DETAILED PUBLIC STATEMENT IN ACCORDANCE WITH THE PROVISIONS OF REGULATIONS 13(4), 14(3) AND 15(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED,

TO THE PUBLIC SHAREHOLDERS OF

SABOO BROTHERS LIMITED

Corporate Identification Number: L01100RJ1979PLC001851;
Registered Office: 220, Ashok Nagar, Main Road, Girwa, Udaipur -313001, Rajasthan, India; **Contact Number:** +0291-2654120;
Email Address: saboo.brothers@gmail.com; **Website:** www.saboobrothers.com

Open Offer for acquisition of up to 15,85,012 (Fifteen Lakhs Eighty-Five Thousand and Twelve) Equity Shares, representing 26.00% (Sixty Percent) of the Voting Share Capital of Saboo Brothers Limited, at an offer price of Rs.18.50/- (Rupees Eighteen and Fifty Paise Only Only) per Equity Share, to the Public Shareholders of the Target Company, by the Acquirers namely being, Mr. Rajan Kantilal Shah, Mr. Chhaya R Shah, Mr. Sanket Shah, Mr. Shagun Rajan Shah, J P Enterprises, Harshali Multitrade Private Limited, Hazun Un Package Private Limited, and Nidus Software Solution Private Limited pursuant to and in compliance with the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, as amended.

This Detailed Public Statement is being issued Swaraj Shares and Securities Private Limited, the Manager to the Offer ("Manager"), for and on behalf of the Acquirers in compliance with the provisions of Regulations 3 (1), and 4 read with Regulations 13(4), 14(3), and 15(2) of the SEBI (SAST) Regulations, pursuant to the public announcement dated Tuesday, July 11, 2023, which was filed with Securities and Exchange Board of India, Stock Exchanges, and the Target Company at all times registered offices, in terms of Regulations 3(1) and 4 and other applicable Regulations of the SEBI (SAST) Regulations. The Public Announcement was sent to SEBI, the Stock Exchange, and to the Target Company on Tuesday, July 11, 2023, in terms of Regulations 14 (1) and 14 (2) of the SEBI (SAST) Regulations.

For the purpose of this Detailed Public Statement, the following terms have the meaning assigned to them herein below:

'Acquirer 1' refers to Mr. Rajan Kantilal Shah Son of Kantilal Mukulchand Shah, aged 57 years, Indian Resident, bearing Permanent Account Number 'AECPS3218L' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India.

'Acquirer 2' refers to Mrs. Chhaya R Shah Daughter of Sanchand Vanaji Jivani, aged 57 years, Indian Resident, bearing Permanent Account Number 'AAJPS3207L' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India.

'Acquirer 3' refers to Mr. Sanket Shah of Rajan Kantilal Shah aged 27 years, Indian Resident, bearing Permanent Account Number 'GBWPS5005J' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India.

'Acquirer 4' refers to Mr. Shagun Rajan Shah Son of Rajan Kantilal Shah aged 33 years, Indian Resident, bearing Permanent Account Number 'BGQPS6119H' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India.

'Acquirer 5' refers to J P Enterprises, a partnership firm, bearing Permanent Account Number Account Number Card AAAFJ0870H under the Income Tax Act, 1961, having office at 403, Korsek Shreen Tardeo Road, Mumbai – 400 034.

'Acquirer 6' refers to Harshali Multitrade Private Limited a companies incorporated as Private Company as on March 29, 2013, under Companies Act 2013 carrying CIN U74120MH2013PTC241518 and Permanent Account Number Account Number Card 'AADCH0574E' under the Income Tax Act, 1961, having its registered office at Nizam Bhai Chawl, Chawl No.2, Room No.1, Behind Marwadi Chawl, Kandivali (East), Mumbai – 400101, Maharashtra, India.

'Acquirer 7' refers to Hazun Un Package Private Limited a companies incorporated as Private Company as on December 21, 2012, under Companies Act 1956 carrying CIN U74120MH2012PTC233029 and Permanent Account Number Account Number Card 'AADCH1022M' under the Income Tax Act, 1961, having its registered office at Nizam Bhai Chawl, Chawl No.2, Room No.1, Behind Marwadi Chawl, Kandivali (East), Mumbai – 400101, Maharashtra, India with contact details being +91 9004866490, Email Address being 'ankoolsolutions@gmail.com'.

'Acquirer 8' refers to Nidus Software Solution Private Limited a companies incorporated as Private Company as on 29 March 2010 under Companies Act 1956 carrying CIN U72200PN2010PTC135847 and Permanent Account Number Account Number Card 'AADCN2804F' under the Income Tax Act, 1961, having office at S No. 100 & 101, Flat No.1102 Wing-H Above Apart Opposite Rajveer Palace Pimple Saudagar Pune Pune – 411017, Maharashtra, India.

'Acquirers' collectively refers to the Acquirer 1, Acquirer 2, Acquirer 3, Acquirer 4, Acquirer 5, Acquirer 6 Acquirer 7, and Acquirer 8.

'BSE' refers to BSE Limited, one of the stock exchange where presently the Equity Shares of the Target Company are listed.

'Board of Directors' means the board of directors of the Target Company.

'Buying Broker' means Nikunj Stock Brokers Limited, the registered broker for this offer as appointed by the Acquirers, through whom the purchases and the settlement of the offer shall be made.

'CIN' means Corporate Identification Number issued under the Companies Act, 1956/ 2013, and the rules made thereunder.

'CSE' refers to The Calcutta Stock Exchange Limited, one of the stock exchanges, where presently the Equity Shares of the Target Company are listed.

'DIN' means Director Identification Number issued and allotted under the Companies Act 1956/ 2013, and the rules made thereunder.

'Escrow Account' refers Escrow Account opened in accordance with Regulation 17 of the SEBI (SAST) Regulations, 2015 under the name and style of 'SBL Open Offer Escrow Account' with Axis Bank Limited, the Escrow Banker.

'Escrow Agreement' refers Escrow Agreement, dated Tuesday, July 11, 2023, entered amongst and between the Acquirers, Escrow Banker, and the Manager to the Offer.

'Escrow Amount' in compliance with the provisions of Regulation 17 (4) of the SEBI (SAST) Regulations, comprise of a bank guarantee made by Bank of Maharashtra for a guaranteed sum not exceeding Rs7,00,000.00/- (Rupees Sixty-Seven Lakhs Only) along with Cash Deposit of Rs.00,000.00/- (Rupees Nine Lakhs Only) , and a cash deposit of an amount of Rs.23,00,000/- (Rupees Three Lakhs Only) towards 1.10% (One Percent) of the total Offer Size.

'Escrow Banker' refers to Axis Bank Limited.

'Equity Shares' means fully paid-up equity shares of face value of Rs.10.00/- (Rupees Ten Only) each.

'Identified Date' means the date falling on the 10th (tenth) Working Day prior to the commencement of the Tendering Period for the Offer, for the purposes of determining the Public Shareholders to whom the Letter of Offer shall be sent. It is clarified that all the Public Shareholders (registered or unregistered) who own Equity Shares are eligible to participate in this Offer at any time before expiry of the Tendering Period.

'IBIN' is the abbreviation for International Securities Identification Number.

'Offer' means an open offer being made by the Acquirers for acquisition of up to 15,85,012 (Fifteen Lakhs Eighty-Five Thousand and Twelve) Equity Shares, representing 26.00% (Sixty Percent) of the Voting Share Capital of the Target Company, at an offer price of ₹18.50/- (Rupees Eighteen and Fifty Paise Only) per Equity Share, to the Public Shareholders of the Target Company, payable in cash, assuming full acceptance aggregating to a maximum consideration of aggregating to an amount of Rs.₹2,93,22,722.00/- (Rupees Two Crores Ninety-Three Lakhs Twenty-Two Thousand Seven Hundred and Twenty-Two Only).

'Offer documents' shall mean Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendation of the Committee of the Independent Directors of the Company, Pre-Offer Cum Corrigendum to Detailed Public Statement, and Post Offer Public Announcement, and any other notices, advertisements, and corrigendum issued by or on behalf of the Manager.

'Offer Period' is the period from the date on which the Public Announcement was issued by the Acquirers, i.e., Tuesday, July 11, 2023, and the date on which the payment of consideration to the Public Shareholders whose Equity Shares are validly accepted in the Offer, is made, or the date on which the Offer is withdrawn, as the case may be.

'Offer Price' is the price ₹18.50/- (Eighteen Rupees and Fifty Paise) per Offer Share.

'Offer Shares' refers to 15,85,012 (Fifteen Lakhs Eighty-Five Thousand and Twelve) Equity Shares, representing 26.00% (Twenty-Six Percent) of the Target Company.

'PAN' is the abbreviation for Permanent account number allotted under the Income Tax Act, 1961.

'Promoters' refers to the existing promoters of the Target Company, in accordance with the provisions of Regulations 2 (1) (o), and 2 (1) (p) of the SEBI (SAST) Regulations, read with Regulations 2 (1) (oo) and 2 (1) (pp) of the SEBI (ICDR) Regulations, in this case, namely being, Shree Gopal Saboo, Shree Gopal Saboo (H.U.F.) and Anurag Saboo.

'Public Announcement' is the Public Announcement dated Tuesday, July 11, 2023.

'Public Shareholders' refers to all the equity shareholders of the Target Company other than (i) Acquirers, (ii) Promoters and members of the Promoter Group, and (iii) persons deemed to be acting in concert with parties at (i), and (ii) in compliance with the provisions of Regulation 7(6) of the SEBI (SAST) Regulations.

'SCRR' means Securities Contract (Regulation) Rules, 1957, as amended.

'SEBI' means Securities and Exchange Board of India.

'SEBI (LODR) Regulations' means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendment thereto.

'SEBI (SAST) Regulations' means Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendment thereto.

'Stock Exchanges' refers to BSE Limited, and The Calcutta Stock Exchange Limited, the stock exchanges where presently the Equity Shares of the Target Company are listed.

'Target Company' / 'SABOOB' refers to Saboo Brothers Limited bearing corporate identity number L45100RJ1979PLC001851, with its registered office located at 220, Ashok Nagar, Main Road, Girwa Udaipur – 313001, Rajasthan, India.

'Tendering Period' means the period which shall have the meaning ascribed to it under Regulation 2(1)(xx) of the SEBI (SAST) Regulations.

'Underlying Transaction' refers to the transaction for sale and purchase of the Sale Shares as contemplated under the Share Purchase Agreement.

'Voting Share Capital' shall mean the total voting Equity Share capital of the Target Company on a fully diluted basis expected as of the 10th (tenth) Working Day from the closure of the Tendering Period for the Offer.

'Working Day' refers to the day which shall have the meaning ascribed to it under Regulation 2(1)(y1) of the SEBI (SAST) Regulations.

I. DETAILS OF THE ACQUIRERS, TARGET COMPANY, AND OFFER

A. INFORMATION ABOUT THE ACQUIRERS

1. Mr. Rajan Kantilal Shah (Acquirer 1)

(a) Mr. Rajan Kantilal Shah, son of Kantilal Mukulchand Shah aged 57 years, Indian Resident, bearing Permanent Account Number 'AECPS3218L' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India.

(b) Acquirer 1 has completed his Bachelor of Engineering in Civil from Manipal Institute of Technology and has more than 25 (Twenty-Five) years of experience in the areas of infrastructure, road construction. He is also partner of J P Enterprises.

(c) The Net Worth of Acquirer 1 as on June 30, 2023, is ₹. 27,28,65,307.55/- Lakhs (Rupees Twenty Seven Crores Twenty Eight Lakhs Eighty Five Thousand Seven and Fifty Five paise Only) as certified bearing unique document identification number '23171273BGRSHN3288' on Tuesday, July 11, 2023, by Chartered Accountant, Deval Agarwal bearing membership number '171273', partner at M/s Ojha Agarwal & Associates (Chartered Accountants) bearing firm registration number '118961W' having their office located at 101, "Prasad", 1st Floor, Kachipura, New Ramdaspeth, Behind Central Mall, V. I.P. Road, Nagpur - 440 010, India, and with contact details being "+91-9822209897, Email Address being 'tamarishojha@gmail.com' and director identification number being '10602062'.

2. Chhaya R Shah (Acquirer 2)

(a) Chhaya R Shah, Daughter of Sanchand Vanaji Jivani, aged 57 years, Indian Resident, bearing Permanent Account Number 'AAJPS3207L' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India, with contact number being '+91-9822406010' and E-mail address being 'sheetalbhansali28@gmail.com' and director identification number being '10742247'.

(b) Acquirer 2 has completed her Bachelor degree in Home Science. She holds directorship of Shugun Infrastructure Private Limited and Mukthi Bluewaters Pvt Ltd. She has more than 20 (Twenty) years of experience in the areas of infrastructure, road construction.

(c) The Net Worth of Acquirer 2 as on June 30,2023, is ₹14,00,15,772.00/- (Rupees Fourteen Crores Fifteen Thousand Seven Hundred and Seventy Two Only) as certified bearing unique document identification number '23171273BGRSHB5937' on Tuesday, July 11, 2023, by Chartered Accountant, Deval Agarwal bearing membership number '171273', partner at M/s Ojha Agarwal & Associates (Chartered Accountants) bearing firm registration number '118961W' having their office located at 101, "Prasad", 1st Floor, Kachipura, New Ramdaspeth, Behind Central Mall, V. I.P. Road, Nagpur - 440 010, India, and with contact details being '+91-9822209897, Email Address being 'tamarishojha@gmail.com'.

3. Mr. Sanket Shah (Acquirer 3)

(a) Mr. Sanket Shah, Son of Rajan Kantilal Shah, aged 27 years, Indian Resident, bearing Permanent Account Number 'GBWPS5005J' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India with contact number being '+91-8920304087 and E-mail address being 'SEJsanket@gmail.com' and director identification number being '08195456'.

(b) He has completed his bachelor's in business management studies in the year 2015 and Masters Entrepreneurship, from the University of Nottingham, in the year 2016. He has more than 5 (Five) years of experience in the areas of infrastructure and road construction. He is in charge of RMC and road works in Nagpur city.

(c) The Net Worth of Acquirer 3 as on June 30,2023, is ₹1,97,36,051.00/- Lakhs (Rupees One Crores Ninety Seven Lakhs Thirty Six Thousand Five Only) as certified bearing unique document identification number '23171273BGRSHZ982' on Tuesday, July 11, 2023, by Chartered Accountant, Deval Agarwal bearing membership number '171273', partner at M/s Ojha Agarwal & Associates (Chartered Accountants) bearing firm registration number '118961W' having their office located at 101, "Prasad", 1st Floor, Kachipura, New Ramdaspeth, Behind Central Mall, V. I.P. Road, Nagpur - 440 010, India, and with contact details being "+91-9822209897, Email Address being 'tamarishojha@gmail.com'.

4. Mr. Shagun Shah (Acquirer 4)

(a) Mr. Shagun Shah, Son of Rajan Kantilal Shah, aged 33 years, Indian Resident, bearing Permanent Account Number 'BGQPS6119H' under the Income Tax Act, 1961, resident at 1301, A Rajul Apartments, 9th Harkness Road, Opp. Shrijal Nagar, Nepean Sea Road, Malabar Hill, Mumbai- 400006, Maharashtra, India with contact number being '+91-8879304030' and E-mail address being 'bhagyashah86@gmail.com' and director identification number bearing '02142247' and director identification number bearing'07111191'.

(b) He has completed bachelor's in engineering (Civil) in the year 2013 and Construction management from University of Southern California USA in the year 2013. He has more than 10 (Ten) years of experience in the areas of infrastructure, road construction. He is experienced in executing concrete roads, bridge work, SWD and CRI water tank construction in Pune city. He is in charge of ready-mix concrete plant and projects in Pune city.

(c) The Net Worth of Acquirer 4 as on June 30,2023, is ₹2,08,98,795.00/- (Rupees Two Crores Eight Lacs Ninety Eight Thousand Seven Hundred Ninety Nine Only) as certified bearing unique document identification number '23171273BGRSHA2392' on Tuesday, July 11, 2023, by Chartered Accountant, Deval Agarwal bearing membership number '171273', partner at M/s Ojha Agarwal & Associates (Chartered Accountants) bearing firm registration number '118961W' having their office located at 101, "Prasad", 1st Floor, Kachipura, New Ramdaspeth, Behind Central Mall, V. I.P. Road, Nagpur - 440 010, India, and with contact details being "+91-9822209897, Email Address being 'tamarishojha@gmail.com'.

5. J P Enterprises (Acquirer 5)

(a) J P Enterprises was formed on July 27, 2004 under the The Indian Partnership Act, 1932, bearing Permanent Account Number 'AAAFJ0870H' under the Income Tax Act, 1961, having its office situated at 403 Korsek Shreen, 15th Tardeo Road, Tardeo, Mumbai City, Maharashtra, India- 400034 with contact number being '+91-9822209897' and E-mail address being 'jpeconomics@gmail.com'. Ms.Chhaya Rajan Shah, Mr. Kantilal M Shah are the partners of the firm. It has more than 15 (Fifteen) years of experience in the areas of infrastructure, road construction. Acquirer 5 has completed following project:

- Project of Udgir Municipal Council, Udgir district
- Smart City project of Pune Smart City Development Corporation Ltd
- Project in Yavatmal District
- Project in Hingoli

(b) The details of the partners of Acquirer 5 are scheduled as under:

Name of the Partner	Rajan Kantilal Shah(Acquirer 2)	Kantilal Shah
Qualification and Experience	He has completed his Bachelor of Engineering in Civil from Manipal Institute of Technology and has more than 25 (Twenty-Five) years of experience in the areas of infrastructure, road construction.	She has completed her Bachelor degree in Home Science. She has an experience of 19 (nineteen) years with his spouse in the areas of infrastructure, road construction.

(c) The Net Worth of Acquirer 5 as on June 30,2023, is ₹40,35,82,632.00/- (Rupees Forty Nine Crores Ninety Three Lacs Thirty Five Thousand Six Hundred Thirty Two Fifty Eight Paise Only) as certified bearing unique document identification number '23171273BGRSHZ981' on Tuesday, July 11, 2023, by Chartered Accountant, Deval Agarwal bearing membership number '171273', partner at M/s Ojha Agarwal & Associates (Chartered Accountants) bearing firm registration number '118961W' having their office located at 101, "Prasad", 1st Floor, Kachipura, New Ramdaspeth, Behind Central Mall, V. I.P. Road, Nagpur - 440 010, India, and with contact details being "+91-9822209897, Email Address being 'tamarishojha@gmail.com'.

6. Harshali Multitrade Private Limited (Acquirer 6)

(a) Harshali Multitrade Private Limited was incorporated on October 27, 2021 under the provisions of the Companies Act, 2013, bearing corporate identification number U74120MH2013PTC241518', Permanent Account Number 'AADCH0574E' under the Income Tax Act, 1961, having its registered office situated at Nizam Bhai Chawl, Chawl No.2, Room No.1, Behind Marwadi Chawl, Kandivali (East), Mumbai – 400101, Maharashtra, India with contact details being '+91 9004866490', Email Address being 'ankoolsolutions@gmail.com'.

(b) The details pertaining to the securities of Acquirer 6 is specified as under:

Sr. No.	Particulars	Number of securities	Aggregate amount of securities
1.	**Authorized share capital**		
	Equity shares having face value of Rs.10.00/- (Rupees Ten Only)	10,000 (Ten Thousand)	Rs.1,00,000.00/- (Rupees One Lakh Only)
	Total		**Rs. 1,00,00,000/- (Rupees One Lac Only)**
2.	**Issued, subscribed and paid-up share capital**		
	Equity shares having face value of Rs.10.00/- (Rupees Ten Only)	10,000 (Ten Thousand)	Rs.1,00,000.00/- (Rupees One Lakh Only)
	Total	**10,000 (Ten Thousand)**	**Rs. 1,00,00,000/- (Rupees One Lac Only)**

(c) The equity shareholding pattern of the Acquirer 6 is specified as below:

Name of the equity shareholder	Number of equity shares	Percentage of equity shares held
Shagun Rajan Shah (Acquirer 4)	5,100 (Five Thousand One Hundred)	51.00 %
Sanket Shah (Acquirer 3)	4,900 (Four Thousand Nine Hundred)	49.00 %
Total	**10,000 (Ten Thousand)**	**100.00%**

(d) The details of the Directors of Acquirer 7 are scheduled as under:

Name of the Promoter and Director	Shagun Rajan Shah (Acquirer 4)	Sanket Shah (Acquirer 3)
Director Identification Number	07111191	09185456
Qualification and Experience	Acquirer 4 has completed bachelor's in engineering (Civil) in the year 2013 and Construction management from University of Southern California USA in the year 2013. He has more than 10 (Ten) years of experience in the areas of infrastructure, road construction. He is experienced in executing concrete roads, bridge work, SWD and CRI water tank construction in Pune city. He is in charge of ready-mix concrete plant and projects in Pune city.	Acquirer 3 has completed his bachelor's in business management studies in the year 2015 and Masters Entrepreneurship, from the University of Nottingham, in the year 2016. He has more than 5 (Five) years of experience in the areas of infrastructure, road construction. He is in charge of RMC and road works in Nagpur city.
Date of Appointment	June 29, 2023	June 29, 2023
Designation	Director	Director

(e) Acquirer 6 is engaged in the business of trading of Computer, electronic items, electricals goods, Plastic products, textile material, Nylon synthetic.

(f) Brief of audited financial information for the Financial Year ending March 31, 2023,March 31, 2022 and March 31, 2021 are as follows:

(Amount in lakhs except Equity Share Data)

Particulars	Audited Financial Statements for the Financial Year ending March 31, 2023	Audited Financial Statements for the Financial Year ending March 31, 2022	Audited Financial Statements for the Financial Year ending March 31, 2021
Total Revenue	0.03	-	0.11
Net Earnings or Profit/(Loss) after tax	(1.04)	(5.10)	(0.07)
Basic and diluted Earnings per Equity Share	(0.39)	(5.96)	(0.7)
Net Worth/ Shareholders Funds	0.29	0.33	0.43

7. Hazun Un Package Private Limited (Acquirer 7)

(a) Hazun Un Package Private Limited a companies incorporated as Private Company as on 21 December 2012 under Companies Act 1956 carrying CIN U74120MH2012PTC233029 and Permanent Account Number Account Number Card 'AADCH1022M' under the Income Tax Act, 1961, having its registered office situated at Nizam Bhai Chawl, Chawl No.2, Room No.1, Behind Marwadi Chawl, Kandivali (East), Mumbai – 401203, Maharashtra, India with contact details being '+91 9326152006', Email Address being 'ankoolsolutions@gmail.com'.

(b) The details pertaining to the securities of Acquirer 7 is specified as under:

Sr. No.	Particulars	Number of securities	Aggregate amount of securities
1.	**Authorized share capital**		
	Equity shares having face value of Rs.10.00/- (Rupees Ten Only)	10,000 (Ten Thousand)	Rs.1,00,000.00/- (Rupees One Lakh Only)
	Total		**Rs. 1,00,00,000/- (Rupees One Lac Only)**
2.	**Issued, subscribed and paid-up share capital**		
	Equity shares having face value of Rs.10.00/- (Rupees Ten Only)	10,000 (Ten Thousand)	Rs.1,00,000.00/- (Rupees One Lakh Only)
	Total		**Rs. 1,00,00,000/- (Rupees One Lac Only)**

(c) The equity shareholding pattern of the Acquirer 7 is specified as below:

Name of the equity shareholder	Number of equity shares	Percentage of equity shares held
Shagun Rajan Shah (Acquirer 4)	5,000 (Five Thousand)	50.00%
Sanket Shah (Acquirer 3)	5,000 (Five Thousand)	50.00%
Total	**10,000 (Ten Thousand)**	**100.00%**

(d) The details of the Directors of Acquirer 7 are scheduled as under:

Name of the Promoter and Director	Shagun Rajan Shah (Acquirer 4)	Sanket Shah (Acquirer 3)
Director Identification Number	07111191	09185456
Qualification and Experience	Acquirer 4 has completed bachelor's in engineering (Civil) in the year 2013 and Construction management from University of Southern California USA in the year 2013. He has more than 10 (Ten) years of experience in the areas of infrastructure, road construction. He is experienced in executing concrete roads, bridge work, SWD and CRI water tank construction in Pune city. He is in charge of ready-mix concrete plant and projects in Pune city.	Acquirer 3 has completed his bachelor's in business management studies in the year 2015 and Masters Entrepreneurship, from the University of Nottingham, in the year 2016. He has more than 5 (Five) years of experience in the areas of infrastructure, road construction. He is in charge of RMC and road works in Nagpur city.
Date of Appointment	June 29, 2023	June 29, 2023
Designation	Director	Director

(e) Acquirer 7 is engaged in the business of Construction material.

(f) Brief of audited financial information for the Financial Year ending March 31, 2023,March 31, 2022 and March 31, 2021 are as follows:

(Amount in lakhs except Equity Share Data)

Particulars	Audited Financial Statements for the Financial Year ending March 31, 2023	Audited Financial Statements for the Financial Year ending March 31, 2022	Audited Financial Statements for the Financial Year ending March 31, 2021
Total Revenue	0.06	0.16	0.15
Net Earnings or Profit/(Loss) after tax	(0.94)	(0.04)	(0.04)
Basic and diluted Earnings per Equity Share	(0.43)	(0.40)	(0.40)
Net Worth/ Shareholders Funds	0.61	0.65	0.69

8. Nidus Software Solution Private Limited (Acquirer 8')

(a) **'Acquirer 8'** refers to Nidus Software Solution Private Limited a companies incorporated as Private Company as on 29 March 2010 under Companies Act 1956 carrying CIN U72200PN2010PTC135847 and Permanent Account Number Account Number Card 'AADCN2804F' under the Income Tax Act, 1961, having office at S No. 100 & 101, Flat No.1102 Wing-H Above Apart Opposite Rajveer Palace Pimple Saudagar Pune Pune – 411017, Maharashtra, India with contact details being '+91 9422654047, Email Address being 'ankoolsoftware10@gmail.com'.

(b) The details pertaining to the securities of Acquirer 8 is specified as under:

Sr. No.	Particulars	Number of securities	Aggregate amount of securities
1.	**Authorized share capital**		
	Equity shares having face value of Rs.10.00/- (Rupees Ten Only)	10,000 (Ten Thousand)	Rs.1,00,000.00/- (Rupees One Lakh Only)
	Total		**Rs. 1,00,00,000/- (Rupees One Lac Only)**
2.	**Issued, subscribed and paid-up share capital**		
	Equity shares having face value of Rs.10.00/- (Rupees Ten Only)	10,000 (Ten Thousand)	Rs.1,00,000.00/- (Rupees One Lakh Only)
	Total	**10,000 (Ten Thousand)**	**Rs. 1,00,00,000/- (Rupees One Lac Only)**

(c) The equity shareholding pattern of the Acquirer 8 is specified as below:

Name of the equity shareholder	Number of equity shares	Percentage of equity shares held
Shagun Rajan Shah (Acquirer 4)	5,000 (Five Thousand)	50.00%
Sanket Shah (Acquirer 3)	5,000 (Five Thousand)	50.00%
Total	**10,000 (Ten Thousand)**	**100.00%**

(d) The details of the Directors of Acquirer 8 are scheduled as under:

Name of the Promoter and Director	Shagun Rajan Shah (Acquirer 4)	Sanket Shah (Acquirer 3)
Director Identification Number	07111191	09185456
Qualification and Experience	Acquirer 4 has completed bachelor's in engineering (Civil) in the year 2013 and Construction management from University of Southern California USA in the year 2013. He has more than 10 (Ten) years of experience in the areas of infrastructure, road construction. He is experienced in executing concrete roads, bridge work, SWD and CRI water tank construction in Pune city. He is in charge of ready-mix concrete plant and projects in Pune city.	Acquirer 3 has completed his bachelor's in business management studies in the year 2015 and Masters Entrepreneurship, from the University of Nottingham, in the year 2016. He has more than 5 (Five) years of experience in the areas of infrastructure, road construction. He is in charge of RMC and road works in Nagpur city.
Date of Appointment	June 29, 2023	June 29, 2023
Designation	Director	Director

(e) Acquirer 8 is engaged in the business of Construction material.

(f) Brief of audited financial information for the Financial Year ending March 31, 2023,March 31, 2022 and March 31, 2021 are as follows:

(Amount in lakhs except Equity Share Data)

Particulars	Audited Financial Statements for the Financial Year ending March 31, 2023	Audited Financial Statements for the Financial Year ending March 31, 2022	Audited Financial Statements for the Financial Year ending March 31, 2021
Total Revenue	13.50	64.09	68.99
Net Earnings or Profit/(Loss) after tax	(2.88)	10.28	15.97
Earnings per Share (EPS)	0.07	0.17	0.26
Net Worth	17.00	16.88	16.71

C. DETAILS OF THE OFFER

1. The Offer is being made by the Acquirers under the provisions of Regulations 3 and 4 of the SEBI (SAST) Regulations to acquire up to 15,85,012 (Fifteen Lakhs Eighty-Five Thousand and Twelve) Equity Shares representing 26.00% (Twenty-Six Percent) of the Voting Share Capital of the Target Company, at a price of ₹18.50/- (Rupees Eighteen and Fifty Paise Only) per Equity Share from the Public Shareholders of the Target Company, assuming full acceptance, the total consideration payable by the Acquirers under the Offer at the Offer Price aggregates to ₹2,93,22,722.00/- (Rupees Two Crores Ninety-Three Lakhs Twenty-Two Thousand Seven Hundred and Twenty-Two Only) payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions set out in the Public Announcement, this Detailed Public Statement, and the Letter of Offer.
2. This Offer is being made under SEBI (SAST) Regulations, to all the Public Shareholders of the Target Company as on Monday, August 21, 2023 under the provisions of Regulation 3(1) and 4 of the SEBI (SAST) Regulations.
3. This Offer is not conditional upon any minimum level of acceptance in terms of the Regulation 19(1) of SEBI (SAST) Regulations
4. This Offer is not a competitive bid in terms of the Regulation 20 of SEBI (SAST) Regulations.
5. This Offer is not pursuant to any global acquisition resulting in indirect acquisition of Equity Shares of the Target Company.
6. The Equity Shares of the Target Company will be acquired by the Acquirers as fully paid up, free from all liens, charges, and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof.
7. The Manager does not hold any Equity Shares in the Target Company as on the date of appointment as Manager to the Offer. The Manager hereby declares and undertakes that, it shall not deal in the Equity Shares of the Target Company during the period commencing from the date of their appointment as Manager until the expiry of 15 (Fifteen) Days from the date of closure of this Offer.
8. To the best of the knowledge and belief of the Acquirers, as on the date of this Detailed Public Statement, there are no statutory or other approvals required to implement the Offer other than as indicated in Section VI of this Detailed Public Statement. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such other statutory approvals. The Acquirers will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23(1) of the SEBI (SAST) Regulations. In the event of withdrawal, a public announcement will be made within 2 (two) Working Days of such withdrawal, in the same newspapers in which this Detailed Public Statement has been published and such public announcement will also be sent to SEBI, BSE's, and to the Target Company at its registered office.
9. The Acquirers do not have any plans to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of 2 (two) years except in the ordinary course of business. The Target Company's future policy for disposal of its assets, if any, within 2 (two) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot and the notice for such postal ballot shall contain reasons as to why such alienation is necessary in terms of Regulation 25(2) of SEBI (SAST) Regulations.
10. This Detailed Public Statement is being published in the following newspapers:

Publication	Language	Edition
Financial Express	English daily	All Editions
Jansatta	Hindi Daily	All Editions
Mumbai Lakshadeep	Marathi daily	Mumbai Edition
Business Remedies	Hindi Daily	Udaipur

11. The Public Shareholders who tender their Equity Shares in this Offer shall ensure that all the Equity Shares validly tendered by the Public Shareholders in this Offer are free from all liens, charges, and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof, and in accordance with the terms and conditions set forth in the Public Announcement, this Detailed Public Statement and as will be set out in the Letter of Offer, and the tendering Public Shareholders shall have obtained all necessary consents for it to sell the Offer Shares on the foregoing basis.
12. If the aggregate number of Equity Shares validly tendered in this Offer by the Public Shareholders, is more than the Offer Size, then the Equity Shares validly tendered by the Public Shareholders will be accepted on a proportionate basis, in consultation with the Manager.
13. In terms of Regulation 25(2) of SEBI (SAST) Regulations, the Acquirers hereby undertake and declare that, they do not have any intention to alienate any material assets of the Target Company whether by way of sale, lease, encumbrance, or otherwise for the period 2 (two) years from the closure of this Offer, except (a) in the ordinary course of business of the Target Company; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the Target Company.
14. As per Regulation 38 of the SEBI (LODR) Regulations read with rule 19A of the (SCRR), the Target Company is required to maintain at least 25.00% public shareholding as determined in accordance with the SCRR, on a continuous basis for listing. Upon completion of the Offer and the underlying transaction pursuant to the Share Purchase Agreement, the public shareholding in the Target Company will not fall below the minimum level as required to be maintained by the Target Company under the SEBI (LODR) and the SCRR read with the SEBI (SAST) Regulations.
15. If the Acquirers acquire Equity Shares of the Target Company during the period of 26 (twenty-six) weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirers shall pay the difference between the highest price paid by them for such acquisition and the Offer Price, to all Public Shareholders whose Offer Shares have been accepted in the Offer within 60 (sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, including subsequent amendments thereto, or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.
16. The payment of consideration shall be made to all the Public Shareholders, who have tendered their Equity Shares in acceptance of the Offer within 10 (ten) Working Days of the expiry of the Tendering Period. The payment of consideration will be paid to the Public Shareholders who have validly tendered Equity Shares in the Offer by crossed account payee cheques/pay order/demand drafts/