

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

TMT (INDIA) LIMITED

("TMT"/ "TIL"/ "TARGET COMPANY"/ "TC")

(Corporate Identification No. L99999TG1976PLC002002)

Registered Office: 1st Floor, Punnaiah Plaza, Road No.2, Banjara Hills, Hyderabad, Telangana-500 034;

Phone No.: +91-7093294949; Email id: cstmtindia@gmail.com; Website: www.tmtindia.in

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS

OPEN OFFER FOR ACQUISITION OF UPTO 12,87,988 (TWELVE LACS EIGHTY-SEVEN THOUSAND NINE HUNDRED AND EIGHTY-EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH ("EQUITY SHARES") CONSTITUTING 26.00% OF THE VOTING SHARE CAPITAL OF TMT, FROM THE PUBLIC SHAREHOLDERS OF TMT, BY YOGA BUILDERS PRIVATE LIMITED (ACQUIRER-1), SCAFFOLD PROPERTIES PRIVATE LIMITED (ACQUIRER-2) AND MK PROFINLEASE PRIVATE LIMITED (ACQUIRER-3) (ACQUIRER-1, ACQUIRER-2 AND ACQUIRER-3 HEREINAFTER REFERRED TO AS THE "ACQUIRERS") 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")

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. 4,95,38,000 divided into 49,53,800 Equity Shares of Rs. 10/- Each.

"Offer" or "Open Offer" means the open offer for acquisition of up to 12,87,988 (Twelve Lacs Eighty-Seven Thousand Nine Hundred Eighty-Eight) Equity Shares, representing 26% 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.

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

"SPA-1" has the meaning described to such term under paragraph 2.

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

"SPAs" or "Agreements" 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 (10th) 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 Acquirers for acquisition of 12,87,988 (Twelve Lacs Eighty-Seven Thousand Nine Hundred Eighty-Eight) fully paid-up Equity Shares of Rs. 10/- Each constituting 26.00% of the voting share capital of the Target Company.

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- **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 Acquirers will be Rs. 1,28,79,880/- (Rupees One Crore Twenty-Eight Lacs Seventy-Nine Thousand Eight Hundred Eighty Only). The Offer Price has been determined in accordance with Regulation 8 of the SEBI (SAST) Regulations, 2011.
- **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 Acquirers (as detailed herein below) for control of the Target Company, and to classify the Acquirers as "Promoters" 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 agreements by the Acquirers:

- An Agreement dated April 20, 2026 to purchase 24,51,000 equity shares constituting 49.48% of the voting share capital of the Target Company from Veera Prasad Tumbalamgooty (Seller-1), Naag Rohit (Seller-2) and T G Aruna (Seller-3) (Seller-1, Seller-2 and Seller-3 hereafter collectively referred as Sellers) at a consideration of Re. 1/- per Equity Share ("SPA-1").
- An Agreement dated April 20, 2026 to purchase 1,65,210 equity shares constituting 3.34% of the voting share capital of the Target Company from Ramana Murthy A.V. (Seller-4) at a consideration of Re. 1/- per Equity Share ("SPA-2").

Above Share Purchase Agreements, i.e., SPA-1 and SPA-2 are hereinafter collectively referred to as the "Agreements" or "Share Purchase Agreements".

Seller-1, Seller-2, Seller-3 and Seller-4 are hereinafter Collectively referred to as the "Sellers".

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	Acquisition of Equity Shares of the Target Company through Share Purchase Agreements (SPAs) dated April 20, 2026 by Acquirers from the Sellers.	26,16,210*	52.81% of the voting share capital	26.16	Cash	Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations 2011

*Sum of all equity shares being sold by sellers as defined in point 4 below.

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

3. DETAILS OF THE ACQUIRERS:

Details	Acquirer-1	Acquirer-2	Acquirer-3
Name of Acquirers/ PACs	Yoga Builders Private Limited	Scaffold Properties Private Limited	Mk Profinlease Private Limited
Address	Shop No. 77, Shahid Smarak Complex, Near Lalganga Shopping Mall, G.E. Road, Raipur-492 001, Chhattisgarh	C/62, Vibgyor Tower, 5 th Floor, Bandra Kurla Complex, Bandra East, Mumbai 400098.	C/62, Vibgyor Tower, 5 th Floor, Bandra Kurla Complex, Bandra East, Mumbai 400098.
Name(s) of the Persons in control / Promoters of the Acquirers/PAC, Where the Acquirers/PAC is a Company	Arti Kothari, Urvi Kothari, Mitesh Kothari	Arti Kothari and Urvi Kothari	Arti Kothari and Urvi Kothari
Name of the Group, if any, to which the Acquirers/PAC belongs to	Kothari Products Limited Group	Kothari Products Limited Group	Kothari Products Limited Group
Pre-Transaction shareholding:			
Number of Shares	NIL	NIL	NIL
% of Fully paid- up Equity Share Capital	0.00%	0.00%	0.00%
Proposed shareholding after the acquisition of shares which triggered the Open Offer:			
Number of Shares	11,87,010	7,14,600	7,14,600
% of Fully paid- up Equity Share Capital	23.96%	14.43%	14.43%
Any other Interest in the Target Company	N.A.	N.A.	N.A.

4. DETAILS OF SELLING SHAREHOLDERS ("SELLERS"):

Name	Part of promoter Group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre- Transaction		Post Transaction	
		Number	%	Number	%
Sellers:					
Veera Prasad Tumbalamgooty (Seller-1)	Yes-Promoter	3,21,800	6.50%	Nil	Nil
Naag Rohit (Seller-2)	Yes-Promoter Group	7,00,000	14.13%	Nil	Nil
T G Aruna (Seller-3)	Yes-Promoter Group	14,29,200	28.85%	Nil	Nil
Ramana Murthy A.V. (Seller-4)	No-Public	1,65,210	3.34%	Nil	Nil
Total		26,16,210	52.81%	Nil	Nil

5. TARGET COMPANY:

The Target Company i.e., TMT (India) Limited having its present registered office at 1st Floor, Punnaiah Plaza, Road No.2, Banjara Hills, Hyderabad, Telangana-500 034. The shares of the Target Company are listed at BSE Limited ("BSE") having scrip code and id is 522171 and TMTIND 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.

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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 27, 2026.
- 6.2 The Acquirers undertakes that they are aware and will comply with their 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:



Navigant

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SEBI Registration No: INM000012243

Contact person: Mr. Sarthak Vijlani



Signed by:

YOGA BUILDERS PVT. LTD.

Auth. Sign./Director

Mr. Mitesh Kothari

Director - Yoga Builders Private Limited (Acquirer-1)

(Authorized Signatory acting under Authority Letter dated April 20, 2026 executed by all Acquirers)

For and on behalf of all Acquirers

Place: Mumbai

Date: April 20, 2026