

PRE-OFFER PUBLIC ADVERTISEMENT IN ACCORDANCE WITH
REGULATION 18(7) OF SEBI (SUBSTANTIAL ACQUISITION OF
SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED OF
SAYAJI HOTELS (INDORE) LIMITED

Corporate Identification Number: L55209MP2018PLC076125

Registered Office: H-1 Scheme No. 54, Vijay Nagar, Indore, Indore- 452010, Madhya Pradesh, India

Tel. No. +91-731-4006666; Email: cs@shilindore.com

Website: www.shilindore.com

This advertisement ("Pre Offer PA") is being issued by Systematix Corporate Services Limited ("Manager to the Offer") on behalf of Century 21 Officespace Private Limited ("Acquirer") along with person acting in concert ("PACs"), namely Century 21 Town Planners Private Limited ("PAC-1"), M.P.Entertainment & Developers Private Limited ("PAC-2"), Print Solutions Private Limited ("PAC-3") (hereinafter PAC-1, PAC-2, and PAC-3 are collectively referred to as the "PACs") pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended (the "SEBI (SAST) Regulations") in respect of the Open Offer (the "Offer") to acquire upto **7,92,118** fully paid-up equity shares having face value of Rs.10.00/- each (the "Equity Shares") at a price of Rs. **1,250/-** per Equity Share, representing 26% of Voting Share Capital of Sayaji Hotels (Indore) Limited (the "Target Company"). The Detailed Public Statement dated April 07, 2025 ("DPS") and Corrigendum to DPS dated July 11, 2025 ("Corrigendum to DPS") with respect to the Offer was published in the following newspapers:

Sl. No.	Newspapers	Language	Editions
1	The Financial Express	English Daily	All Editions
2	Jansatta	Hindi Daily	All Editions
3	Mumbai Lakshdeep	Marathi Daily	Mumbai Edition
4	Madrasmani	Tamil Daily	Chennai Edition
5	Indore Samachar*	Hindi Daily	Indore Edition

* Pursuant to change in the registered office address of the Target Company from Chennai to Indore w.e.f. April 15, 2025 we have additionally published IDC recommendations and this Pre-Offer PA in Indore Samachar.

The terms used but not defined in this Pre-Offer PA shall have the same meanings assigned to them in the PA, the DPS, Corrigendum to DPS and the Letter of Offer ("LOF"). The Manager to the Offer has received SEBI Observations Letter dated July 09, 2025 ("SEBI Observations Letter") on the Draft Letter of Offer ("DLOF") and pursuant to that the Shareholders are requested to note the following in relation to the Open Offer made by the Acquirer vide the PA dated March 28, 2025.

- Offer Price:** The Offer Price being offered under this Offer is **Rs. 1,250/-** (Rupees One Thousand Two Hundred and Fifty Only) per Equity Share. The Offer Price shall be paid in "Cash" in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions specified in the PA, the DPS, Corrigendum to DPS and the LOF. Further, there has been no upward revision of the Offer Price or Offer Size by the Acquirer and the PACs.
- Recommendation of the Committee of Independent Director (IDC):** The Committee of Independent Directors ("IDC") of the Target Company in their meeting held on July 18, 2025 has recommended that the Offer Price is fair and reasonable as on date of the PA and the same recommendations is published on July 21, 2025 in the above-mentioned newspapers.
- There is no competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. This Offer is not a competing offer.
- The copies of LOF have been emailed and dispatched to the eligible public shareholders through Email and Speed Post/Registered Post by the Registrar to the Offer on July 17, 2025, who are the registered members of the Target Company as on the Identified Date (i.e. July 11, 2025).
- Shareholders are required to refer to Para 9 of the LOF (**Procedure for Acceptance and Settlement of the Offer**) in relation to inter alia the procedure for tendering their Equity Shares in the Offer and are required to adhere to and follow the procedure outlined therein.
- Please note that a copy of the LOF including 'Form of Acceptance-cum-Acknowledgement' ("FOA") is also available on SEBI website (<http://www.sebi.gov.in>). Registered / Unregistered Shareholders if they so desire may also apply on the FOA downloaded from the SEBI's website. Further, in case of non-receipt / non-availability of the FOA, the application can be made on plain paper along with the following details:

- In case of Equity Shares held in dematerialized form:** An Eligible Shareholder may participate in the Open Offer directly through his/her/it's Selling Broker by giving the details of Equity Shares they intend to tender under the Open Offer. Public Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. The Selling Broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender Equity Shares in the Open Offer using the Acquisition Window of the BSE. Before placing the bid, lien will be required to be marked on the tendered Equity Shares. Please also read the detailed procedure described in the LOF.
The address of the "Buying Broker" to the Offer is as following:
Systematix Shares and Stocks (India) Limited, The Capital, A-Wing, 6th Floor, No. 603-606, Plot No. C-70, G-Block, Bandra-Kurla Complex Bandra (East), Mumbai 400 051, Maharashtra, India., Tel. No. +91-22-6704 8000; **Email:** compliance@systematixgroup.in; **Contact Person:** Mr. Vikram Kabra.

- In case of Equity Shares held in physical form:** In accordance with the Frequently Asked Questions issued by SEBI, "FAQs - Tendering of physical shares in buyback offer/ open offer/ exit offer/delisting" dated February 20, 2020, SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020 and BSE notice no 20200528-32 dated 28 May 2020, shareholders holding securities in physical form are allowed to tender shares in open offer. However, such tendering shall be as per the provisions of the SEBI (SAST) Regulations.
An Eligible Shareholder may participate in the Open Offer by providing his/her/its application in writing on a plain paper signed by all Eligible Shareholders (in case of joint holding) stating name, address, folio number, number of Equity Shares held, Equity Share certificate number, number of Equity Shares tendered for the Offer and the distinctive numbers thereof, enclosing the original Equity Share certificate(s), copy of Eligible Shareholder's PAN card(s) and executed share transfer form in favour of the Acquirer. Eligible Shareholders must ensure that the plain paper application, along with the TRS and requisite documents, reach the Registrar to the Offer not later than 2 (two) working days from the closure of the Offer (i.e. August 11, 2025) by 5.00 p.m. If the signature(s) of the Eligible Shareholders provided in the plain paper application differs from the specimen signature(s) recorded with the Registrar of the Company or are not in the same order (although attested), such plain paper applications are liable to be rejected under this Offer.
The above-mentioned requisite documents are required to be sent to the collection center mentioned below:

Address of the Collection Centre	Contact Person, Telephone No., Fax No., Email and Web	Mode of Delivery
MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) Unit: Sayaji Hotels (Indore) Limited – Open Offer C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India.	Ms. Pradnya Karanjekar Telephone: +91 - 8108114949 E - mail: sayajihotels.offer@in.mpms.mufg.com Website: https://in.mpms.mufg.com/	Hand Delivery/ Registered Post

- In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF dated April 16, 2025 was submitted to SEBI on April 17, 2025. SEBI issued its observations on the DLOF vide its letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2025/18303/1 dated July 09, 2025. SEBI's observations have been incorporated in the LOF.
- There have been no other material changes in relation to the Offer since the date of the PA, except as disclosed above and as disclosed in the DPS, Corrigendum to DPS, IDC Recommendation and the LOF.
- As on the date, there are no statutory or other approval(s) required by the Acquirer and the PACs to complete the acquisition under the Open Offer. However, any statutory or other approval(s) that becomes applicable prior to completion of such acquisition, the Offer would also be subject to such other statutory or other approval(s).
- In terms of the tentative schedule of activity communicated by way of the DPS, the Eligible Shareholders of the Target Company are requested to note the following revisions related to the schedule of activity:

ACTIVITY	Schedule Disclosed in DLOF (Day and Date) ⁽¹⁾	Revised Schedule (Day and Date)
Date of the PA	Friday, March 28, 2025	Friday, March 28, 2025
Date of publication of this DPS	Monday, April 07, 2025	Monday, April 07, 2025
Last date of filing Draft Letter of Offer (DLOF) with SEBI	Wednesday, April 16, 2025	Wednesday, April 16, 2025
Last date for a Competitive Bid / Offer ⁽²⁾	Friday, May 02, 2025	Friday, May 02, 2025
Identified Date ⁽³⁾	Wednesday, May 14, 2025	Friday, July 11, 2025
Corrigendum to the DPS	-	Friday, July 11, 2025
Last date by which the letter of offer ("LOF") is to be dispatched to the Public Shareholders whose names appear on the register of members on the Identified Date	Wednesday, May 21, 2025	Friday, July 18, 2025
Last date by which the committee of the independent directors of the Target Company is required to give its recommendation to the Public Shareholders for this Open Offer	Thursday, May 22, 2025	Wednesday, July 23, 2025
Last date for upward revision of the Offer Price or any increase in the Offer Size	Tuesday, May 27, 2025	Thursday, July 24, 2025
Date of publication of offer opening public announcement in the newspapers in which this DPS has been published	Tuesday, May 27, 2025	Thursday, July 24, 2025
Date of commencement of the Tendering Period ("Offer Opening Date")	Wednesday, May 28, 2025	Friday, July 25, 2025
Date of closure of the Tendering Period ("Offer Closing Date")	Tuesday, June 10, 2025	Thursday, August 07, 2025
Last date for communicating the rejection /acceptance; Completion of payment of consideration or refund to the shareholders	Tuesday, June 24, 2025	Friday, August 22, 2025
Last date for publication of post- Offer public announcement in the newspapers in which this DPS has been published	Tuesday, July 01, 2025	Monday, September 01, 2025
Submission of Final Report by the Manager to the Offer with SEBI	Tuesday, July 01, 2025	Monday, September 01, 2025

⁽¹⁾ The above timelines are indicative and certain activities can be completed on or before the last date as indicated in the above table.

⁽²⁾ There is no competing offer to this Offer.

⁽³⁾ The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the LOF would be sent. It is clarified that all holders (registered or unregistered) of Equity Shares (except those who are excluded from the ambit of Public Shareholders) are eligible to participate in the Open Offer at any time during the Tendering Period.

- The Acquirer along with the PACs accept full responsibility for the information contained in this Pre-Offer PA and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Open Offer.

- A copy of this Pre-Offer Advertisement is expected to be available on the SEBI's website at www.sebi.gov.in.

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER AND THE PACs

MANAGER TO THE OFFER	
 SYSTEMATIX GROUP Investments Re-defined	Systematix Corporate Services Limited The Capital, A-Wing, 6th Floor, No. 603-606, Plot No. C-70, G-Block, Bandra-Kurla Complex (BKC), Bandra (East), Mumbai 400 051, Maharashtra, India. Tel. No.: +91-22-6704 8000 Fax No.: +91-22-6704 8022 Email: ecm@systematixgroup.in Contact Person: Kuldeep Singh SEBI Registration Number: INM000004224
REGISTRAR TO THE OFFER	
 MUFG	MUFG Intime India Private Limited (Formerly Known as Link Intime India Private Limited) C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India. Tel. No.: +91 - 8108114949 Email: sayajihotels.offer@in.mpms.mufg.com Contact Person: Pradnya Karanjekar SEBI Registration Number: INR000004058

For and on behalf of the Acquirer and the PACs

Sd/- Century 21 Officespace Private Limited Acquirer	Sd/- Century 21 Town Planners Private Limited PAC – 1	Sd/- M.P. Entertainment & Developers Private Limited PAC – 2	Sd/- Print Solutions Private Limited PAC – 3
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Date: July 24, 2025

Place: Indore.