,36,798  |
| 4         | Ms. Shefali Bhageria                          | 43,38,500  |
| 5         | Mr. Madhav Bhageria                           | 2,19,24,798  |
| 6         | Ms. Gunjan Bhageria                           | 47,03,474  |
| 7         | Ms. Vrinda Bhageria                           | 55,00,000  |
| 8         | Mr. Yaduraj Bhageria                          | 24,75,000  |
| 9         | Mr. Vedansh Bhageria                          | 39,00,000  |
| 10        | Ms. Stuti Bhageria                            | 20,80,000  |
| 11        | Azimuth Investments Ltd.                      | 1,73,49,082  |
| 12        | SMC Yarns Pvt. Ltd.                           | 10,22,500  |
| 13        | Nouvelle Securities Pvt. Ltd.                 | 1,14,18,450  |
| 14        | Fabiola Farms & Dairy Products Pvt. Ltd.      | 2,33,500   |
| 15        | Janus Infrastructure Projects Private Limited | 1,40,21,035  |
| 16        | Fargo Estates Private Limited                 | 82,00,000  |
|           | Total   | 14,40,33,936   |

Note: The above mentioned shares are excluding the equity shares under lock in till October 15, 2024. 8.2. The Buyback will not result in any benefit to the Promoter and Promoter Group or any Directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback as a result of the extinguishment of Equity Shares which will lead to reduction in the equity share

as a result on the examplication in Equipy shares which will be deducted in the equipy share capital of the Company post Buyback.

8.3. The details of the date and price of acquisition of the Equity Shares of the Promoter and Promoter Group who intended to tender their shares are set-out below:

8.3.1. Mr. Madhu Sudhan Bhageria:

| Date of     | Nature of                               | No. of        | Face Value |             |
|-------------|---|---------------|------------|-------------|
| Transaction | Transaction                             | Equity Shares |            | (Rs.)       |
| 11.08.1990  | Allotment                               | 10            | 10         | 100         |
| 25.11.1992  | Allotment                               | 50,000        | 10         | 5,00,000    |
| 15.02.1993  | Allotment                               | 49,990        | 10         | 4,99,900    |
| 21.08.1996  | Market Purchase                         | 1,70,000      | 10         | 9,78,010    |
| 13.03.2002  | Market Purchase                         | 51,500        | 10         | 1,23,600    |
| 14.03.2002  | Market Purchase                         | 1,23,500      | 10         | 2,96,400    |
| 31.07.2002  | Allotment                               | 7,97,500      | 10         | 79,75,000   |
| 28.05.2009  | Market Purchase                         | 2,000         | 10         | 41,778      |
| 22.06.2009  | Market Purchase                         | 8,000         | 10         | 1,84,342    |
| 12.02.2014  | Allotment                               | 12,10,000     | 10         | 3,02,50,000 |
| 04.08.2014  | Allotment                               | 12,45,860     | 10         | 3,11,46,500 |
| 18.11.2017  | Shares acquired from father's will      | 46,333        | 10         | 3,02,027    |
|             | Total no. of shares before sub-division | 37,54,693     |            |             |
| 18.06.2018  | After sub-division of face value        | 1,87,73,465   | 2          |             |
| 25.09.2018  | Shares acquired from father's will      | 5,38,334      | 2          | 11,14,444   |
|             |   | 1,93,11,799   |            |             |

| Date of<br>Transaction | Nature of<br>Transaction                 | No. of<br>Equity Shares | Face Value<br>(Rs.) | Consideration (Rs.) |
|------------------------|--|-------------------------|---------------------|---------------------|
| 11.08.1990             | Allotment                                | 10                      | 10                  | 100                 |
| 25.11.1992             | Allotment                                | 20,000                  | 10                  | 2,00,000            |
| 15.02.1993             | Allotment                                | 88,000                  | 10                  | 8,80,000            |
| 26.04.1993             | Transfer                                 | 10,000                  | 10                  | 1,00,000            |
| 26.04.1993             | Transfer                                 | 5,500                   | 10                  | 55,000              |
| 26.04.1993             | Transfer                                 | 5,000                   | 10                  | 50,000              |
| 26.04.1993             | Transfer                                 | 20,000                  | 10                  | 2,00,000            |
| 26.04.1993             | Transfer                                 | 5,500                   | 10                  | 55,000              |
| 26.04.1993             | Transfer                                 | 10,000                  | 10                  | 1,00,000            |
| 26.04.1993             | Transfer                                 | 10,000                  | 10                  | 1,00,000            |
| 26.04.1993             | Transfer                                 | 10,000                  | 10                  | 1,00,000            |
| 26.04.1993             | Transfer                                 | 10,000                  | 10                  | 1,00,000            |
| 26.04.1993             | Transfer                                 | 10,000                  | 10                  | 1,00,000            |
| 16.11.1993             | Allotment                                | 25,990                  | 10                  | 2,59,900            |
| 14.03.2002             | Market Purchase                          | 1,00,000                |                     | 2,40,000            |
| 31.07.2002             | Allotment                                | 5,35,000                | 10                  | 53,50,000           |
| 12.02.2014             | Allotment                                | 12,15,000               | 10                  | 3,03,75,000         |
| 04.08.2014             | Allotment                                | 12,53,280               | 10                  | 3,13,32,000         |
| 31.12.2014             | Purrshottam Bhaggeria HUF - Dissolution  | 8,60,079                |                     | 1,76,44,811         |
| 18.11.2017             | Shares acquired from father's will       | 46,334                  | 10                  | 3,07,027            |
|                        | Total no. of shares before sub- division | 42,39,693               |                     |                     |
| 18.06.2018             | After sub-division of face value         | 2,11,98,465             | 2                   |                     |
| 25.09.2018             | Shares acquired from father's will       | 5,38,333                | 2                   | 11,14,453           |
|                        | ·  | 2.17.36.798             |                     |                     |

| 8.3.3. Mr   | 8.3.3. Mr. Madhav Bhageria               |               |            |               |  |  |
|-------------|--|---------------|------------|---------------|--|--|
| Date of     | Nature of                                | No. of Equity | Face Value | Consideration |  |  |
| Transaction | Transaction                              | Shares        | (Rs.)      | (Rs.)         |  |  |
| 11.08.1990  | Allotment                                | 10            | 10         | 100           |  |  |
| 25.11.1992  | Allotment                                | 10,000        | 10         | 1,00,000      |  |  |
| 15.02.1993  | Allotment                                | 1,69,990      | 10         | 16,99,900     |  |  |
| 16.11.1993  | Allotment                                | 80,000        | 10         | 8,00,000      |  |  |
| 30.09.1997  | Transfer                                 | 1,07,600      | 10         | 8,72,098      |  |  |
| 15.03.2002  | Market Purchase                          | 1,75,000      | 10         | 4,98,750      |  |  |
| 31.07.2002  | Allotment                                | 1,67,500      | 10         | 16,75,000     |  |  |
| 12.02.2014  | Allotment                                | 12,15,000     | 10         | 3,03,75,000   |  |  |
| 04.08.2014  | Allotment                                | 12,60,860     | 10         | 3,15,21,500   |  |  |
| 19.12.2014  | Madhav Bhageria HUF-Dissolution Deed     | 10,45,000     | 10         | 3,87,81,475   |  |  |
| 18.11.2017  | Shares acquired from father's will       | 46,333        | 10         | 3,07,027      |  |  |
|             | Total no. of shares before sub- division | 42,77,293     |            |               |  |  |
| 18.06.2018  | After sub-division of face value         | 2,13,86,465   | 2          |               |  |  |
| 25.09.2018  | Shares acquired from father's will       | 5,38,333      | 2          | 11,14,453     |  |  |
|             | ·  | 2,19,24,798   |            |               |  |  |

|             |                 | 2,19,24,798   | 1          |               |
|-------------|-----------------|---------------|------------|---------------|
| 8.3.4. M    | s. Anu Bhageria |               |            | -             |
| Date of     | Nature of       | No. of        | Face Value | Consideration |
| Transaction | Transaction     | Equity Shares | (Rs.)      | (Rs.)         |
| 11.08.1990  | Allotment       | 10            | 10         | 100           |
| 25.11.1992  | Allotment       | 50,000        | 10         | 5,00,000      |
| 16.11.1993  | Allotment       | 59,990        | 10         | 5,99,900      |
| 24.04.1998  | Market Purchase | 3,800         | 10         | 38,779        |
| 24.04.1998  | Market Purchase | 1,200         | 10         | 12,126        |
| 20.04.1998  | Market Purchase | 300           | 10         | 3,032         |
| 20.04.1998  | Market Purchase | 100           | 10         | 1,011         |
| 21.04.1998  | Market Purchase | 100           | 10         | 1,011         |
| 21.04.1998  | Market Purchase | 300           | 10         | 3,302         |
| 21.04.1998  | Market Purchase | 200           | 10         | 2,221         |
| 21.04.1998  | Market Purchase | 100           | 10         | 1,160         |
| 21.04.1998  | Market Purchase | 200           | 10         | 2,401         |
| 21.04.1998  | Market Purchase | 300           | 10         | 3,632         |
| 21.04.1998  | Market Purchase | 100           | 10         | 1,210         |
| 21.04.1998  | Market Purchase | 800           | 10         | 9,864         |
| 21.04.1998  | Market Purchase | 200           | 10         | 2,421         |
| 21.04.1998  | Market Purchase | 300           | 10         | 3,632         |
| 21.04.1998  | Market Purchase | 200           | 10         | 2,421         |
| 21.04.1998  | Market Purchase | 300           | 10         | 3,751         |
| 21.04.1998  | Market Purchase | 700           | 10         | 8,823         |
| 22.04.1998  | Market Purchase | 300           | 10         | 3,332         |
| 22.04.1998  | Market Purchase | 300           | 10         | 3,331         |
| 22.04.1998  | Market Purchase | 500           | 10         | 6,053         |
| 22.04.1998  | Market Purchase | 500           | 10         | 6,053         |
| 23 04 1998  | Market Purchase | 200           | 10         | 2 021         |

Market Purchase

| 30.04.1998 | Market Purchase                         | 3,000     | 10 | 30,615      |
|------------|---|-----------|----|-------------|
| 30.04.1998 | Market Purchase                         | 5,000     | 10 | 46,025      |
| 30.04.1998 | Market Purchase                         | 1,000     | 10 | 10,205      |
| 30.04.1998 | Market Purchase                         | 1,000     | 10 | 9,105       |
| 30.04.1998 | Market Purchase                         | 1,000     | 10 | 9,105       |
| 04.05.1998 | Market Purchase                         | 100       | 10 | 916         |
| 04.05.1998 | Market Purchase                         | 1.000     | 10 | 9.355       |
| 04.05.1998 | Market Purchase                         | 1,000     | 10 | 9,355       |
| 06.05.1998 | Market Purchase                         | 500       | 10 | 4.803       |
| 06.05.1998 | Market Purchase                         | 200       | 10 | 1.821       |
| 08.05.1998 | Market Purchase                         | 1,000     | 10 | 9,605       |
| 08.05.1998 | Market Purchase                         | 600       | 10 | 5,523       |
| 19.05.1998 | Market Purchase                         | 2,000     | 10 | 18,210      |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 19.05.1998 | Market Purchase                         | 500       | 10 | 4,553       |
| 14.05.1999 | Market Purchase                         | 1.00.000  | 10 | 4,20,250    |
| 24.03.2011 | Market Purchase                         | 1,00,000  | 10 | 38.96.918   |
| 15.03.2012 | Market Purchase                         | 20.000    | 10 | 7,47,781    |
| 30.07.2016 | Allotment                               | 1,50,000  | 10 | 67,50,000   |
| 08.08.2017 | Gift from Mrs. Satyabhama Bhageria      | 1,52,500  | 10 | 12,96,228   |
| 00.00.2011 | Total no. of shares before sub-division | 6,77,800  | 10 | 12,00,220   |
| 18.06.2018 | After sub-division of face value        | 33,89,000 | 2  |             |
| 13.08.2019 | Market Purchase                         | 2,00,000  | 2  | 77,26,114   |
| 18.12.2019 | Market Purchase                         | 1,00,000  | 2  | 36,43,180   |
| 19.12.2019 | Market Purchase                         | 75,000    | 2  | 27,73,750   |
| 20.12.2019 | Market Purchase                         | 50,000    | 2  | 18,25,337   |
| 23.12.2019 | Market Purchase                         | 85,918    | 2  | 31,84,920   |
| 23.12.2019 | Market Purchase                         | 14,082    | 2  | 5,19,389    |
| 31.12.2019 | Market Purchase                         | 1,00,000  | 2  | 39,23,852   |
| 19.02.2020 | Market Purchase                         | 1,25,000  | 2  | 50,62,048   |
| 24.02.2020 | Market Purchase                         | 25,000    | 2  | 9.77.192    |
| 24.02.2020 | Market Purchase                         | 25,000    | 2  | 9,77,205    |
| 27.02.2020 | Market Purchase                         | 1,00,000  | 2  | 37,26,766   |
| 07.12.2020 | Market Purchase                         | 7,25,000  | 2  | 2,56,70,687 |
| 10.12.2020 | Market Purchase                         | 3,00,000  | 2  | 1,14,01,507 |
| 11.12.2020 | Market Purchase                         | 3,50,000  | 2  | 1,39,22,009 |
| 15.12.2020 | Market Purchase                         | 1,00,000  | 2  | 43,95,139   |
| 17.12.2020 | Market Purchase                         | 55,000    | 2  | 23,07,072   |
|            |   | 58,19,000 |    |             |
| 835 Me     | Vrinda Bhageria                         |           |    |             |

|             |   | 56,19,000            |            |               |
|-------------|---|----------------------|------------|---------------|
| 8.3.5. Ms.\ | /rinda Bhageria                         |                      |            |               |
| Date of     | Nature of                               | No. of               | Face Value | Consideration |
| Transaction | Transaction                             | <b>Equity Shares</b> | (Rs.)      | (Rs.)         |
| 30.07.2016  | Allotment                               | 1,50,000             | 10         | 67,50,000     |
| 17.03.2017  | Madhu Sudhan Bhageria-HUF Dissolution   | 5,10,000             | 10         | 1,40,82,830   |
|             | Total no. of shares before sub division | 6,60,000             |            |               |
| 18.06.2018  | After sub-division of face value        | 33,00,000            | 2          |               |
| 31.03.2019  | Market Purchase                         | 1,00,000             | 2          | 48,08,414     |
| 29.05.2019  | Market Purchase                         | 32,207               | 2          | 14,18,611     |
| 30.05.2019  | Market Purchase                         | 1,00,000             | 2          | 44,99,641     |
| 13.08.2019  | Market Purchase                         | 1,00,000             | 2          | 38,78,714     |
| 11.12.2019  | Market Purchase                         | 75,000               | 2          | 27,04,744     |
| 11.12.2019  | Market Purchase                         | 75,000               | 2          | 27,06,084     |
| 29.09.2020  | Market Purchase                         | 69,000               | 2          | 17,28,982     |
| 24.11.2020  | Market Purchase                         | 7,00,000             | 2          | 2,13,40,507   |
| 26.11.2020  | Market Purchase                         | 4,00,000             | 2          | 1,22,99,672   |
| 27.11.2020  | Market Purchase                         | 5,48,793             | 2          | 1,79,74,226   |
| 27.09.2021  | Allotment                               | 69,201               | 2          | 65,74,095     |
|             |   | 55,69,201            |            |               |

| Date of     | Nature of                               | No. of Equity |       | Consideration |
|-------------|---|---------------|-------|---------------|
| Transaction |   | Shares        | (Rs.) | (Rs.)         |
| 11.08.1990  | Allotment                               | 10            | 10    | 100           |
| 25.11.1992  | Allotment                               | 10,000        | 10    | 1,00,000      |
| 16.11.1993  | Allotment                               | 89,990        | 10    | 8,99,900      |
| 30.04.1998  | Market Purchase                         | 4,000         | 10    | 36,820        |
| 30.04.1998  | Market Purchase                         | 2,000         | 10    | 16,410        |
| 04.05.1998  | Market Purchase                         | 4,500         | 10    | 39,173        |
| 04.05.1998  | Market Purchase                         | 8,600         | 10    | 79,163        |
| 04.05.1998  | Market Purchase                         | 5,000         | 10    | 44,775        |
| 06.05.1998  | Market Purchase                         | 100           | 10    | 965           |
| 06.05.1998  | Market Purchase                         | 100           | 10    | 971           |
| 06.05.1998  | Market Purchase                         | 1,000         | 10    | 10,055        |
| 06.05.1998  | Market Purchase                         | 300           | 10    | 3,032         |
| 06.05.1998  | Market Purchase                         | 15,000        | 10    | 1,53,075      |
| 21.05.1998  | Market Purchase                         | 4,700         | 10    | 39,268        |
| 22.05.1999  | Market Purchase                         | 1,55,000      | 10    | 6,51,388      |
| 24.03.2011  | Market Purchase                         | 1,00,000      | 10    | 38,96,918     |
| 30.07.2016  | Allotment                               | 1,50,000      | 10    | 67,50,000     |
| 08.08.2017  | Gift from Mrs. Satyabhama Bhageria      | 1,52,400      | 10    | 10,13,314     |
|             | Total no. of shares before sub division |               |       |               |
| 18.06.2018  | 6.2018 After sub-division of face value |               | 2     |               |
| 23.09.2019  | Market Purchase                         | 2,00,000      | 2     | 78,78,864     |
| 24.09.2019  | Market Purchase                         | 50,000        | 2     | 19,66,903     |
| 13.12.2019  | Market Purchase                         | 50,000        | 2     | 17,46,269     |
| 16.12.2019  | Market Purchase                         | 1,25,000      | 2     | 44,63,858     |
| 17.12.2019  | Market Purchase                         | 75,000        | 2     | 27,23,357     |
| 17.12.2019  | Market Purchase                         | 25,000        | 2     | 9,04,356      |
| 31.12.2019  | Market Purchase                         | 1,50,000      | 2     | 58,61,124     |
| 20.02.2020  | Market Purchase                         | 50,000        | 2     | 19,90,506     |
| 06.03.2020  | Market Purchase                         | 1,00,000      | 2     | 34,06,533     |
| 27.09.2021  | Allotment                               | 69,702        | 2     | 66,21,690     |
|             |   | 44,08,202     | _     | ,             |

| Date of         | Nature of Transaction | No. of        | Face Value | Consideration |
|-----------------|-----------------------|---------------|------------|---------------|
| Transaction     |                       | Equity Shares | (Rs.)      | (Rs.)         |
| 30.07.2016      | Allotment             | 1,50,000      | 10         | 67,50,000     |
|                 | Total no. of shares   | 1,50,000      |            |               |
|                 | before sub division   |               |            |               |
| 18.06.2018      | After sub-division of | 7,50,000      | 2          |               |
|                 | face value            |               |            |               |
| 31.05.2019      | Market Purchase       | 50,000        | 2          | 21,88,570     |
| 16.12.2019      | Market Purchase       | 25,000        | 2          | 8,95,630      |
| 02.12.2020      | Market Purchase       | 8,00,000      | 2          | 2,76,14,709   |
| 03.12.2020      | Market Purchase       | 4,50,000      | 2          | 1,51,79,032   |
| 15.12.2020      | Market Purchase       | 1,00,000      | 2          | 42,76,681     |
| 17.12.2020      | Market Purchase       | 2,00,000      | 2          | 83,83,431     |
| 21.12.2020      | Market Purchase       | 1,00,000      | 2          | 42,46,703     |
|                 |                       | 24,75,000     |            |               |
| 8.3.8. Ms. Gunj | an Bhageria           |               |            |               |
| Date of         | Nature of Transaction | No. of        | Face Value | Consideration |

| Date of     | Nature of Transaction                   | NO. 01               | race value | Consideration |
|-------------|---|----------------------|------------|---------------|
| Transaction |   | <b>Equity Shares</b> | (Rs.)      | (Rs.)         |
| 11.08.1990  | Allotment                               | 10                   | 10         | 100           |
| 25.11.1992  | Allotment                               | 50,000               | 10         | 5,00,000      |
| 15.02.1993  | Allotment                               | 39,990               | 10         | 3,99,900      |
| 20.04.1998  | Market Purchase                         | 400                  | 10         | 4,042         |
| 20.04.1998  | Market Purchase                         | 200                  | 10         | 2,021         |
| 21.04.1998  | Market Purchase                         | 100                  | 10         | 1,221         |
| 21.04.1998  | Market Purchase                         | 15,400               | 10         | 1,94,887      |
| 21.04.1998  | Market Purchase                         | 18,200               | 10         | 2,03,931      |
| 21.04.1998  | Market Purchase                         | 1,000                | 10         | 10,505        |
| 24.04.1998  | Market Purchase                         | 10,000               | 10         | 1,02,050      |
| 21.05.1998  | Market Purchase                         | 1,800                | 10         | 15,039        |
| 11.06.1998  | Market Purchase                         | 25,600               | 10         | 2,71,488      |
| 14.05.1999  | Market Purchase                         | 1,00,000             | 10         | 4,20,250      |
| 24.03.2011  | Market Purchase                         | 1,00,000             | 10         | 38,96,918     |
| 30.07.2016  | Allotment                               | 1,50,000             | 10         | 67,50,000     |
| 08.08.2017  | Gift from Mrs. Satya Bhama Bhageria     | 1,52,400             | 10         | 13,00,877     |
|             | Total no. of shares before sub division | 6,65,100             |            |               |
| 18.06.2018  | After sub-division of face value        |                      | 33,25,500  | 2             |
| 27.09.2019  | Market Purchase                         | 50,000               | 2          | 18,89,393     |
| 24.12.2019  | Market Purchase                         | 75,000               | 2          | 27,70,172     |
| 26.12.2019  | Market Purchase                         | 65,000               | 2          | 24,15,700     |
| 27.12.2019  | Market Purchase                         | 75,000               | 2          | 27,94,608     |
| 30.12.2019  | Market Purchase                         | 1,00,000             | 2          | 38,08,996     |
| 30.12.2019  | Market Purchase                         | 1,00,000             | 2          | 38,08,855     |
| 31.12.2019  | Market Purchase                         | 40,000               | 2          | 15,63,013     |
| 31.12.2019  | Market Purchase                         | 60,000               | 2          | 23,15,203     |
| 19.02.2020  | Market Purchase                         | 50,000               | 2          | 20,21,842     |
| 19.02.2020  | Market Purchase                         | 25,000               | 2          | 10,08,453     |
| 28.02.2020  | Market Purchase                         | 1,50,000             | 2          | 52,56,240     |
| 03.03.2020  | Market Purchase                         | 25,000               | 2          | 8,73,140      |
| 03.03.2020  | Market Purchase                         | 1,00,000             | 2          | 34,57,532     |
| 06.03.2020  | Market Purchase                         | 1,00,000             | 2          | 34,15,174     |
| 22.06.2020  | Market Purchase                         | 2,50,000             | 2          | 74,36,466     |
| 23.06.2020  | Market Purchase                         | 1,12,974             | 2          | 32,21,097     |
| 27.09.2021  | Allotment                               | 1,71,728             | 2          | 1,63,14,160   |
|             |   | 48,75,202            |            |               |
|             |   |                      |            |               |

| Date of         | Nature of Transaction | No. of Equity | Face Value | Consideration |
|-----------------|-----------------------|---------------|------------|---------------|
| Transaction     |                       | Shares        | (Rs.)      | (Rs.)         |
| 30.07.2016      | Allotment             | 1,50,000      | 10         | 67,50,000     |
|                 | Total no. of shares   | 1,50,000      |            |               |
|                 | before sub division   |               |            |               |
| 18.06.2018      | After sub division of | 7,50,000      | 2          |               |
|                 | face value            |               |            |               |
| 07.12.2020      | Market Purchase       | 5,50,000      | 2          | 1,95,80,215   |
| 08.12.2020      | Market Purchase       | 6,50,000      | 2          | 2,42,53,303   |
| 09.12.2020      | Market Purchase       | 8,00,000      | 2          | 3,11,13,030   |
| 15.12.2020      | Market Purchase       | 4,00,000      | 2          | 1,74,15,716   |
| 17.12.2020      | Market Purchase       | 2,50,000      | 2          | 1,05,04,229   |
| 22.12.2020      | Market Purchase       | 5,00,000      | 2          | 2,04,93,308   |
|                 | <u>'</u>              | 39,00,000     |            |               |
| 8.3.10. Ms. Stu | ti Bhageria           |               |            |               |
| Date of         | Nature of Transaction | No. of        | Face Value | Consideration |
|                 |                       |               |            |               |

| Date of     | Nature of Transaction              | No. of        | Face Value | Consideration |
|-------------|------------------------------------|---------------|------------|---------------|
| Transaction |                                    | Equity Shares | (Rs.)      | (Rs.)         |
| 28.02.2019  | Market Purchase                    | 50,000        | 2          | 23,05,057     |
| 28.02.2019  | Market Purchase                    | 1,50,000      | 2          | 69,10,116     |
| 14.08.2019  | Market Purchase                    | 80,000        | 2          | 31,06,906     |
| 14.08.2019  | Market Purchase                    | 80,000        | 2          | 31,07,036     |
| 27.08.2019  | Market Purchase                    | 90,000        | 2          | 34,54,915     |
| 13.12.2019  | Market Purchase                    | 50,000        | 2          | 17,46,107     |
| 04.12.2020  | Market Purchase                    | 8,50,000      | 2          | 2,84,62,941   |
| 15.12.2020  | Market Purchase                    | 2,00,000      | 2          | 87,93,459     |
| 17.12.2020  | Market Purchase                    | 1,00,000      | 2          | 42,06,128     |
| 21.12.2020  | Market Purchase                    | 4,30,000      | 2          | 1,82,49,313   |
|             |                                    | 20,80,000     |            |               |
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|--------------------|---|---------------|-------------|---------------|
| Date of            | Nature of Transaction                   | No. of Equity | Face Value  | Consideration |
| <b>Fransaction</b> |   | Shares        | (Rs.)       | (Rs.)         |
| lune 2002          | purchase                                | 4,50,000      | 10          | 9,92,750      |
| 31.03.2004         | Allotment                               | 4,70,000      | 10          | 1,17,50,000   |
| 31.03.2005         | Allotment                               | 4,70,000      | 10          | 1,17,50,000   |
| 30.06.2005         | Allotment                               | 4,70,000      | 10          | 1,17,50,000   |
| 9.07.2011          | Allotment by conversion of warrant      | 12,65,000     | 10          | 5,06,00,000   |
|                    | Total no. of shares before sub division | 31,25,000     |             |               |
| 18.06.2018         | After sub-division of face value        |               | 1,56,25,000 | 2             |
| 4.09.2019          | Market Purchase                         | 55,000        | 2           | 20,92,100     |
| 4.09.2019          | Market Purchase                         | 45,000        | 2           | 17,12,400     |
| 5.09.2019          | Market Purchase                         | 45,000        | 2           | 17,54,650     |
| 5.09.2019          | Market Purchase                         | 55,000        | 2           | 21,43,600     |
| 9.09.2019          | Market Purchase                         | 1,00,000      | 2           | 40,92,835     |
| 1.09.2019          | Market Purchase                         | 30,000        | 2           | 12,92,400     |
|                    |   |               |             |               |

Market Purchase

Market Purchase

| 18.11.2019 | Market Purchase | 1,60,000    | 2 | 60,17,000    |
|------------|-----------------|-------------|---|--------------|
| 20.11.2019 | Market Purchase | 25,000      | 2 | 9,19,741     |
| 22.11.2019 | Market Purchase | 35,000      | 2 | 12,90,813    |
| 22.11.2019 | Market Purchase | 1,37,150    | 2 | 50,42,803    |
| 25.11.2019 | Market Purchase | 75,000      | 2 | 27,33,619    |
| 25.11.2019 | Market Purchase | 25,000      | 2 | 9,09,741     |
| 26.11.2019 | Market Purchase | 75,000      | 2 | 27,36,685    |
| 26.11.2019 | Market Purchase | 25,000      | 2 | 9,09,749     |
| 19.03.2020 | Market Purchase | 10,000      | 2 | 2,10,300     |
| 19.03.2020 | Market Purchase | 40,000      | 2 | 8,30,768     |
| 20.11.2020 | Market Purchase | 4,26,932    | 2 | 1,28,49,633  |
| 27.09.2021 | Allotment       | 13,00,918   | 2 | 12,35,87,210 |
|            |                 | 1,86,50,000 | , |              |

|                                   |   | 1,86,50,00    | J0         |               |  |  |  |
|-----------------------------------|---|---------------|------------|---------------|--|--|--|
| 8.3.12. SMC Yarns Private Limited |   |               |            |               |  |  |  |
| Date of                           | Nature of Transaction                   | No. of Equity | Face Value | Consideration |  |  |  |
| Transaction                       | <u> </u>                                | Shares        | (Rs.)      | (Rs.)         |  |  |  |
| 16.11.1993                        | Allotment                               | 50,000        | 10         | 5,00,000      |  |  |  |
| 17.03.1998                        | Market Purchase                         | 1,00,000      | 10         | 6,10,500      |  |  |  |
| 21.04.1998                        | Market Purchase                         | 14,500        | 10         | 1,83,497      |  |  |  |
|                                   | Total no. of shares before sub division | 1,64,500      |            |               |  |  |  |
| 18.06.2018                        | After sub division of face value        | 8,22,500      | 2          |               |  |  |  |
| 25.02.2020                        | Market Purchase                         | 1,75,000      | 2          | 69,39,172     |  |  |  |
| 26.02.2020                        | Market Purchase                         | 25,000        | 2          | 9,54,099      |  |  |  |
|                                   | 1                                       | 10.22.500     |            |               |  |  |  |

| Transaction              | Nature of Trans                | action     | Shares             | (Rs.)    | (Rs.)                       |
|--------------------------|--------------------------------|------------|--------------------|----------|-----------------------------|
| 12.01.2009               | Market Purcha                  | ase        | 12.671             | 10       | 2,46,704                    |
| 13.01.2009               | Market Purcha                  |            | 17,200             | 10       | 2,99,796                    |
| 14.01.2009               | Market Purcha                  |            | 21,000             | 10       | 3,54,480                    |
| 15.01.2009               | Market Purcha                  |            | 6,000              | 10       | 96,060                      |
| 16.01.2009<br>19.01.2009 | Market Purcha<br>Market Purcha |            | 1,000<br>76        | 10<br>10 | 14,630<br>1,012             |
| 27.01.2009               | Market Purch                   |            | 17,565             | 10       | 2,43,275                    |
| 28.01.2009               | Market Purcha                  |            | 20,050             | 10       | 2,71,076                    |
| 29.01.2009               | Market Purcha                  |            | 20,299             | 10       | 2,64,293                    |
| 30.01.2009               | Market Purcha                  |            | 19,724             | 10       | 2,58,582                    |
| 02.02.2009               | Market Purcha                  |            | 22,690             | 10       | 2,86,575                    |
| 03.02.2009               | Market Purcha                  |            | 10,400             | 10       | 1,26,048                    |
| 05.02.2009               | Market Purcha                  |            | 20,000             | 10       | 2,47,400                    |
| 06.02.2009<br>09.02.2009 | Market Purcha                  |            | 17,650             | 10       | 2,12,330                    |
| 10.02.2009               | Market Purcha<br>Market Purcha |            | 10,000<br>20,213   | 10<br>10 | 1,21,500<br>2,63,173        |
| 11.02.2009               | Market Purch                   |            | 10,000             | 10       | 1,30,200                    |
| 13.02.2009               | Market Purcha                  |            | 9,800              | 10       | 1,35,436                    |
| 16.02.2009               | Market Purcha                  |            | 10,000             | 10       | 1,45,300                    |
| 16.02.2009               | Market Purcha                  |            | 10,100             | 10       | 1,49,278                    |
| 17.02.2009               | Market Purch                   |            | 7,800              | 10       | 1,13,334                    |
| 18.02.2009               | Market Purcha                  |            | 20,450             | 10       | 2,97,139                    |
| 19.02.2009               | Market Purch                   |            | 21,400             | 10       | 3,15,650                    |
| 08.05.2009<br>11.05.2009 | Market Purcha<br>Market Purcha |            | 10,069<br>10,000   | 10<br>10 | 1,66,441<br>1,65,300        |
| 12.05.2009               | Market Purch                   |            | 20,535             | 10       | 3,39,444                    |
| 13.05.2009               | Market Purch                   |            | 10,345             | 10       | 1,71,003                    |
| 13.05.2009               | Market Purcha                  |            | 100                | 10       | 1,703                       |
| 14.05.2009               | Market Purcha                  |            | 4,000              | 10       | 66,120                      |
| 14.05.2009               | Market Purcha                  | ase        | 5,000              | 10       | 83,900                      |
| 14.05.2009               | Market Purcha                  |            | 5,000              | 10       | 83,650                      |
| 15.05.2009               | Market Purch                   |            | 10,000             | 10       | 1,67,800                    |
| 15.05.2009<br>15.05.2009 | Market Purch                   |            | 460<br>6.400       | 10       | 8,064                       |
| 19.05.2009               | Market Purcha<br>Market Purcha |            | 6,490<br>9,834     | 10<br>10 | 1,07,280<br>1,65,015        |
| 19.05.2009               | Market Purch                   |            | 9,834              | 10       | 1,68,968                    |
| 20.05.2009               | Market Purch                   | ase        | 2,475              | 10       | 43,387                      |
| 20.05.2009               | Market Purcha                  |            | 4,700              | 10       | 85,446                      |
| 21.05.2009               | Market Purcha                  |            | 20,050             | 10       | 3,82,554                    |
| 22.05.2009               | Market Purcha                  |            | 5,500              | 10       | 1,06,040                    |
| 22.05.2009               | Market Purch                   |            | 9,600              | 10       | 1,91,904                    |
| 25.05.2009               | Market Purch                   |            | 2,500              | 10<br>10 | 50,100                      |
| 25.05.2009<br>25.05.2009 | Market Purcha<br>Market Purcha |            | 500<br>500         | 10       | 10,420<br>10,445            |
| 25.05.2009               | Market Purch                   |            | 9,000              | 10       | 1,88,460                    |
| 26.05.2009               | Market Purcha                  |            | 5,000              | 10       | 1,06,450                    |
| 26.05.2009               | Market Purcha                  |            | 539                | 10       | 11,610                      |
| 26.05.2009               | Market Purcha                  | ase        | 5,980              | 10       | 1,22,829                    |
| 06.08.2009               | Market Purch                   |            | 500                | 10       | 15,455                      |
| 06.08.2009               | Market Purcha                  |            | 10,000             | 10       | 3,09,600                    |
| 06.08.2009<br>06.08.2009 | Market Purch                   |            | 6,500              | 10       | 2,00,590                    |
| 06.08.2009               | Market Purcha<br>Market Purcha |            | 100<br>4,000       | 10<br>10 | 3,091<br>1,22,200           |
| 07.08.2009               | Market Purcha                  |            | 10,000             | 10       | 3,00,500                    |
| 07.08.2009               | Market Purcha                  |            | 1,284              | 10       | 38,327                      |
| 07.08.2009               | Market Purcha                  | ase        | 6,500              | 10       | 1,95,325                    |
| 07.08.2009               | Market Purch                   |            | 400                | 10       | 11,940                      |
| 10.08.2009               | Market Purcha                  |            | 2,000              | 10       | 58,700                      |
| 10.08.2009               | Market Purch                   |            | 7,803              | 10       | 2,28,628                    |
| 10.08.2009<br>11.08.2009 | Market Purcha<br>Market Purcha |            | 2,796<br>19,400    | 10<br>10 | 82,063<br>5,82,970          |
| 11.08.2009               | Market Purch                   |            | 10                 | 10       | 299                         |
| 11.08.2009               | Market Purcha                  |            | 456                | 10       | 13,612                      |
| 11.08.2009               | Market Purcha                  | ase        | 25                 | 10       | 749                         |
| 11.08.2009               | Market Purcha                  | ase        | 10                 | 10       | 300                         |
| 13.08.2009               | Market Purch                   |            | 9,800              | 10       | 2,86,160                    |
| 13.08.2009               | Market Purch                   |            | 109                | 10       | 3,177                       |
| 13.08.2009<br>14.08.2009 | Market Purcha<br>Market Purcha |            | 5,200<br>10,000    | 10<br>10 | 1,51,840<br>3,03,000        |
| 14.08.2009               | Market Purch                   |            | 300                | 10       | 8,715                       |
| 14.08.2009               | Market Purcha                  |            | 5,000              | 10       | 1,51,500                    |
| 17.08.2009               | Market Purcha                  | ase        | 10,525             | 10       | 3,05,751                    |
| 11.03.2010               | Market Purcha                  | ase        | 30,000             | 10       | 11,12,100                   |
| 12.03.2010               | Market Purch                   |            | 29,614             | 10       | 10,97,791                   |
| 15.03.2010               | Market Purch                   |            | 16,600             | 10       | 6,15,362                    |
| 16.03.2010<br>17.03.2010 | Market Purcha<br>Market Purcha |            | 26,069<br>30,000   | 10<br>10 | 9,72,889<br>11,20,587       |
| 18.03.2010               | Market Purch                   |            | 30,000             | 10       | 11,20,587                   |
| 09.07.2011               | Allotment by conversio         |            | 12,20,000          | 10       | 4,88,00,000                 |
|                          | Total no. of shares befor      |            | 19,89,016          |          | .,,,                        |
| 18.06.2018               | After sub division of          | face value | 99,45,080          | 2        |                             |
| 21.06.2019               | Market Purch                   |            | 50,000             | 2        | 19,77,199                   |
| 24.06.2019               | Market Purcha                  |            | 66,000             | 2        | 25,77,533                   |
| 20.08.2019               | Market Purch                   |            | 1,00,000           | 2        | 37,10,964                   |
| 26.09.2019<br>30.09.2019 | Market Purcha<br>Market Purcha |            | 75,000<br>2,50,000 | 2        | 28,46,999<br>91,70,233      |
| 29.11.2019               | Market Purch                   |            | 1,27,370           | 2        | 46,23,283                   |
| 03.12.2019               | Market Purch                   |            | 1,00,000           | 2        | 36,01,439                   |
| 12.03.2020               | Market Purcha                  |            | 1,50,000           | 2        | 40,62,000                   |
| 24.03.2020               | Market Purcha                  | ase        | 50,000             | 2        | 8,36,000                    |
| 25.03.2020               | Market Purch                   |            | 25,000             | 2        | 3,76,750                    |
|                          | Market Purcha                  | ase        | 30,000             | 2        | 7,71,900                    |
| 29.06.2020               |                                |            |                    | _        | 4 00 07 500                 |
| 19.11.2020               | Market Purcha                  |            | 4,50,000           | 2        | 1,26,67,500                 |
|                          |                                |            |                    | 2        | 1,26,67,500<br>11,29,02,845 |

| Date of     | Nature of                               | No. of        | Face Value | Consideration |
|-------------|---|---------------|------------|---------------|
| Transaction | Transaction                             | Equity Shares | (Rs.)      | (Rs.)         |
| 25.04.1991  | Allotment                               | 20,000        | 10         | 2,00,000      |
| 10.05.1991  | Allotment                               | 10,000        | 10         | 1,00,000      |
| 08.08.1992  | Allotment                               | 33,500        | 10         | 3,35,000      |
| 31.03.2005  | Less shares sold                        | (16,800)      | 10         | 1,68,000      |
|             | Total no. of shares before sub-division | 46,700        |            |               |
| 18.06.2018  | After sub-division of face value        | 2,33,500      | 2          |               |
|             |   | 2,33,500      |            |               |

| Date of     | Nature of  | No. of               | Face Value | Consideration |
|-------------|--|----------------------|------------|---------------|
| Transaction | Transaction  | <b>Equity Shares</b> | (Rs.)      | (Rs.)         |
| 30.07.2016  | Allotment  | 27,00,000            | 10         | 12,15,00,000  |
| 18.06.2018  | Total no. of shares after sub-division of face value | 1,35,00,000          | 2          |               |
| 06.08.2019  | Market Purchase                                      | 1,50,000             | 2          | 58,13,076     |
| 07.08.2019  | Market Purchase                                      | 2,50,000             | 2          | 1,01,70,181   |
| 08.08.2019  | Market Purchase                                      | 50,000               | 2          | 19,28,674     |
| 08.08.2019  | Market Purchase                                      | 50,000               | 2          | 19,28,674     |
| 19.03.2020  | Market Purchase                                      | 21,035               | 2          | 4,42,327      |
|             |  | 1,40,21,035          |            |               |

| Date of     | Nature of  | No. of               | Face Value | Consideration |
|-------------|--|----------------------|------------|---------------|
| Transaction | Transaction  | <b>Equity Shares</b> | (Rs.)      | (Rs.)         |
| 30.07.2016  | Allotment  | 16,00,000            | 10         | 7,20,00,000   |
| 18.06.2018  | Total no. of shares after sub-division of face value | 80,00,000            | 2          |               |
| 10.12.2018  | Market Purchase                                      | 1,00,000             | 2          | 55,60,336     |
| 11.12.2018  | Market Purchase                                      | 1,00,000             | 2          | 56,86,571     |
|             |  | 82,00,000            |            |               |

#### CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT:

9.1. All the Equity Shares of the Company are fully paid-up:

 The Company shall not issue any Equity Shares or specified securities including by way of bonus, fror the date of board resolution passed by the board of directors of the Company approving the propose Buyback until the date of expiry of the Buyback period: This Buyback is in compliance with the provisions of Section 68 of the Companies Act, 2013 and Regulation 24(f) of the Buyback Regulations, except in discharge of its subsisting obligations, the

Company shall not raise further capital for a period of one year from the expiry of the Buyback period, o any circulars or notifications issued by SEBI in connection therewith: 9.4. The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or till the Equity Shares become transferable; (As per the intent letters receive

from the promoter & promoter group, shareholding of Ms. Shefali Bhageria, Ms. Gunjan Bhageria, Ms. Vrinda Bhageria,M's Azimuth Investments Limited and M's Nouvelle Securities Private Limited are under lock-in, thus the Company do hereby confirm that it will not buyback any shares which are either under lock-in or are non-transferable.) 9.5. The Company shall not buyback its Equity Shares from any person through negotiated deal whether of

or off the stock exchanges or through spot transactions or through any private arrangement in the nplementation of the Buyback;

9.6. There are no defaults subsisting in the repayment of any deposits (including interest payable thereon) redemption of debentures or preference shares, payment of dividend or repayment of any term loans to any financial institution or banks (including interest payable thereon);

That the Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act The aggregate amount of the Buyback i.e., upto Rs. 59,50,00,000/- (Rupees Fifty Nine Crore and Fifty

Lakh Only), does not exceed 10% of the aggregate of the total paid-up capital and free reserves of the Company as per the latest audited financial statements of the Company as at March 31, 2021; The maximum number of Equity Shares proposed to be purchased under the Buyback upto 42,50,000 (Forty-Two Lakh and Fifty Thousand) Equity Shares, does not exceed 25% of the total existing number of

Equity Shares in the paid-up Equity Share capital; 9.10. The Company shall not make any offer of buyback within a period of one year reckoned from the date

expiry of the Buyback period; 9.11. There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to th

visions of the Companies Act, as on date 9.12. The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than

twice the paid-up Equity Share capital and free reserves after the Buyback based on audited standalone as well as audited consolidated financial statements of the Company; and

9.13. The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company

including its own subsidiary companies or through any investment company or group of investment

10. THE BOARD HAS CONFIRMED THAT IT HAS MADE A FULL ENQUIRY INTO THE AFFAIRS AND PROSPECTS OF THE COMPANY AND HAS FORMED THE OPINION THAT:

10.1, immediately following the date on which the meeting of the Board of Directors is convened, i.e., March 29 2022, approving the Buyback, there will be no grounds on which the Company could be found unable to

10.2. as regards the Company's prospects for the year immediately following the date on which the meeting of the Board of Directors is convened, i.e. March 29, 2022 having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolver within a period of one year from the date of the Board Meeting i.e. March 29, 2022; and

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Filatex India Limited

10.3. in forming an opinion for the above purposes, the Board has taken into account the liabilities as if the Company was being woun under the provisions of the Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective

Report addressed to the Board of Directors by the Company's Auditors on the permissible capital payment and the opinion formed by Directors regarding insolvency:

The text of the Report dated March 29, 2022 of M/s Arun K Gupta & Associates, Chartered Accountants (Firm Registration No. 000605N) and M/s R N Marwah & Co LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is

reproduced below The Board of Directors

Filatex India Limited. S No 274 Demni Road Dadra

Subject: Report on Buyback of Equity Shares pursuant to the requirement of Schedule I to Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (the "SEBI Buyback Regulations")
In connection with the proposed Buy-back of Equity Shares by Filatex India Limited ('the Company') which has been approved by the Board of Directors at its Meeting held on March 29, 2022 in pursuance of the provisions of Section 68 of the Companies Act, 2013 ("the Act") and the

SEBI Buyback Regulations, as amended and based on the information and explanations given to us which were to the best of our knowledge and belief necessary for this purpose, we report that: We have inquired into the state of offsire of the Company in relation to its audited financial statements for the year ended March 31, 2021

which were audited by us and approved by the Board of Directors of the Company at their meeting held on April 22, 2021.

The amount of permissible capital payment (including premium) towards the proposed buyback of equity shares as computed in the table below is properly determined in accordance with Section 68 (2)(c) of the Act. The amounts of share capital and free reserves have been extracted from the audited financial statements of the Company for the year ended March 31, 2021.

|  |   | Amount (Rs. in lakhs)           |
|--|---|---------------------------------|
| Particulars  |   | Standalone*<br>As on 31/03/2021 |
| Paid-up Share Capital  |   |                                 |
| (22,08,18,000 Equity Shares of Rs. 2 each)                                       | A | 4,416.36                        |
| Free Reserves  |   |                                 |
| Retained Earnings excluding Revaluation Reserve                                  |   | 54,228.19                       |
| Securities Premium   |   | 9,913.47                        |
| General Reserves   |   | 418.85                          |
| Total Free Reserves as per Section 2(43) and Explanation II to Section 68 of Act | В | 64,560.51                       |
| Total Paid up Share Capital & Free Reserves                                      |   | 68,976.87                       |
| Maximum Permissible amount for buyback with the Board Approval is 10% of         |   | 6,897.69                        |
| the total paid up share capital and free reserves under Section 68 (2) of the    |   |                                 |
| Companies Act, 2013)   |   |                                 |
|  |   |                                 |

\*Company is not required to prepare Consolidated Financial Statements as there are no subsidiary and associate companies as on March 31, 2021 3. The Board of Directors of the Company, in their meeting held on March 29, 2022 have formed their opinion as specified in clause (x) of Schedule I to the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended, on reasonable grounds, that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board meeting resolution.

This report has been issued at the request of the Company solely for use of the Company in relation to filing information with the Public Announcement as per requirements of Schedule II of SEBI (Buyback of Securities) Regulation, 2018 and in connection with the proposed buyback of equity shares of the Company in pursuance of the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the SEBI Buyback Regulations, as amended and may not be suitable for any other purpose. Any legal or financial liability on us due to our responsibility is limited up to the amount of fees paid to us.

For ARUN K GUPTA & ASSOCIATES

Chartered Accountants Firm Registration No.: 000605N

UDIN: 22096655AFVMYR7043

Gireesh Kumar Goenka

Partner Membership No.: 096655

Place: Dahei

Date: 29-03-2022

Chartered Accountants Firm Registration No.:001211N/N500019

SUNIL NARWAL Partner Membership No.:511190 UDIN: 22511190AFVQFH3807

Date: 29-03-2022

For R N MARWAH & Co LLP

12. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT

12.1. As required under the Buyback Regulations, the Company has fixed Friday, April 08, 2022 as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buyback.

12.2. The Equity Shares to be bought back as part of the Buyback are divided into two categories: i. Reserved category for small

12.2. The Equity shares to be bought back as part of the buydack are divided into two categories. It Reserved category for all other shareholders; and it. General Category for all other shareholders, a "small shareholder" is a shareholder who holds equity sha having market value, on the basis of closing price on the stock exchange having highest trading volume as on the Record Date not more than Rs. 2.00.000- (Rupees Two Lakhs only). 12.4. In accordance with Regulation 6 of the Buyback Regulations, 15% (Fifteen percent) of the number of Equity Shares which the

12.4. In accordance with regulation of or the Buyback Regulations, 15% (rintern percent) of the familier of Equity Shares which the Company proposes to buyback or such number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as part of this Buyback.
12.5. On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including small shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the calculated based on the number of Equity Strates field by the respective strategies of the category to which such shareholder belongs. The final number of Equity Shares that the Company will purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company

may not purchase all of the Equity Shares tendered by an Eligible Shareholder.

In accordance with Regulation 9(ix) of the Buyback Regulations, in order to ensure that the same shareholders with multiple demandaccounts/folios do not receive a higher entitlement under the small shareholder category, the Company will club together the equity shares held by such shareholders with a common Permanent Account Number (PAN) for determining the category (small shareholder or general) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of the PANs of the joint shareholders is identical. In case of physical shareholders, when shares held in cases where the sequence of the point shareholders is identical. In case of physical antial chloders, where the sequence of PAN is identical, the Company will cobe the requirty shares held in such cases. Similarly, in case of physical shareholders where PAN is not available, the Company will check the sequence of names of the joint holders and club together the equity shares held in such cases where the sequence of name of joint shareholders is identical. The shareholding of institutional investors like mutual funds, pension funds/trusts, insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the registrar and transfer agent (the "Registrar") as per the

the entrementation account non-included based on information prepared by the register and draining agent (the register) as per the shareholder records received from the depositories.

12.7. After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

12.8. The participation of Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders may also accept a part of their entitlement. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders; if any, if the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of entitlement to tender Equity Shares in the Buyback

The entitlement dender equips claimers in the purpose.

12.9. The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.

12.10. The Equity Shares tendered as per the entitlement by the Eligible Shareholder as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified under the SEBI Circulars. Eligible Shareholders will receive a letter of offer along with a tender/offer form indicating their respective entitlement for participating in the Buvback.

12.11. Participation in the Buyback by shareholders will trigger tax on distributed income to shareholders (Buyback Tax) in India and such tax is to be discharged by the Company. Any income received by Eligible Shareholders pursuant to the Buyback of shares will not be included in the total taxable income of such shareholders. The Buyback will also be chargeable to securities transaction tax and stamp duty in India. The shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the

included in the letter of offer to be sent in due course to the Eligible Shareholder

13. PROCESS AND METHODOLOGY FOR BUYBACK 13.1. The Buyback is open to all Eligible Shareholders and beneficial owners of the Company i.e., the shareholders who on the Record date will be holding Equity Shares either in physical or dematerialized form on the Record Date.

13.15. Method of Settlement: Upon finalization of the Lorent Date.

13.2. The shares of the Company are listed on both the exchanges i.e. NSE and BSE. The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circulars and following the procedure prescribed in the Companies Act and the Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorised to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to

13.3. For implementation of the Buyback, the Company has appointed SMC Global Securities Limited as the registered broker to the Company (the "Company's Broker") to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows: SMC Global Securities Limited 11/6B, Shanti Chamber, Pusa Road, New Delhi – 110005, India

Contact Person: Mr. Nishant Agarwa Telephone: +91-11-30111333 Ext: 7531

Email: nishant.ag@smcindiaonline.com Website: www.smctradeonline.com SEBI Registration No.: INZ000199438

Validity Period: Permanent

Corporate Identity Number: L74899DL1994PLC063609 Corporate Identity Number: L/4899D.1994PLC063609

The Company will request NSE to provide a separate acquisition window ("Acquisition Window") to facilitate placing of bid by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of platform will be as specified by National Stock Exchange of India Limited from time to time. In the event, the Shareholder Broker(s) of any Eligible Shareholder is not registered with NSE as a trading member/stockbroker, then that Eligible Shareholder can approach any NSE registered stockbroker and can register themselves by using quick client code ("UCC") facility through the NSE registered stockholder (after submitting all details as may be required by such NSE registered stockbroker in compliance with applicable law).

13.5. The Buyback from the eligible shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies). Foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be, subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt provision by such Eligible Shareholders of such approvals, if an to extent necessary or required from concerned authorities including, but not limited to, approvals from Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed hereunder, if any,

The reporting requirements for Non-Resident Shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Seller Member through which the Equity Shareholder places the bid.

Modification/cancellation of the orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by single shareholder Eligible shareholder for selling the Equity Shares shall be clubbed and considered as "one" bid for the purposes of acceptance

The cumulative quantity tendered shall be made available on the website of NSE at <a href="https://www.nseindia.com">www.nseindia.com</a>, throughout the trading session and will be updated at specific intervals during the tendering period. The Company will not accept Equity Shares tendered for Buyback which under restraint order of the court for transfer/sale and/or

title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or

13.10. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible 14. COMPLIANCE OFFICER Shareholders through their respective stock brokers ("Stock Brokers") during normal trading hours of the secondary market. Stock Brokers can enter orders for demat shares as well as physical shares.

13.11. Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialized form:
 a. Eligible Shareholders who desire to tender their Equity Shares in electronic form under the Buyback would have to do so through their respective Stock Broker by indicating the details of Equity Shares they intend to tender under the Buyback.
 b. The Stock Broker would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity

Shares in the Buyback using the Acquisition Window of the Stock Exchange c. The lien shall be marked by the Seller Member in the demat account of the Shareholders for the shares tendered in the tender offer. Details of Shares marked as lien in the demat account of the Shareholder shall be provided by the Depositories to

d. In case, the Shareholders Demat Account is held with one Depository and Clearing Member pool and Clearing Corporation

In case, the shareholders Demark account is held with one Depository and Learning Member polar Oberpation.

Accounts held with other depository, shares shall be blocked in the shareholders demark account a source depository during the tendering period. Inter Depository Tender Offer ("IDT") instructions shall be initiated by the shareholders at source depository to Clearing Member/Clearing Corporation account at target depository. Source Depository shall block the shareholders securities (i.e., transfer from free balance to blocked balance) and sends IDT message to target Depository for confirming creation of lien, Details of shares blocked in the shareholders demat account shall be provided by the target Depository to the Clearing Corporation. e. For Custodian Participant orders, from demat Equity Shares early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participants orders, order modification shall revoke the custodian participant confirmation and the revised order shall

be sent to the custodian participant again for confirmation.

f. Upon placing the bid, the Stock Broker shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of the order submitted like bid ID number, application

number, DPID, client ID, number of Equity Shares tendered, etc. Intilized, Dr. Id., client Id., fullingto in Equity Shares, non-receipt of the completed tender form and other documents, but if the lien is marked successfully in the depository system and a valid bid in the exchange bidding system, the bid for buyback

shall be deemed to have been accepted

shall be deemed to have been accepted.

3.12. Procedure to be followed by Eligible Shareholders holding Equity Shares in the physical form:

In accordance with the Frequently Asked Questions issued by SEBI, "FAQs - Tendering of physical shares in Buyback offer/open offer/exit offer/delisting" dated February 20, 2020, and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/144 dated July 31, 2020, Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. The

procedure is as below:

a. Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Stock Broker along with the complete set of documents for verification procedures to be carried out including the (i) original share certificate(s), (ii) valid share transfer form(s) 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) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iii) self-attested copy of the shareholder's PAN Card, and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimer (iv) any other relevant occuments such as power or attorney, corporate authorization (including board resolution) separations in signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible 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 Aadhaar Card, Voter Identity Card or Passport.

b. Based on these documents, the Stock Broker shall place the bid on behalf of the Eligible Shareholder holding Equity Shares in the stock between the company to the property of the stock process of the stock of the Eligible Shareholder holding Equity Shares in the stock between the stock between the stock of the stock

physical form who wishes to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Upon placing the bid, the Stock Broker shall provide a TRS generated by the Stock Exchanges' bidding system to the Eligible Shareholder. The TRS will contain the details of the order submitted like folio number, certificate number, distinct mber of Equity Shares tendered, etc

c. The Stock Broker has to deliver the original share certificate(s) and documents (as mentioned above) along with the TRS either by registered post of courier or hand delivery to the Registrar (at the address mentioned at paragraph 14 below or the collection centres of the Registrar details of which we be included in the Letter of Offer) within 2 (two) days of closure of the Tendering Period. The envelope should be super-scribed as "FIL Buyback Office". 2022". One copy of the TRS will be retained by the Registrar and it will provide acknowledgement of the same to the Stock Broker/Eligib

12.11. Participation in the Buyback by shareholders will trigger tax on distributed income to shareholders (Buyback Tax) in India and such tax is to be discharged by the Company. Any income received by Eligible Shareholders pursuant to the Buyback of shares will not be included in the total taxable income of such shareholders. The Buyback will also be chargeable to securities transaction tax and stamp duty in India. The shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

12.12. Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be

13.13. Modification/cancellation of orders will be ellowed during the tendering period of the Buyback.

13.14. The cumulative quantity of Equity Shares tendered under the Buyback shall be made available on the website of the NSE at www.nseindia.com throughout the trading session and will be updated at specific intervals during the tendering period.

Upon finalization of the basis of acceptance as per Buyback Regulations:

a. The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.
b. The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearin

Corporation's bank accounts as per the prescribed schedule. The settlement of the fund obligation for Demat Shares shall be affected as per the SEBI circulars and as prescribed by NSE and Clearing Corporation from time to time. For Equity Shares accepted under Buyback, the Clearing Corporation's will make direct funds payout to the respective Shareholders. If the respective shareholder's bank account details are not available or if the fund transfers instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned seller broke settlement bank account for onward transfer to such respective Shareholders.

c. In case of Eligible Shareholder where there are specific RBI and other regulatory requirements pertaining to funds pay-out, which do not opt to settle through custodians, the funds pay-out would be given to their respective Seller broker settlement bank account for onward transfer to the Eligible Shareholders. For this purpose, the client type details would be collected from the Registrar to the Buyback.

d. Details in respect of Shareholder's entitlement for tender offer process will be provided to the Clearing Corporation by the Company or the Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the dema account of the shareholder. On settlement date, blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

e. In the case of Inter depository, Clearing Corporation will cancel the excess or unaccepted shares in the Target Depository. Source Depository will not be able to release the lien without a release of IDT message from Target Depository. Further, release of IDT message shall be sent by targe depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with Bid accepted tetall as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository. will cancel/release excess or unaccepted block shares in the demat account of shareholder. Post completion of tendering period and receivin the requisite details viz. Demat account details and bid accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from the shareholder's demat account and credit to Clearing Corporation settlement account in the target depository on settlement date.

Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned back to the Eligible Shareholders directly be the Registrar to the Buyback. The Company is authorized to split the share certificate and issue a new consolidated share certificate for the unaccepted Equity Shares, in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Equity Shareholders holding Equity Shares in the physical form.

The Equity Shares bought back in demat form would be transferred directly to the special demat account of the Company opened for the Buyba ("Company Demat Account").

h. Eligible Shareholders who intend to participate in the Buyback should consult their respective Stock Broker for any cost, applicable taxes charges and expenses (including brokerage, securities transaction tax and stamp duty) etc., that may be levied including by the Stock Broke upon the Eligible Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration receive by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage, securities transaction tax and stamp duty) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage, securities transaction tax and stamp duty) incurred solely by the Eligible Shareholders.

The Seller broker would issue a contract note & pay consideration for the Equity Shares accepted under the Buyback and will unblock the excess

unaccepted Equity Shares. Company Broker would also issue a contract note to the Company for the Equity Shares accepted under th

i. In case of certain shareholders viz., NRIs, non-residents, etc. (where there are any specific regulatory requirements pertaining to fund payou including those prescribed by RBI) who do not opt to settle through custodians, the funds pay-out would be given to their respective Shareholde brokers settlement accounts for releasing the same to such shareholder's account.

k. The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be

extinguished in the manner and following the procedure prescribed in the Buyback Regulation:

SOMPLIANCE OFFICER
westors may contact the Company Secretary of the Company for any clarifications or to address their grievances, if any, during office hours i.e., fron 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address:

Mr. Raman Kumar Jha

Company Secretary & Compliance Officer Filatex India Limited

Bhageria House 43, Community Centre, New Friends Colony, New Delhi – 110025 ne: 011-26312503, 26848633/44, Fax: 011-26849915

E-mail: secretarial@filatex.com 15. REGISTRAR TO THE BUYBACK/INVESTOR SERVICE CENTRE

in case of any queries, shareholders may also contact the Registrar to the Buyback or the Investor Relations team of the Company, during office hour i.e., from 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address: Registrar to the Buyback

MCS Share Transfer Agent Limited
Address: F-65, Okhla Industrial Area Phase-I, New Delhi-110020 Contact Person : Mr. Amariit hone: 011-41406148, Fax: 011-41709881

Email: admin@mcsregistrars.com SEBI Registration No : INR000004108 Corporate Identity Number: U67120WB2011PLC165872

MANAGER TO THE BUYBACK Corporate

**Professionals** Corporate Professionals Capital Private Limited D-28, South Extension Part-1, New Delhi-110049. India Phone: 011-40622230/40622251/40622209  $\textbf{Email:} \ \underline{mb@indiacp.com} \ \textbf{Website:} \ \underline{www.corporateprofessionals.com}$ Investor grievance e-mail: mb@indiacp.com Contact person: Ms. Aniali Aggarwal

SEBI Registration No.: INM000011435 CIN: U74899DL2000PTC104508 DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Annour and confirms that such document contains true, factual and material information and does not contain any misleading information

For and on behalf of the Board of Filatex India Limited Madhu Sudhan Bhageria Madhav Bhageria Raman Kumar Jha / Secretary & Compliance Offic Chairman & Managing Director (DIN: 00021934) Managing Director & CFO (DIN: 00021953) (Membership No. F8086)

Date: March 29, 2022

W <u>अल्पावधि ऋण हेतु आमंत्रण का प्रस्ताव</u> भारतीय खाद्य निगम द्वारा 3 माह की समयावधि हेतु अनुसूचित बैंकों से अल्पावधि ऋण के माध्यम से रु 30,000 करोड़ की राशि उधार लेने हेतु विचार किया जा रहा है। जानकारी के लिए 'https:/ eprocure.gov.in/eprocure/app और 'http://fci.gov.in/ tender.php देखें। प्रस्ताव जमा करने की अंतिम तिष्

20.04.2022 को प्रातः 11.00 बजे तक है। महाप्रबंधक (निधि टेली. नं.- 011-43527407 राष्ट्र के खाद्य सुरक्षा प्रहरी



प्रधानकार्यालय, बैंक ऑफ इंडिया , स्टार हाउस, वित्त विभाग, बांदा कुर्ला संकुल, आटवा माला, प्लॉट क्रमांक : सी-5, जी-ब्लॉक बांद्रा बैंक ऑफ़ इंडिया पूर्व, मुंबई-400051 इंमेल HeadOffice Finance@bankofindia.co in

कोटेशन आमंत्रण

बैंक के पैनल मैं नियुक्ति हेतु पात्र एक्चूयरी से कोटेशन आमंत्रित की जाती है। पूर्व योग्यता शर्तें एवं आमंत्रण प्रारूप बैंक की वैबसाइट www.bankofindia.co.in फ उपलब्ध हैं। सील बंध कोटेशन प्राप्त की अंतिम तिथि 11.04.2022 दोपहर 3 बजे तक हैं।

31.03.2022



*शेन्ट बेंक* होम फायनेन्स लिमिटेड **Cent Bank Home Finance Limited** Corporate Office, Central Bank of India Building, Fort, Mumbai-400023

Subsidiary of Central Bank of India सेन्ट्रल बैंक ऑफ इण्डिया की अनुषंगी

**REQUEST FOR PROPOSAL** For Engagement of Agency for Supply of Manpower

Proposals are invited from companies/agencies for the purpose of selection of Manpower agency. Details and RFP documents can be obtained from our website www.cbhfl.com and https://eprocurement.abcprocure.com/EPROC Last date for submission of proposal 16/04/2022 by 5:00 pm.

GM CBHFL reserve the right to accept or reject any proposal or all the offers without assigning any reason. Further addendum and corrigendum, if any will be published on website only and not in news paper.



निविदा आमंत्रण सूचना आइ इजानियारंग सावसंज लिमटेंड 2 वर्ष ( + 1 साल) का अवधि वाला निम्नालाख

| निविदा संदर्भ            | एआईईएसएल/निविदा/एईपी गैर-एईपी/2021/01-आर 1<br>विनांक 22.03.22 |
|--------------------------|---|
| निविदा विवरण             | मुंबई में मॅनपॉवर सर्विसेस का प्रावधान                        |
| लगभग आवश्यकता            | 115 लोग (एईपी-51, गैर-एईपी-64)                                |
| अंतिम तिथि               | 13-04-2022  |
| ईएमडी                    | एईपी-5,64,000/- गैर-एईपी 6,50,000/-                           |
| प्री–बिड मीटिंग की तारीख | 29-03-2022  |

निविदा के लिए बोलियां आमंत्रित करता है

निविदा दस्तावेजों से संबंधित अधिक जानकारी के लिए, हमारी वेबसाइट देखें http://www.aiesl.in



Ref. No.: UPSUGARFED/7928/GM(AT)/Proi Fin/36 ई-टेण्डर नोटिस

उ.प्र. के सहकारी क्षेत्र में स्थित अनूपशहर, ननौता, सम्पूर्णानगर, नानपारा, स्नेहरोड एवं सठियाँव आसवनियों का वित्तीय वर्ष 2022–23 एवं 2023–24 के दौरान तकनीकी संचालन आउटसोर्सिग से कराने हेतु पार्टी का चयन करने के लिए अनुभवी निविदादाताओं से ई–निविदाएं आमंत्रित की जाती हैं। ई–निविदा की विस्तृत नियम व शर्ते ई–टेण्डर पोर्टल https://etender.up.nic.in एवं संघ की वेव साइट www.upsugarfed.org पर दिनांक

16.03.2022 से उपलब्ध रहेंगे। तकनीकी व वित्तीय विड का कार्यक्रम निम्नवत है :-ई—निविदा सबिमशन की अन्तिम 🛮 ई—निविदा की तकनीकी विड ई–निविदा की वित्तीय विड तिथि व समय खलने की तिथि व समय खलने की तिथि व समय 

प्रबन्ध निदेशक संघ को एक अथवा समस्त निविदाओं को बिना कारण बताये निरस्त करने

का अधिकार सरक्षित रहेगा। धरोहर धनराशि ई.एम.डी. – रु. 10.0 0 लाख प्रति आसवनी

ई—निविदा प्रपत्र शुल्क—रु. १००००.०० + १८ प्र.श. जी.एस.टी. (नान रिफन्डेबल)

नोट : जिन निविदादाताओं ने दिनांक 21.12.2021, 18.01.2022, 15.03.2022 एवं 25.03. 2022 की ई-निविदा में भाग लिया था, उनकी दिनांक 21.12.2021, 18.01.2022, 15.03. 2022 एवं 25.03.2022 की ई–निविदा में जमा धरोहर राशि इस ई–निविदा हेतु मान्य होगी। ई-निविदा प्रपत्र शुल्क हेतु रु. १००००.००-१८ प्र.श. जी.एस.टी. (नान रिफन्डेबल) निविदादाताओं को पृथक से जमा करना होगा ।

### POST-OFFER PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF UNIVERSUS PHOTO IMAGINGS LIMITED

(CIN: L22222UP2011PLC103611)

Registered Office: 19th km, Hapur, Bulandshahr road, PO GuloathiBulandshahr, Uttarpradesh - 245408, India Tel No.: 011-40322100 Website: www.universusphotoimagings.com, Email: cs\_uphoto@universusphotoimagings.com Contact Person: Mr. Suresh Kumar, Company Secretary

"Manager" or "Manager to the Offer") for and on behalf of the Consolidated Photo & Finvest Limited, member of promoter and promoter group along with other members of promoter group of Universus Photo Imagings Limited, (the "Acquirer(s)") to the Public Shareholders as defined under Regulation 2(1)(t) of the Securities and Exchange Board of India (Delisting of Equity Shares

Regulations, 2021, as amended, ("SEBI Delisting Regulations") (as defined below) ("Public Shareholders") of Universus Photo Imagings Limited (the "Company") in respect of the acquisition of the fully paid up equity shares of the company with a face value Rs 10 each ("Equity Shares") that are held by the Public Shareholders and consequent voluntary delisting of the equity shares of the Company from BSE Limited and National Stock Exchange of India Limited ("Stock Exchange") pursuant to Regulation 17(4) and other applicable provisions of SEBI Delisting Regulations ("Delisting Offer"). This Post Offer Public Announcement is in continuation to and should be read in conjunction with the Detailed Public Announcement published on March 11, 2022 (the "Detailed Public Announcement" or "DPA") in Business Standard - English and Hindi (all editions) and Pratahkal - Marathi (Mumbai edition), the Letter of Offer dated March 14, 2022, (the "LOF") and the corrigendum to the Detailed Public Announcement and Letter of Offer published or March 16, 2022 (the "Corrigendum"). Capitalized terms used but not defined in this Post Offer Public Announcement shall have the same meaning assigned to them as in the

Detailed Public Announcement and the Letter of Offer.

The Acquirer, issued Detailed Public Announcement to acquire up to 27,86,333 ("Offer Shares") representing 24.45% of the total issued share capital of the Company from the Public Shareholders pursuant to Part B of Chapter III read with Chapter IV of the SEBI Delisting Regulations and other applicable terms of DPA and LOF. The Public Shareholders holding Equity Shares of the Company were nvited to submit their Bids pursuant to the Reverse Book Building process ("RBBP") as prescribed in the SEBI Delisting Regulations through Stock Exchange Mechanism during the Offer Period (i.e. from March 23, 2022 to March 29, 2022), in accordance with the SEBI Delisting Regulations.

 FAILURE OF THE DELISTING OFFER
 1.1. In terms of Regulation 21 of the SEBI Delisting Regulations, this Delisting Offer would be deemed to be successful only if a minimum of 16,91,673 (Sixteen Lakhs Ninety One Thousand Six Hundred and Seventy Three) equity shares were tendered and acquired in the Delisting Offer at or below the Exit Price so as to cause the cumulative number of Equity Shares held by the Acquirer, post acquisition through the Acquisition Window Facility to be equal to or in excess of 98,51,944 (Ninety Eight Lakhs Fifty Lakhs Fifty Fifty Figure 2008).One Thousand Nine Hundred and Forty Four) Equity Shares, i.e 90% of the total issued Share Capital of the Company, excluding shares held under IEPF and considered as inactive shareholders ("Minimum Acceptance Condition").

1.2. In the Reverse Book Building Process, total of 19,15,786 Equity Shares have been validly tendered between price range betwee from Rs. 567.43 per Equity Share to Rs. 5.674 per Equity Share, which is higher than the Minimum Acceptance Condition, as mentioned in Clause 1.1 of this Post Offer Public Announcement and the post Delisting Offer shareholding of the Acquirer, has exceeded 90% of the total issued number of Equity Shares (excluding shares held under IEPF and considered as inactive

shareholders), therefore, the Delisting Offer is deemed to be successful in terms of Regulation 21 of the SEBI Delisting Offer. 1.3. In terms of Regulation 20 of the SEBI Delisting Regulations, the Discovered Price (being the price at which the shareholding of the Promoter Group reached 90% pursuant to the Equity Shares tendered in the Reverse Book Building Process) is Rs. 1500/-(Rupees Fifteen Hundred Only) per Equity Share. The Acquirer pursuant to the provisions of SEBI Delisting Regulations and ir

exercise of their discretion, has rejected the Discovered Price. The Delisting Offer is thus considered to have failed in terms of Regulation 23(1)(b) of SEBI Delisting Regulations.

1.5. Pursuant to Regulation 23(2) of the SEBI Delisting Regulations, the equity shares tendered/ offered in terms of Schedule II of the SEBI Delisting Regulations shall be released/ returned on the date of making public announcement for the failure of the delistin offer under Regulation 17(4) of SEBI Delisting Regulations. All other terms and conditions set forth in the Detailed Public Announcement and the Letter of Offer remain unchanged. This

of the Delisting Regulations. All queries may be directed to the Manager to the Offer or the Registrar to the Offer.

Post Offer Public Announcement is issued on behalf of the Acquirer by the Manager to the Offer in terms of Regulation 17(4)

REGISTRAR TO THE OFFER

500032, Telangana, India

Website:www.kfintech.com

Validity Period: Permanent

Kfin Technologies Private Limited

Contact Person: Mr. M Murali Krishna

SEBI Registration No.: INR000000221

Telephone: +91-4067162222/18003094001 Email: upil.delistingoffer@kfintech.com

KFINTECH

Selenium, Tower B, Plot No. 31 & 32, Financial District

Nanakramguda, Serilingampally, Hyderabad, Rangareddi-

Corporate **Professionals** 

Corporate Professionals Capital Private Limited

D-28, South Extension Part-1, New Delhi-110049, India Contact person: Ms. Aniali Aggarwal Telephone: 011-40622230/40622215

MANAGER TO THE OFFER

Website: www.corporateprofessionals.com

SEBI Registration No.: INM000011435 Validity Period: Permanent

On behalf of Acquirer to the Offer

Iti Goyal Company Secretary

Corporate Identity Number: U72400TG2017PTC117649

Director

for Consolidated Photo &Finvest Limited

Email: mb@indiacp.com

Place: New Delhi Date: March 30, 2022

Manoj Kumar Rastogi Managing Director

Corporate Identity Number: U74899DL2000PTC104508

Radhey Shyam