

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF
YURANUS INFRASTRUCTURE LIMITED (“YIL / TARGET COMPANY / TC”)**

CIN No.: L74110GJ1994PLC021352

Registered Office: 201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad, Gujarat, India - 380015.

Contact No.: 079-40082820 / 21; **Email Id:** info@yuranusinfra.com; **Website:** www.yuranusinfra.com

OPEN OFFER FOR ACQUISITION OF UP TO 9,10,000 (NINE LAKH TEN THOUSAND) FULLY PAID-UP EQUITY SHARES HAVING FACE VALUE OF RS. 10/- EACH, REPRESENTING 26.00% OF THE TOTAL PAID-UP / VOTING SHARE CAPITAL OF YURANUS INFRASTRUCTURE LIMITED (“YIL” OR THE “TARGET COMPANY” OR “TC”) BY MR. NITINBHAI GOVINDBHAI PATEL (ACQUIRER NO. 1), MRS. GITABEN NITINBHAI PATEL (ACQUIRER NO. 2), MR. KUSHAL NITINBHAI PATEL (ACQUIRER NO. 3) AND MRS. POOJA KUSHAL PATEL (ACQUIRER NO. 4) (HEREINAFTER COLLECTIVELY REFER TO AS “ACQUIRERS”) PURSUANT TO AND IN COMPLIANCE WITH REGULATION 3 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, AS AMENDED (“SEBI (SAST) REGULATIONS”). NO PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

On Friday, February 24, 2023, the Acquirers have entered into and executed a Share Purchase Agreement with the Sellers of the Target Company to acquire 16,01,100 (Sixteen Lakhs One Thousand One Hundred) Equity Shares constituting 45.75% of Equity and Voting Share Capital of the Target Company at a price of Rs. 8.00/- (Rupees Eight Only). Consequently, the Acquirers shall acquire substantial Equity Shares and Voting rights along with complete control over the management of the Target Company during or after the successful completion of this Offer, as applicable.

This Public Announcement (“PA”) is being issued by Beeline Capital Advisors Private Limited (“**Manager to the Offer**”) for and on behalf of the Acquirers to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3 and 4 of SEBI (SAST) Regulations.

1) OFFER DETAILS:

- **Size:** This Open Offer is being made for up to 9,10,000 (Nine Lakh Ten Thousand) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the Target Company (“**Equity Shares**”) constituting 26.00% of the fully diluted Equity Share Capital/Voting capital of the Target Company, as of the 10th (tenth) working day from the closure of the Tendering Period (“**Offer Size**”), subject to the terms and conditions mentioned in this PA, the Detailed Public Statement that will be published and the Letter of Offer that is proposed to be issued in accordance with the SEBI (SAST) Regulations.
- **Price / Consideration:** This Open Offer is being made at a price of Rs. 8.00/- (Rupees Eight Only) (“**Offer Price**”) per fully diluted Equity Share of the Target Company aggregating to Rs. 72,80,000/- (Rupees Seventy Two Lakhs Eighty Thousand Only) (“**Offer Consideration**”).
- **Mode of Payment:** The Offer Price is payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- **Type of Offer:** This is a triggered offer, being made by the Acquirers in accordance with Regulation 3 and 4 of the SEBI (SAST) Regulations.

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

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 / Voting Rights (VR) acquired (Rs. in Crores)	Mode of payment (Cash / Securities)	Regulation which has triggered
		Number	% vis a vis total Equity / Share Capital			
Direct Acquisition	Share Purchase Agreement (“SPA”) dated February 24, 2023	16,01,100 Equity Shares	45.75%	1.28	Cash	Regulations 3 and 4 of the SEBI (SAST) Regulations

3) DETAILS OF ACQUIRERS / PAC:

Details	Acquirer No. 1	Acquirer No. 2	Acquirer No. 3	Acquirer No. 4	Total
Name of Acquirer(s)	Mr. Nitinbhai Govindbhai Patel	Mrs. Gitaben Nitinbhai Patel	Mr. Kushal Nitinbhai Patel	Mrs. Pooja Kushal Patel	NA
Address	B-2102, Parijat Ecclat, B/H Iscon Temple, Ambali-Bopal Road, Iscon Cross Road, Bodakdev, Ahmedabad, Gujarat, India – 380054	B-2102, Parijat Ecclat, B/H Iscon Temple, Ambali Bopal Road, Ahmedabad, Gujarat, India – 380054	B-2102, Parijat Ecclat, Ambali Bopal Road, S. G. Highway, Iscon Cross Road, Bodakdev, Ahmedabad, Gujarat, India – 380054	B-2102, Parijat Ecclat, Ambali Bopal Road, S. G. Highway, Iscon Cross Road, Manekbag, Ahmedabad, Gujarat, India – 380015	NA
Names of Persons in Control / Promoters of Acquirers where Acquirer are Companies	NA	NA	NA	NA	NA
Name of the Group, if any, to which the Acquirer belongs to	NA	NA	NA	NA	NA
Pre-Transaction Shareholding					
Number	Nil	Nil	Nil	Nil	Nil
% of total Equity Shares Capital	Nil	Nil	Nil	Nil	Nil
Proposed shareholding after the acquisition of shares which triggered the Open Offer					
Number	5,60,385	2,40,165	5,60,385	2,40,165	16,01,100
% of total Equity Shares Capital	16.01%	6.86%	16.01%	6.86%	45.75%
Any other interest in the TC	Nil	Nil	Nil	Nil	Nil

4) DETAILS OF SELLING SHAREHOLDERS:

Name of Sellers	Part of Promoter Group (Yes / No)	Details of shares held by the Sellers			
		Pre Transaction		Post Transaction	
		Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company	Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company
Mr. Dinesh Navinchandra Desai	Yes	8,33,800	23.82%	Nil	Nil
Mrs. Leena Dinesh Desai	Yes	5,29,200	15.12%	Nil	Nil
Mrs. Ila Mayur Desai	Yes	1,55,000	4.43%	Nil	Nil
Mr. Viral Mayurkumar Desai	Yes	45,000	1.29%	Nil	Nil
Mr. Pankhil Dineshbhai Desai	Yes	9,100	0.26%	Nil	Nil
Mrs. Kalgi Pankhil Desai	Yes	10,000	0.29%	Nil	Nil
Mrs. Nisha Mohit Desai	Yes	10,000	0.29%	Nil	Nil
Mr. Mohit Dinesh Desai	Yes	9,000	0.26%	Nil	Nil
Total	Yes	16,01,100	45.75%	Nil	Nil

5) TARGET COMPANY:

Name	Yuranus Infrastructure Limited
CIN No	L74110GJ1994PLC021352
Registered Office	201, 2nd Floor, Maulik Arcade, Above Karnavati Pagarkha Bazar, Mansi Cross Road, Vastrapur, Ahmedabad, Gujarat, India - 380015
Exchange where the Equity shares of the Target Company are listed	BSE Limited (Scrip Code: YURANUS / 536846)

6) OTHER DETAILS

- The Detailed Public Statement pursuant to this Public Announcement and in terms of the provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 shall be published on or before Friday, March 03, 2023 in all editions of any one English national daily with wide circulation, any one Hindi national daily newspaper with wide circulation, any one regional language daily newspaper with wide circulation – Ahmedabad edition and any one regional language daily newspaper with wide circulation – Mumbai edition.
- The Acquirers undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011 and have adequate financial resources and have made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations. This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- This Offer is also subject to the other terms and conditions mentioned in this Public Announcement, and as will be set out in the DPS and the LoF, proposed to be issued in accordance with the SEBI (SAST) Regulations.

- All information in relation to the Target Company contained in the Public Announcement is based on publicly available information.

ISSUED BY MANAGER TO THE OFFER:



Beeline Capital Advisors Private Limited

CIN No.: U67190GJ2020PTC114322

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Website: www.beelinemb.com

Contact Person: Mr. Nikhil Shah

For and on behalf of the Acquirers:

Mr. Nitinbhai Govindbhai Patel (Acquirer No. 1)	Mrs. Gitaben Nitinbhai Patel (Acquirer No. 2)	Mr. Kushal Nitinbhai Patel (Acquirer No. 3)	Mrs. Pooja Kushal Patel (Acquirer No. 4)
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Place: Ahmedabad

Date: February 24, 2023