

**PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1), REGULATION 4 READ WITH REGULATION 13 AND REGULATION 14 AND REGULATION 15(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF**

**SHARP INDIA LIMITED**

**("SHARP"/ "SIL"/ "TARGET COMPANY"/ "TC")**

**(Corporate Identification No. L36759MH1985PLC036759)**

**Registered Office: Gat No 686/4 Tal Shirur Koregaon Bhima, Pune, Maharashtra - 412216**

**Phone No.: +91-2137 670000/01;**

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**CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS**

**OPEN OFFER FOR ACQUISITION OF 64,86,000 (SIXTY-FOUR LACS EIGHTY-SIX THOUSAND) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH ("EQUITY SHARES") CONSTITUTING 25%\* OF THE VOTING SHARE CAPITAL OF SIL, FROM THE PUBLIC SHAREHOLDERS OF SIL BY M/S. SMART SERVICES PRIVATE LIMITED (HEREINAFTER REFERRED TO AS THE "ACQUIRER") PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND REGULATION 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")**

*\*As per the SEBI (SAST) Regulations, the Open Offer under Regulations 3(1) & 4 is required to be given for at least 26% of the voting share capital of the Target Company. However, the shareholding of the Public Shareholders as on date of the Public Announcement is 25% and therefore the Offer represents 25% of the voting share capital of the Target Company, being the entire public shareholding.*

**DEFINITIONS:**

"Equity Shares" means the fully paid-up equity shares of the Target Company of face value of Rs.10/- (Rupees Ten Only) Each.

"Fully Paid-up Equity Share Capital" means paid up share capital of the Target Company i.e., Rs. 25,94,40,000 divided into 2,59,44,000 Equity Shares of Rs. 10/- Each.

"Offer" or "Open Offer" means the open offer for acquisition of up to 64,86,000 (Sixty-Four Lacs Eighty-Six Thousand) Equity Shares, representing 25% of the Fully Paid-up Equity Share Capital.

"Offer Price" has the meaning described to such term under paragraph 1.

"Offer Size" has the meaning described to such term under paragraph 1.

"Public Shareholders" means Shareholders of Target Company other than Parties to the Agreement.

"Selling Shareholder" means Sharp Corporation (Seller), being the promoter of the Target Company.

"SEBI" shall mean the Securities and Exchange Board of India.

"SPA" or "Agreement" has the meaning described to such term under paragraph 2.

"Voting Share Capital" means total voting equity capital of the Target Company on a fully diluted basis expected as of tenth (10<sup>th</sup>) working day from the closure of the tendering period of the Offer.

"Working Day" means any working day of SEBI.



## 1. OFFER DETAILS:

- **Offer Size:** This Open Offer is being made by the Acquirer for acquisition of 64,86,000 (Sixty-Four Lacs Eighty-Six Thousand) fully paid-up Equity Shares of Rs. 10/- Each constituting 25% of the voting share capital of the Target Company.
- **Offer Price:** An offer price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share (hereinafter referred to as the "Offer Price") will be offered for the equity shares tendered during the tendering period assuming full acceptance, the total consideration payable by the Acquirer will be Rs. 6,48,60,000/- (Rupees Six Crores Forty-Eight Lacs Sixty Thousand Only).
- **Mode of Payment:** The entire consideration will be paid in cash, in accordance with the provisions of Regulation 9(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Regulations).
- **Type of Offer ( Triggered offer, Voluntary offer/competing offer etc.):** The Offer is a Triggered Offer made under Regulation 4 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pursuant to the execution of the Share Purchase Agreement entered by Acquirer (as detailed herein below) for control of the Target Company, and to classify the Acquirer as "Promoter" of the Target Company in accordance with the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations.

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

This Offer is being made pursuant to the execution of the following agreement by the Acquirer:

- An Agreement dated April 14, 2026 to purchase 1,94,58,000 equity shares constituting 75.00% of the voting share capital of the Target Company from Sharp Corporation (Seller) at a consideration of Rs. 10/- per Equity Share ("SPA").

Above Share Purchase Agreement ("SPA") is hereinafter referred to as the "Agreement" or "Share Purchase Agreement".

Given below are the details of underlying transactions:

Details of underlying transaction						
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/ Allotment/ market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares /VRs acquired (Rs. In Lacs)	Mode of payment (Cash / securities)	Regulation which has triggered
		Number	% vis a vis total Equity / voting capital			
Direct	Execution of Share Purchase Agreement dated April 14, 2026 ("SPA") by the Acquirer and the Seller, for acquisition of 1,94,58,000 Equity Shares at a price of Rs. 10/- per Equity Shares, as per the terms of the Share Purchase Agreement.	1,94,58,000	75.00% of the voting share capital	1,945.80	Cash	Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations 2011

**Note:** Pursuant to this Offer, the Acquirer shall become the Promoter of the Target Company. The existing promoter shall cease to be the promoter of the Target Company and shall be reclassified as public category shareholder in accordance with Regulation 31A(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.



**3. DETAILS OF THE ACQUIRER:**

Name of Acquirer	Address	Name(s) of persons in control/promoters of acquirer where Acquirer is company	Name of the Group, if any, to which the Acquirer belongs to	Pre-Transaction Shareholding Number and % of Total Present Share Capital	Proposed shareholding after acquisition of shares which triggered open offer Number and % of Voting Share Capital	Any other interest in the Target Company
M/s. Smart Services Private Limited	403, Western Court, Building D, Opp. E-Square, Bhamburda, Shivaji Nagar, Pune, Maharashtra - 411016	Mrs. Shaila Gaikwad, M/s. Corporate Legal Consulting Private Limited and One Global Trust	N.A.	Nil (0.00%)	1,94,58,000 (75.00%)	N.A.

**4. DETAILS OF SELLING SHAREHOLDER:**

Name	Part of promoter Group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre- Transaction		Post Transaction	
Seller:		Number	%	Number	%
Sharp Corporation (Seller)	Yes-Promoter	1,94,58,000	75.00%	Nil	Nil
<b>Total</b>		<b>1,94,58,000</b>	<b>75.00%</b>	<b>Nil</b>	<b>Nil</b>

**5. TARGET COMPANY:**

The Target Company i.e., Sharp India Limited having its present registered office at Gat No 686/4 Tal Shirur Koregaon Bhima, Pune, Maharashtra - 412216.

The shares of the Target Company are listed at BSE Limited ("BSE") having scrip code and id is 523449 and SHARP respectively.

The Equity Shares of Target Company are infrequently traded on BSE in terms of Regulation 2(1)(j) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**6. OTHER DETAILS:**

- 6.1 This is to inform all the Shareholders of Target Company that the details of the open offer would be published shortly in the newspaper in terms of the provisions of Regulation 14(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 vide a Detailed Public Statement on or before April 21, 2026.
- 6.2 The Acquirer undertakes that it is aware and will comply with its obligations under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and have adequate financial resources to meet the Offer obligations.
- 6.3 This is not a Competitive Bid.



- 6.4 This offer is not conditional upon any minimum level of acceptance as per Regulation 19(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- 6.5 All the information pertaining to the Target Company has been obtained from the information published and from publicly available sources and the accuracy thereof has not been independently verified by the Manager to the Offer.

Issued by:



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SEBI Registration No: INM000012243  
Contact person: Mr. Sarthak Vijlani



Signed by:

For Smart Services Private Limited  
(Acquirer)

Sandeep Ashok Deshmukh  
Director  
(DIN: 06775847)



Place: Pune  
Date: April 14, 2026