PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3(1) READ WITH REGULATIONS 13, 14 AND 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED

FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF BRIJLAXMI LEASING AND FINANCE LIMITED

OPEN OFFER FOR ACQUISITION OF UP TO 48,74,650* (FORTY EIGHT LAKH SEVENTY FOUR THOUSAND SIX HUNDRED FIFTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH ("EQUITY SHARES"), REPRESENTING 100% (HUNDRED PERCENT) OF THE EXISTING PUBLIC SHAREHOLDING OF BRIJLAXMI LEASING AND FINANCE LIMITED ("TARGET COMPANY"), ON A FULLY DILUTED BASIS, BY JAYKISHOR CHAITANYAKISHOR CHATURVEDI ("ACQUIRER 1"), SIDDHARTH JAYKISHOR CHATURVEDI ("ACQUIRER 2"), ANKUR J CHATURVEDI ("ACQUIRER 3") AND BRIJLAXMI INFOTECH LIMITED ("ACQUIRER 4") (HEREINAFTER ACQUIRER 1, ACQUIRER 2, ACQUIRER 3 AND ACQUIRER 4 COLLECTIVELY REFERRED TO AS "ACQUIRERS"), FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY, PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) READ WITH REGULATIONS 13, 14 AND 15(1) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") ("OFFER" OR "OPEN OFFER").

THIS PUBLIC ANNOUNCEMENT ("PA") IS BEING ISSUED BY SAFFRON CAPITAL ADVISORS PRIVATE LIMITED, THE MANAGER TO THE OPEN OFFER, FOR AND ON BEHALF OF THE ACQUIRERS, TO THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY, PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) READ WITH REGULATIONS 13, 14 AND 15(1), AND OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS, 2011.

**Public Shareholders hold 48,74,650 Equity Shares. However, 26% of the emerging voting share capital (as defined below) is 64,99,889 equity shares which exceeds the existing public holding, hence restricted to 100% of total public holding i.e., 48,74,650 equity shares.*

For the purpose of this Public Announcement, the following terms have the meanings assigned to them below:

(a) *"**Equity Shares**" or "**Shares**" shall mean the fully paid-up equity shares of face value of ₹ 10/- (Rupees Ten only) each of the Target Company;*

(b) *"**Emerging Voting Share Capital**" means 2,49,99,572 (Two Crore Forty Nine Lakh Ninety Nine Thousand Five Hundred Seventy Two) fully paid-up equity shares of the face value Rs. 10/- (Rupees Ten only) each of the Target Company;*

(c) *"**Existing Voting Share capital**" means paid up share capital of the Target Company prior to Proposed preferential issue i.e. ₹ 6,46,35,000/- (Rupees Six Crore Forty Six Lakhs and Thirty-Five Thousand only) divided in to 64,63,500 (Sixty Four Lakhs Sixty Three Thousand and Five Hundred) fully paid-up Equity Shares of face value of ₹ 10/- (Rupees Ten only) each;*

(d) *"**Loan Agreement**" shall mean loan agreement dated July 31, 2010, entered into between Jaykishor Chaitanyakishor Chaturvedi ("Acquirer 1" / "Lender 1"), Siddharth Jaykishor Chaturvedi ("Acquirer 2" / "Lender 2"), Ankur J Chaturvedi ("Acquirer 3" / "Lender 3") and Brijlaxmi Infotech Limited ("Acquirer 4" / "Lender 4") (collectively referred to as "Lenders") and the Target Company, pursuant to which the Target Company has availed loans, with rights to the lenders to convert it into Equity shares of the Target Company;*

(e) *"**Proposed Preferential Issue**" shall collectively mean issue of 1,85,36,072 (One Crore Eighty Five Lakh Thirty Six Thousand Seventy Two) equity shares;*

(f) *"**Promoter(s) of the Target Company**" shall mean Jaykishor Chaitanyakishor Chaturvedi, Siddharth Jaykishor Chaturvedi, Ankur J Chaturvedi, Raj Petroproducts Limited, World Tradimpex Limited, JKE Polymers Private Limited and Brijlaxmi Infotech Limited*.*

Deemed to be part of the promoter group as it does not hold any equity shares in the Target Company.

(g) *"**Public Shareholders**" shall mean all the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Open Offer, except the Acquirers, other members forming the part of the Promoters and Promoter group of the Target Company and any person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011;*

(h) *"**SEBI**" means the Securities and Exchange Board of India;*

(i) *"**Tendering Period**" means the period of 10 (ten) Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be disclosed in the Letter of Offer;*

(j) *"**Working Day**" has the same meaning as ascribed to it in the SEBI (SAST) Regulations, 2011, as amended*

1. <u>OFFER DETAILS:</u>

a. **Offer Size:** The Acquirers hereby make this Open Offer to the Public Shareholders of the Target Company to acquire up to 48,74,650* (Forty Eight Lakhs Seventy Four Thousand Six Hundred Fifty) Equity Shares of face value of ₹ 10/- (Rupees Ten only) each ("**Offer Size**"), representing 100% (One Hundred Percent) shareholding of the Existing Voting Share Capital of the Target Company, subject to the terms and conditions mentioned in this Public Announcement and to be set out in the Detailed Public Statement ("**DPS**") and the Letter of Offer ("**LoF**") that are proposed to be issued for the Offer in accordance with the SEBI (SAST) Regulations, 2011.
**Public Shareholders hold 48,74,650 Equity Shares. However, 26% of the emerging voting share capital (as defined below) is 64,99,889 equity shares which exceeds the existing public holding, hence restricted to 100% of total public holding i.e., 48,74,650 equity shares.*

b. **Offer Price/Consideration:** The Equity Shares of the Target Company are frequently traded in terms of the SEBI (SAST) Regulations, 2011. The Offer is being made at a price of ₹ 10.05/- (Rupees Ten Point Zero Five only), per Equity Share ("**Offer Price**") which is determined in accordance with Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011. Assuming full acceptance of the Offer, the total consideration payable by the Acquirers to the Public Shareholders of the Target Company under the offer will aggregate to an amount of ₹ 4,89,90,232.50/- (Rupees Four Crore Eighty Nine Lakh Ninety Thousand Two Hundred Thirty Two Point Fifty Paisa only).

c. **Mode of Payment:** The Offer Price is payable in cash by the Acquirers, in accordance with the provisions of Regulation 9(1) (a) of the SEBI (SAST) Regulations, 2011.

d. **Type of Offer:** This Offer is a triggered offer being made by the Acquirers, in compliance with Regulations 3(1) and 13(2)(g) of the SEBI (SAST) Regulations, 2011, pursuant to the substantial acquisition of Equity shares and voting rights by the Acquirers under proposed preferential issue.

2. <u>TRANSACTIONS WHICH HAVE TRIGGERED THE OPEN OFFER OBLIGATION ("UNDERLYING TRANSACTIONS"):</u>

1. The Board of Directors of the Target Company at their meeting held on Friday, December 05, 2025, has authorized a preferential allotment of 1,60,36,072 (One Crore Sixty Lakh Thirty Six Thousand Seventy Two) fully paid-up Equity Shares of face value of ₹ 10/- (Rupees Ten only) each on preferential basis representing 64.15% (Sixty Four Point One Five Percent) of Emerging Voting Share Capital of the Target Company against conversion of unsecured loan in to equity shares at a price of ₹ 10.05/- (Rupees Ten Point Zero Five Only) per fully paid-up Equity Share to the Acquirers, (78,00,605 equity shares to Acquirer 1; 11,80,016 equity shares to Acquirer 2; 12,88,844 equity shares to Acquirer 3 and 57,66,607 equity shares to Acquirer 4) in compliance with the provisions of the Companies Act, 2013 ("Act") and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and subsequent amendments thereto ("SEBI ICDR Regulations, 2018"). The Board of Directors of the Target Company, also at their meeting held on Friday, December 05, 2025, has authorized a preferential allotment of 25,00,000 (Twenty Five Lakh) fully paid- up Equity Shares of face value of ₹ 10/- each on preferential basis pursuant to cash consideration to certain public category investors at a price of ₹ 10.05/- (Rupees Ten Point Zero Five Only) per Equity Share.

The consent of the members of the Target Company for the proposed preferential allotment is being sought through issuance of notice of extra ordinary general meeting to be held on Friday, January 02, 2026.

2. This Open Offer is being made under Regulation 3(1) of the SEBI (SAST) Regulations, 2011. Pursuant to the Underlying Transaction, the Acquirers jointly will hold 1,68,09,922 (67.24%) of the Emerging Voting Share Capital of the Target Company. The Acquirers are part of the Promoter and Promoter Group of the Target Company.

3. Details of Underlying Transactions:`

Type of Transaction (Direct/ ~~Indirect~~)	Mode of Transaction (~~Agreement~~/ Proposed Allotment/ ~~Market Purchase~~)	Equity Shares / Voting rights ~~acquired~~/ proposed to be acquired		Total Consideration for Equity Shares / Voting Rights acquired (in ₹ & words)	Mode of Payment (Cash/ Securities)	Regulation which has triggered
		Number	% Emerging Voting Share Capital			
Direct	Resolution passed at the meeting of Board of Directors of the Target Company held on Friday, December 05, 2025, for issue of equity shares on preferential basis under Section 62 of the companies Act, 2013 and in terms of SEBI (ICDR) Regulations, 2018 subject to statutory approval.	1,60,36,072	64.15	Not Applicable	Issue of equity shares against conversion of Unsecured loan	Regulation 3(1) of SEBI (SAST) Regulations, 2011

Notes:

1. *Pursuant to the consummation of the Underlying Transaction and subject to compliance with the SEBI (SAST) Regulations, 2011, the Acquirers shareholding will go beyond 25% as stipulated under Regulation 3(1) of the SEBI (SAST) Regulations, 2011 and hence triggered an open offer under Regulation 3(1) of the SEBI (SAST) Regulations, 2011.*
2. *Acquirers being the part of the Promoter and Promoter group of the Target Company are already in the control of the Target Company and there shall be no change in the management control pursuant to the proposed Open Offer.*
3. *Brijlaxmi Infotech Limited is Deemed to be part of the promoter group as it does not hold any equity shares in the Target Company.*

3. DETAILS OF THE ACQUIRERS:

Details	Acquirer 1	Acquirer 2	Acquirer 3	Acquirer 4	Total
Name of Acquirers	Jaykishor Chaitanyakishor Chaturvedi	Siddharth Jaykishor Chaturvedi	Ankur J Chaturvedi	Brijlaxmi Infotech Limited	-
Residential Address/Registered Address	24 Suvernpuri Society Chikuwadi, Jetalpur Road, Vadodara Racecourse, Vadodara, 390007, Gujarat				-
Name(s) of persons in control/promoters of Acquirer	Not Applicable being an individual			a) Jaykishor Chaitanyakishor Chaturvedi b) Siddharth Jaykishor Chaturvedi c) Ankur J Chaturvedi	-

Name of the Group, if any, to which the Acquirers belongs to	The Acquirers do not belong to any group				-
Pre Transaction shareholding No. of Equity Shares % of Existing Share & Voting capital	5,04,084 (7.80%)	1,26,405 (1.96%)	1,43,361 (2.22%)	NIL	7,73,850 (11.98%)
Proposed shareholding after acquisition of shares which triggered the Open Offer No. of Equity Shares and % of total emerging voting share capital	83,04,689 (33.22%)	13,06,421 (5.23%)	14,32,205 (5.73%)	57,66,607 (23.07%)	1,68,09,922 (67.24%)
Any other interest in the Target Company	Acquirer 1 is a Promoter and Executive Director-Chairperson in the Target Company	Acquirer 2 is a Promoter and Managing Director & Chief Financial Officer in the Target Company	Acquirer 3 is a Promoter and Executive Director in the Target Company	Acquirer 4 is deemed to be part of the promoter group as it does not hold any equity shares in the Target Company	-

Note:

1. *As on date, Acquirer 1, Acquirer 2 and Acquirer 3 are promoters of the Target Company with shareholding of 7,73,850 equity shares representing 11.98% of existing share & voting capital of the Target Company. Acquirer 4 is deemed to be promoter group with nil holding in the Target Company.*
2. *Acquirer 1, Acquirer 2 and Acquirer 3 are immediate relatives as defined under SEBI (SAST), Regulations, 2011. Acquirer 1 is the father of Acquirer 2 and Acquirer 3.*
3. *The present equity share capital of the Target Company is ₹ 6,46,35,000/- (Rupees Six Crore Forty Six Lakh Thirty Five Thousand only) comprising of 64,63,500 (Sixty Four Lakh Sixty Three Thousand Five Hundred) equity shares of face value of ₹ 10/- each. Post preferential issue of equity shares, the equity share capital will increase to ₹ 24,99,95,720/- (Rupees Twenty Four Crore Ninety Nine Lakh Ninety Five Thousand Seven Hundred Twenty) comprising of 2,49,99,572 (Two Crore Forty Nine Lakh Ninety Nine Thousand Five Hundred Seventy Two) equity shares of face value of ₹ 10/- each.*
4. *There are no persons acting in concert ("PACs") with the Acquirers for the purposes of this Offer, but some persons may be deemed to be acting in concert with the Acquirers in terms of Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations, 2011 ("Deemed PACs").*
5. *The number of Equity Shares to be finally acquired by each of the Acquirers under the Open Offer will be decided by the Acquirers based on the response received from the Public Shareholders under the Open Offer in accordance with the SEBI (SAST) Regulations, 2011.*
6. *As per Regulation 38 of the SEBI (LODR) Regulations, 2015 read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended, the Target Company is required to maintain minimum public shareholding, as determined in accordance with the Securities Contract (Regulation) Rules, 1957, as amended, on a continuous basis for listing. Upon completion of the Open Offer and the underlying Transactions, if the public shareholding of the Target Company falls below the minimum level of public shareholding as required to be maintained by the Target Company as per the SCRR and the SEBI (LODR) Regulations, the Acquirers undertake to take necessary steps to facilitate the compliance by the Target Company with the relevant provisions prescribed under the Securities Contract (Regulation) Rules, 1957, as amended, as per the requirements of Regulation 7(4) of the SEBI (SAST) Regulations, 2011 and/or the SEBI (LODR) Regulations, 2015, within the time period stated therein, i.e., to bring down the non-public shareholding to 75% within 12 months from the date of such fall in the public shareholding to below 25%, through permitted routes and/or any other such routes as may be approved by SEBI from time to time.*

4. DETAILS OF SELLING SHAREHOLDERS:

Not applicable as the Open Offer is being made pursuant to the Preferential Issue.

5. TARGET COMPANY:

Name	:	Brijlaxmi Leasing and Finance Limited

Company Identification Number ("CIN")	:	L65993GJ1990PLC014183
Registered Office Address, Tel. No, Email id, Website	:	24, Suveranapuri Society, Chikuwadi, Near Jetalpur Road, Alkapuri, Vadodara 390007, Gujarat. **Tel. No.:** +91 - 265- 234 3556 **Email id:** barodagroup99@gmail.com **Website:** www.brijlaxmi.com
Exchange where listed	:	The Equity Shares of the Target Company are presently listed only on BSE Limited ("**BSE**") (**Scrip Code:** 532113 and **Scrip id:** BRIJLEAS) and the International Securities Identification Numbering ("**ISIN**") of the Equity Shares of Target Company is **INE957E01031**.
Any Other details	:	As on date of this PA, the marketable lot of the Equity Shares of Target Company is 1 (One).

6. OTHER DETAILS:

a. All the details of the Open Offer would be published in the newspapers *vide* a Detailed Public Statement ("**DPS**") within five (5) working days of this PA, in compliance with Regulations 13(4) and 14(3) of the SEBI (SAST) Regulations, 2011.

b. The Acquirers have no intention to delist the Equity Shares of the Target Company pursuant to this Open Offer.

c. The Target Company is a Non-Banking Finance Company ("NBFC") registered with the Reserve Bank of India ("RBI") having Certificate of Registration Number 01.00170. Being an NBFC, the acquisition of Equity Shares over the Target Company by the Acquirers, comprising the Underlying Transaction and the Open Offer, as envisaged under this PA, is subject to the receipt of the requisite Statutory Approval viz. the prior approval of the RBI for acquisition of Shares in the Target Company.

d. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011 and the PA is not being issued pursuant to a competitive offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.

e. The Acquirers accept full responsibility for the information contained in this PA. The Acquirers undertake that they are aware of and will comply with their obligations as laid down in the SEBI (SAST) Regulations, 2011. The Acquirers have confirmed that they have adequate financial resources to meet the obligations under the Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI SAST Regulations, 2011.

f. The information pertaining to Target Company contained in this Public Announcement has been compiled from the information published or publicly available sources or provided by the Target Company. Accordingly, the accuracy of the information has not been independently verified by the Manager to the Open Offer.

g. In this Public Announcement, all references to "₹", "Rs." or "INR" are references to Indian Rupees.

h. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totaling is due to rounding off.

Issued by the Manager to the Open Offer

SAFFRON
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Saffron Capital Advisors Private Limited
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Tel No.: +91 22 4973 0394;

Email: openoffers@saffronadvisor.com;
Website: www.saffronadvisor.com;
Investor Grievance id: investorgrievance@saffronadvisor.com;
SEBI Registration Number: INM000011211
Validity: Permanent.
Contact Person: Ritika Rathour/Satej Darde

FOR AND ON BEHALF OF THE ACQUIRERS

ACQUIRER 1	ACQUIRER 2	ACQUIRER 3	ACQUIRER 4
Jaykishor Chaitanyakishor Chaturvedi **Sd/-**	Siddharth Jaykishor Chaturvedi **Sd/-**	Ankur J Chaturvedi **Sd/-**	Brijlaxmi Infotech Limited **Sd/-**

Place: Vadodara
Date: December 05, 2025