PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF HI-KLASS TRADING AND INVESTMENT LIMITED UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(1) AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THERETO

Open Offer for acquisition of up to 16,15,300 Equity Shares of Face Value of ₹5 each of Hi-Klass Trading and Investment Limited ("Hi-Klass"/"Target Company") representing 26.00% of the Voting Share Capital of the Target Company by Mrs. Mythily Thanghavel ("Acquirer 1"), Mr. Pandamangalam Ramasamy Srinivasan ("Acquirer 2") and Mr. Sadaiappan Gopalsamy ("Acquirer 3") (hereinafter collectively referred to as "Acquirers"). There are no persons acting in concert ("PACs") with the Acquirers for this Open Offer.

This Public Announcement ("**PA**") is being issued by Mark Corporate Advisors Private Limited ("**Manager to the 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, amongst others, Regulations 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("**SEBI (SAST) Regulations, 2011**").

For the purposes of this PA, the following terms shall have the meanings assigned to them below:

(a) "**Public Shareholders**" shall mean all the public shareholders of the Target Company, excluding the members of the Promoter/Promoter Group of the Target Company, the parties to the Underlying Transaction (*as defined below*), and any person deemed to be acting in concert with the parties mentioned above, pursuant to and in compliance with the SEBI (SAST) Regulations, 2011;

(b) "**Promoter Sellers**"/"**Selling Shareholders**" shall mean (i) Mr. Sanjay Kumar Jain; and (ii) Mrs. Suman Jain.

(c) "**Voting Share Capital**" means the expected total voting equity share capital of the Target Company as of the 10^{th} (Tenth) Working Day from the closure of the Tendering Period for the Offer;

(d) "**Working Day**" means any working day of the Securities and Exchange Board of India ("**SEBI**").

1) OFFER DETAILS:

1.1 Offer Size: The Acquirers hereby make this Open Offer ("**Offer**") to the Public Shareholders of the Target Company to acquire 16,15,300 Equity Shares of face value of ₹5 each of the Target Company ("**Equity Share**") representing 26.00% of the Voting Share Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement ("**PA**"), Detailed Public Statement ("**DPS**") that will be published and the Letter of Offer ("**LoF**") which will be sent to the Public Shareholders of the Target Company, in accordance with the SEBI (SAST) Regulations, 2011.

1.2 Offer Price/Consideration: The Equity Shares are frequently traded in terms of the SEBI (SAST) Regulations, 2011. The Open Offer is being made at a price of ₹5.70 per Equity Share ("**Offer Price**"), which is determined in accordance with Regulation 8 of the SEBI (SAST) Regulations, 2011. Assuming full acceptance in the Open Offer, the total consideration payable by the Acquirers under the Open Offer will be ₹92,07,210 ("**Maximum Consideration**").

1.3 Mode of Payment: The Offer Price will be paid in Cash, in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

1.4 Type of Offer (Triggered offer, voluntary offer/competing offer, etc.): Triggered Offer. This Open Offer is a mandatory offer made by the Acquirers in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011 pursuant to acquisition of voting rights in the Target Company.

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

Details of Underlying Transaction						
Type of Transaction (Direct)	**Mode of Transaction (Agreement)**	**Equity Shares/Voting Rights proposed to be acquired**		**Total Consideration for Shares/Voting Rights (VR) acquired (₹ in Lakhs)**	**Mode of Payment (Cash/ Securities)**	**Regulations which have Triggered**
		Number	**% vis a vis total Voting Share Capital**			
Direct Acquisition	Share Purchase Agreement ("**SPA**") dated February 08, 2023	17,77,000	28.60%	₹88.85 Lakhs	Cash	Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011

3) DETAILS OF THE ACQUIRERS:

Details	**Acquirer 1**	**Acquirer 2**	**Acquirer 3**	**Total**
Name of the Acquirers	Mrs. Mythily Thanghavel	Mr. Pandamangalam Ramasamy Srinivasan	Mr. Sadaiappan Gopalsamy	3
PAN	BLLPT6864L	AMIPS6490A	ACGPG1618Q	-
Address	5/207, Teachers Colony West, Mohanur Road, Namakkal, Tamilnadu-637001	5/13, Old Post Office Street, Pandamangalam, Dist. Namakkal, Tamilnadu-637208	37/A, Pathi Nagar, Salem Road, Namakkal, Tamilnadu-637001	-
Name(s) of Persons in Control/ Promoters of Acquirers where Acquirers are Companies	N.A.	N.A.	N.A.	N.A.
Name of the Group, if any, to which the Acquirers belongs to	N.A.	N.A.	N.A.	N.A.
Pre-Transaction Shareholding • Number • % of Share Capital	Nil N.A.	Nil N.A.	Nil N.A.	Nil N.A.
Proposed Shareholding after acquisition of Shares which triggered the Open Offer • Number • % of Share Capital	17,41,000 28.02%	18,000 0.29%	18,000 0.29%	17,77,000 28.60%
Any other interest in the TC	Nil	Nil	Nil	-

N.A. - Not Applicable.

Note: *Mr. Somasundaram Kiruthigan Lokesh and Mr. Sharath Kumar Marimuthu, who are related/PACs to the above Acquirer 1 hold 7,62,000 Equity Shares representing 12.27% of the Voting Share Capital and 6,00,000 Equity Shares representing 9.66% of the Voting Share Capital of the Target Company respectively aggregating to 13,62,000 Equity Shares representing 21.93% of the Voting Share Capital of the Target Company. None of the PACs mentioned here are either participating or acting in Concert in this Open Offer.*

4) DETAILS OF PROMOTER SELLERS/SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre-Transaction		Post Transaction	
			No of Shares	% vis a vis total Voting Share Capital	No of Shares	% vis a vis total Voting Share Capital
1)	**Mr. Sanjay Kumar Jain** *PAN*: AEFPJ2439F *Address*: 44, Hazra Road, 8th Floor, Above Mukesh Hyundai Showroom, Ballygunge, Kolkata-700019	Yes	11,74,200	18.90%	Nil	N.A.
2)	**Mrs. Suman Jain** *PAN*: ACQPJ1880K *Address*: 44, Hazra Road, 8th Floor, Above Mukesh Hyundai Showroom, Ballygunge, Kolkata-700019	Yes	6,02,800	9.70%	Nil	N.A.
	TOTAL		**17,77,000**	**28.60%**	**Nil**	**N.A.**

N.A. - Not Applicable.

5) DETAILS OF THE TARGET COMPANY:

5.1.	**Name**	:	Hi-Klass Trading and Investment Limited
5.2.	**CIN**	:	L51900MH1992PLC066262
5.3.	**ISIN**	:	INE302R01024
5.4.	**Registered Office Address**	:	Office No 15, 2nd Floor, Plot No 24, Rehman Building, Veer Nariman Road, Hutatma Chowk, Fort, Mumbai-400001
5.5.	**Stock Exchange(s) where listed**	:	The equity shares are listed on BSE Limited ("**BSE**") (**Scrip Code**: 542332 and **Symbol:** HIKLASS)

6) OTHER DETAILS:

6.1 The Target Company is a Non-Banking Financial Public Limited Company registered with Reserve Bank of India ("**RBI**") as a non-deposit accepting NBFC with a registration number 13.00134.

6.2 The DPS to be issued under the SEBI (SAST) Regulations, 2011, shall be published in the newspapers, within 5 Working Days of this Public Announcement as required under Regulation 13(4) and Regulation 14(3) of the SEBI (SAST) Regulations, 2011, i.e., on or before February 15, 2023.

6.3 This Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.

6.4 This PA is not being issued pursuant to a Competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.

6.5 The Acquirers accept full responsibility for the information contained in this Public Announcement, and undertake that they are aware of and will comply with the obligations under the SEBI (SAST) Regulations, 2011. The Acquirers confirms that they have adequate financial resources to meet their obligations under the Offer and has made firm financial arrangements for financing the acquisition of the Offer Shares, through verifiable means, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.

6.6 All the information pertaining to the Target Company has been obtained from publicly available sources and confirmations from the Target Company, and the accuracy thereof has not been independently verified by the Manager to the Open Offer.

6.7 In this Public Announcement, all references to "₹" are references to Indian Rupees.

6.8 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 Offer:

Mark Corporate Advisors Private Limited
CIN: *U67190MH2008PTC181996*
SEBI Regn No.: INM000012128
404/1, The Summit Business Bay,
Sant Janabai Road (Service Lane),
Off Western Express Highway,
Vile Parle (East), Mumbai-400 057.
Contact Person: Mr. Manish Gaur
Tel. No.: +91 22 2612 3207/08
Email ID: openoffer@markcorporateadvisors.com
Website: www.markcorporateadvisors.com

For and on behalf of the Acquirers:

Sd/-	**Sd/-**	**Sd/-**
Mythily Thanghavel	**Pandamangalam Ramasamy Srinivasan**	**Sadaiappan Gopalsamy**
("Acquirer 1")	**("Acquirer 2")**	**("Acquirer 3")**

Place : Namakkal, Tamilnadu

Date : February 08, 2023