

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF TIPS INDUSTRIES LIMITED.

This public announcement ("Post Buyback Public Announcement") is being made in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 and subsequent amendments thereof ("Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated March 23, 2020 published on March 24, 2020 ("Public Announcement") and letter of offer dated May 26, 2020 ("Letter of Offer") and Dispatch Advertisement dated May 27, 2020 published on May 28, 2020 in pursuant to the SEBI Relaxation Circular dated May 14, 2020. The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1. Tips Industries Limited ("Company") had announced the Buyback of up to 13,50,000 (Thirteen Lakhs Fifty Thousand Only) fully paid-up equity shares of ₹10/- (Rupees Ten only) each of the Company ("Equity Shares") representing up to 9.43% of the total issued and paid-up Equity Share capital of the Company at a price of ₹140/- (Rupees One Hundred and Forty only) per Equity Share ("Buyback Price") payable in cash for an aggregate amount of up to ₹18,90,00,000/- (Rupees Eighteen Crores and Ninety Lakhs only) ("Buyback Size"), which is up to 24.62% of the aggregate of the fully paid-up Equity Share capital and free reserves as per the latest audited condensed interim standalone financial statements for the nine months period ended December 31, 2019 (the "Audited Financial Statements") and the Buyback Size does not include transaction costs expenses incurred or to be incurred for the Buyback like filing fees payable to the Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses, brokerage, applicable taxes inter alia including Buyback taxes, securities transaction tax, GST, stamp duty, etc and other incidental and related expenses ("Transaction Cost"), out of the free reserves of the Company and/or such other permitted source by the Buyback Regulations or the Companies Act, on a proportionate basis through the Tender offer route as prescribed under the Buyback Regulations, to all of the shareholders of the Company who hold Equity Shares as of the record date i.e. Friday, April 03, 2020 ("Record Date") ("Buyback").

The Company had adopted the Tender Offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, including any amendments or statutory modifications for the time being in force.

1.2. The Buyback opened on **Tuesday, June 02, 2020** and closed on **Monday, June 15, 2020**.

2. DETAILS OF BUYBACK

2.1. The total number of Equity Shares bought back under the Buyback were 13,50,000 (Thirteen Lakhs Fifty Thousand) Equity Shares, at a price of ₹140 (Rupees One Hundred and Forty Only) per Equity Share.

2.2. The total amount utilized in the Buyback was ₹18,90,00,000/- (Rupees Eighteen Crores Ninety Lakhs only) excluding Transaction Cost.

2.3. The Registrar to the Buyback i.e. Link Intime India Private Limited ("Registrar"), considered valid bids for 666 Equity Shares in response to the Buyback resulting in the subscription of approximately 1.9719 times of the maximum number of Equity Shares proposed to be bought back. The details of valid bids considered by the Registrar, are as follows:

Category of Shareholders	No. of Equity Shares Reserved in the Buyback	No. of Valid Bids	Total Equity Shares Validly Tendered	% Response
a) Reserved category for Small Shareholders	2,02,500	596	2,53,810	1.2534
b) General category for eligible equity shareholder other than the Small Shareholders	11,47,500	70	24,08,214	2.0987
Total	13,50,000	666	26,62,024	1.9719

2.4. All valid bids were considered for the purpose of acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/ rejection has been dispatched by the Registrar via email to the respective Eligible Shareholders with registered Email IDs with the Company or the Depository, on, June 24, 2020.

2.5. The settlement of all valid bids was completed by the Indian Clearing Corporation Ltd ("ICCL") on June 24, 2020. The funds in respect of accepted Equity Shares were paid out directly to the Eligible Shareholders by ICCL. If bank account details of any Eligible Shareholders holding Equity Shares in dematerialized form were not available or if the funds transfer instructions were rejected by the Reserve Bank of India of any or relevant bank, due to any reason, then the amounts payable to the Eligible Shareholders will be transferred to the concerned Seller Members for onward transfer to such Eligible Shareholders holding Equity Shares in dematerialized form.

2.6. Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on June 24, 2020. Excess demat Equity Shares or unaccepted demat Equity Shares were returned to respective Seller Members/custodians by the Indian Clearing Corporation on Thursday, June 24, 2020.

2.7. The extinguishment of 13,50,000 Equity Shares accepted under the Buyback, is currently under process and shall be completed on or before Wednesday, July 01, 2020.

2.8. The Company, and its respective directors, accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The present capital structure of the Company, pre Buyback i.e. as on Record Date and post Buyback, is as follows:

(₹ In Lakhs)

Sr. No.	Particulars	Pre Buyback# Amount (₹)	Post Buyback* Amount (₹)
1.	Authorized Share Capital:		
	2,00,00,000 Equity Shares of ₹ 10/- each	2000.00	2000.00
2.	Issued, Subscribed and Paid-up Capital:		
	14,318,659* Equity Shares of ₹ 10/- each	1431.87	1296.87

as on the Record Date and as disclosed in the LOF

* Subject to extinguishment of 13,50,000 Equity Shares.

3.2. Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as under:

Sr. No.	Name of Shareholder	Number of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of post buyback Equity Shares
1	Kumar S Taurani	252115	18.68%	1.94%
2	Ramesh S Taurani	251628	18.64%	1.94%
3	Varsha R Taurani	219077	16.23%	1.69%
4	Renu Kumar Taurani	218590	16.19%	1.69%
5	Subhkam Properties LLP	79505	5.89%	0.61%
6	Avinash P Wadhwa	17739	1.31%	0.14%
7	RiddiSiddhi Bullions Limited	13778	1.02%	0.11%
8	Bhimavarapu Sridhar Reddy	13577	1.01%	0.10%

3.3. The shareholding pattern of the Company, pre Buyback i.e. as on Record Date and post Buyback, is as under:

Category of Shareholder	Pre Buyback#		Post Buyback*	
	Number of Shares	% to pre Buyback Equity Share capital	Number of Shares	% to post Buyback Equity Share capital
Promoter and Persons in Control	1,07,12,762	74.82	97,71,352	**75.35
Foreign Investors (including Non-Resident Indians, FPIs, Foreign Banks, Foreign Nationals, FIIs and Foreign Mutual Funds)	16,694	0.12		
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions, Alternate Investment Funds and NBFCS	2,000	0.01	31,97,307	24.65
Others (Public, Public Bodies Corporate, Clearing Members, Trust, and HUF etc.)	35,87,203	25.05		
Total	1,43,18,659	100.00	1,29,68,659	100.00

as on the Record Date and as disclosed in the LOF

* Subject to extinguishment of 13,50,000 Equity Shares.

** the Company undertakes to achieve minimum level of public shareholding as specified in Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 (SCRR) within the time and in the manner as prescribed under the SCRR and the Listing Regulations.

4. MANAGER TO THE BUYBACK

INGA VENTURES PRIVATE LIMITED

1229, Hubtown Solaris, N.S. Phadke Marg,

Opp. Telli Galli, Andheri (East), Mumbai 400069

Tel. No.: 022 26816003, 9820276170, Fax No.: 022 26816020;

Contact Person: Kavita Shah;

Email: kavita@ingaventures.com;

Website: www.ingaventures.com;

SEBI Registration No: INM000012698;

Validity: Permanent

CIN: U67100MH2018PTC318359



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5. DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued 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 Directors of Tips Industries Limited

Sd/- Kumar S. Taurani Chairman & Managing Director (Director Identification Number (DIN): 00555831)	Sd/- Ramesh S. Taurani Managing Director (Director Identification Number (DIN): 00010130)	Sd/- Bijal Patel Company Secretary & Compliance Officer (Membership Number:A30140)
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Date : June 24, 2020

Place : Mumbai