

# SKP SECURITIES LIMITED

CIN: L74140WB1990PLC049032

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Company Secretary and Compliance Officer: Ms. Alka Khetawat

## POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF SKP SECURITIES LIMITED

This Post Buyback Public Announcement ("Post Buyback PA") is published pursuant to Regulation 24(vi) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 ("Buyback Regulations"). This Post Buyback PA should be read in conjunction with the Public Announcement ("PA") dated June 24, 2019 and the Letter of Offer ("LOF") dated October 15, 2019. The terms used but not defined in this Post Buyback PA shall have the same meanings as assigned in PA and LOF.

### A. THE BUYBACK:

1. This is in continuance to the PA and the LOF in connection with the Buyback of upto 9,95,000 (Nine Lakhs Ninety Five Thousand) fully paid-up Equity Shares of face value Rs. 10/- each ("Equity Shares") from the existing shareholders/ beneficial owners of SKP Securities Limited (the "Company" or "SKP") holding Equity Shares as on record date i.e., July 05, 2019, on a proportionate basis, through the tender offer route at a price of Rs. 70/- (Rupees Seventy Only) per equity share payable in cash, for an aggregate amount of Rs. 6,96,50,000/- (Rupees Six Crores Ninety Six Lakhs Fifty Thousand Only) excluding Company's transaction costs viz. brokerage, securities transaction tax, GST, stamp duty, etc. The Buyback Offer Size is 24.99% and 24.96% of the fully paid-up equity share capital and free reserves as per the latest Audited Standalone and Consolidated Financials of the Company for the financial year ended March 31, 2019 respectively.

2. The Company has adopted Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through the "Mechanism for acquisition of shares through Stock Exchange" as provided under the Buyback Regulations and Circular No. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with Circular No. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, issued by the Securities and Exchange Board of India.

3. The Tender period for the Buyback opened on Friday, October 25, 2019 and closed on Friday, November 08, 2019.

### B. DETAILS OF THE BUYBACK:

1. The Company has completed the process of the Buyback and has accepted 9,95,000 equity shares which were tendered in the Buyback offer at a price of Rs. 70/- per equity share aggregating to Rs. 6,96,50,000/- (Rupees Six Crores Ninety Six Lakhs Fifty Thousand Only) excluding Company's transaction costs viz. brokerage, securities transaction tax, Goods and Service Tax, Stamp Duty, etc.

2. The Registrar to the Buy-back, Maheshwari Datamatics Private Limited, considered a total of 143 valid bids for 16,87,676 Equity Shares in response to the Buy-back, which is approximately 1.6962 times the maximum number of Equity Shares proposed to be bought back. The details of valid applications considered by the Registrar to the Buy-back are as follows:

Category of Shareholders	No. of equity shares reserved in Buyback	No. of valid applications	Total valid equity shares tendered	% response	No. of equity shares accepted
Reserved Category for small shareholders	1,49,250	125	81,959	54.91%	81,959
General Category of other shareholders	8,45,750	18	16,05,717	189.86%	9,13,041
<b>Total</b>	<b>9,95,000</b>	<b>143</b>	<b>16,87,676</b>	<b>169.62%</b>	<b>9,95,000</b>

3. All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the process as described in the LOF. The communication of acceptance/ rejection has been dispatched by the Registrar to the Buyback to the eligible shareholders on Friday, November 15, 2019.

4. The settlement of all valid bids was completed by the Indian Clearing Corporation Limited on Friday, November 15, 2019. The funds in respect of accepted Equity Shares were paid out to the respective seller members / custodians. If Eligible Shareholders bank account details were not available or if the funds transfer instruction was rejected by RBI/ respective bank, due to any reason, such funds were transferred to the concerned Shareholder Brokers' settlement bank account for onward transfer to such Eligible Shareholders.

5. The dematerialized Equity Shares accepted under the Buy-back were transferred to the Company's demat escrow account on Friday, November 15, 2019. The unaccepted demat Equity Shares were returned to respective seller members / custodians by the Indian Clearing Corporation Limited on Friday, November 15, 2019.

6. The Company shall initiate steps for extinguishment of 9,95,000 Equity Shares accepted pursuant to the Buyback and shall complete the same in accordance with the Buyback Regulations.

### C. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

1. The capital structure of the Company Pre and Post Buyback is as under:

Particulars	Pre-Buyback (Amount in Rs.)	Post-Buyback (Amount in Rs.)
<b>Authorized Equity Share Capital</b> 1,00,00,000 Equity Shares of face value of Rs. 10/- each	<b>10,00,00,000/-</b>	<b>10,00,00,000/-</b>
<b>Issued, Subscribed and Paid-up Equity Shares</b> 43,99,400 Equity Shares of face value of Rs. 10/- each 34,04,400 Equity Shares of face value of Rs. 10/- each	<b>4,39,94,000/-</b>	<b>3,40,44,000/-<sup>#</sup></b>

# Subject to Extinguishment of 9,95,000 equity shares.

2. The details of the shareholders/beneficial owners from whom Equity Shares exceeding 1% of the total Equity Shares accepted for buyback are as mentioned below:

Sr. No.	Name	No. of Equity Shares Accepted	% of total Equity Shares Accepted for the Buyback	% of total post Buyback Equity Shares
1.	Naresh Pachisia	5,06,446	50.90%	14.88%
2.	Pushpa Devi Bangur	90,987	9.14%	2.67%
3.	Naresh Pachisia & Sons (HUF)	79,675	8.01%	2.34%
4.	Manju Pachisia	62,960	6.33%	1.85%
5.	Credwyn Holdings (India) Pvt. Ltd.	59,339	5.96%	1.74%
6.	Nikunj Pachisia	34,719	3.49%	1.02%
7.	Vaibhav Pachisia	34,719	3.49%	1.02%
8.	Hemant Bangur	14,179	1.43%	0.42%
9.	Vinita Bangur	14,179	1.43%	0.42%
	<b>Total</b>	<b>8,97,203</b>	<b>90.18%</b>	<b>26.36%</b>

3. The shareholding pattern of the Company Pre and Post Buyback is as under:

Particulars	Pre-Buyback		Post-Buyback*	
	Number of Shares	% of Shareholding	Number of Shares	% of Shareholding
Promoter and persons acting in concert (collectively "the Promoters")	32,99,000	74.99%	25,80,481	75.80%
Foreign Investors (including Non-Resident Indians, FIs and Foreign Mutual funds)	2,749	0.06%		
Financial Institutions/ Banks & Mutual Funds promoted by Banks/ Institutions	0	0.00%	8,23,919	24.20%
Others (Public, Public Bodies Corporate etc.)	10,97,651	24.95%		
<b>Total</b>	<b>43,99,400</b>	<b>100.00%</b>	<b>34,04,400</b>	<b>100.00%</b>

\*Subject to Extinguishment of 9,95,000 equity shares.

### D. Manager to the Buyback:

	<b>VC Corporate Advisors Private Limited</b> CIN: U67120WB2005PTC106051 SEBI REGN. No.: INM000011096 Validity of Registration: Permanent (Contact Person: Ms. Urvi Belani) 31 Ganesh Chandra Avenue, 2nd Floor, Suite No. -2C, Kolkata-700 013. Phone No : (033) 2225-3940, Fax : (033) 2225-3941 Email: mail@vccorporate.com, Website: www.vccorporate.com
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### E. Director's Responsibility:

As per Regulation 24(ii)(a) of the Buyback Regulations, the Board of Directors of the Company accept responsibility for all the information contained in this Post Buyback Public Announcement or any other advertisement, circular, brochure, publicity material which may be issued and confirm that the information in 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 SKP Securities Limited

Sd/-  
Naresh Pachisia  
Managing Director  
DIN: 00233768

Sd/-  
Nikunj Pachisia  
Whole Time Director  
DIN: 06933720

Sd/-  
Alka Khetawat  
Company Secretary & Compliance Officer  
ACS No. 47322