DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) & 4 READ WITH REGULATION 15(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

KKALPANA PLASTICK LIMITED

CIN: L25200WB1989PLC047702; Website: www.kkalpanaplastick.com;
Registered Office: 12, Dr. U.N. Brahmachari Street, Maruti Building, 5th Floor, Flat No. 5F, Kolkata- 700 017;
Tel. No.: (033) 4003 0674; Email: kolkata@kkalpanaplastick.co.in

OPEN OFFER FOR ACQUISITION OF UPTO 14,37,420 (FOURTEEN LAKHS THIRTY-SEVEN THOUSAND FOUR HUNDRED AND TWENTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH ("EQUITY SHARES") REPRESENTING 26.00% OF THE TOTAL PAID-UP EQUITY AND VOTING SHARE CAPITAL OF KKALPANA PLASTICK LIMITED ("KPL"/ "TARGET COMPANY"), ON A FULLY DILUTED BASIS, FROM THE PUBLIC SHAREHOLDERS OF KPL BY MR. ASHISH BEGWANI, RESIDENT OF B-54, PASCHIMI MARG, VASANT VIHAR-1, DELHI– 110057 (HEREINAFTER REFERRED TO AS THE "ACQUIRER") ("OPEN OFFER"/ "OFFER").

This Detailed Public Statement (**"DPS"**) is being issued by VC Corporate Advisors Private Limited, Manager to the Offer (**"Manager"/ "Manager to the Offer"**), for and on behalf of the Acquirer to the Public Shareholders of the Target Company, pursuant to and in compliance with Regulations 13(4), 14(3) and 15(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto [**"SEBI (SAST) Regulations"**], pursuant to the Public Announcement (**"PA"**) filed on July 07, 2026 with the Securities and Exchange Board of India (**"SEBI"**), the Stock Exchanges i.e., BSE Limited (**"BSE"**) and The Calcutta Stock Exchange Limited (**"CSE"**) (**BSE & CSE are hereinafter collectively referred to as the "Stock Exchanges"**) and the Target Company in terms of Regulations 3(1) & 4 of the SEBI (SAST) Regulations.For the purpose of this Detailed Public Statement, the following terms shall have the meanings assigned to them below:

"Acquirer" shall mean Mr. Ashish Begwani, resident of B-54, Paschimi Marg, Vasant Vihar-1, Delhi – 110057.

"Control" shall have the meaning ascribed to it under the SEBI (SAST) Regulations.

"Equity Shares" shall mean fully paid-up Equity Shares of the Target Company of face value of Rs. 10/- (Rupees Ten Only) each.

"Identified Date" shall mean the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period, for the purpose of determining the public shareholders to whom the Letter of Offer in relation to this Offer shall be sent.

"MPSR" shall mean minimum public shareholding requirement of 25.00% in the Target Company.

"Offer" or **"Open Offer"** shall mean the Open Offer for acquisition of upto 14,37,420 (Fourteen Lakhs Thirty-Seven Thousand Four Hundred and Twenty) fully paid-up Equity Shares of face value of Rs. 10/- each, representing 26.00% of the total paid-up equity and voting share capital of the Target Company.

"PAC" shall mean person(s) acting in concert as defined under Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations.

"Public Shareholders" shall mean all the equity shareholders of the Target Company except existing members of the Promoter and Promoter Group of the Target Company and the Acquirer.

"Sale Shares" collectively refers to 40,12,335 Equity Shares representing 72.58% of the total paid-up equity and voting share capital of the Target Company, to be acquired from the Selling Shareholders.

"SCRR" shall mean Securities Contract (Regulation) Rules, 1957, as amended.

"SEBI" shall mean Securities and Exchange Board of India.

"SEBI (LODR) Regulations" shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

"Sellers/ Selling Shareholders" shall collectively mean Mrs. Sarla Surana, resident of Divine Grace Apartment, 33 S. P. Sarani, Circus Avenue, Kolkata-700017 and Bbigplas Poly Private Limited having its registered office situated at 2B, Pretoria Street, Kolkata- 700071.

"Stock Exchanges" shall collectively mean the BSE Limited (**"BSE"**) and The Calcutta Stock Exchange Limited (**"CSE"**).

"Share Purchase Agreement" / "SPA"/ "Underlying Transaction" shall mean the Share Purchase Agreement dated July 07, 2026 executed between the Acquirer and the Sellers.

"Tendering Period" shall have the meaning ascribed to it under the SEBI (SAST) Regulations.

"Total paid-up equity and voting share capital" shall mean Rs. 5,52,85,350/- divided into 55,28,535 fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the Target Company.

"Working Day" shall mean a day which shall have the meaning ascribed to it under Regulation 2(1)(zf) of the SEBI (SAST) Regulations.

I. ACQUIRER, PAC, SELLERS, TARGET COMPANY AND OFFER:

A. INFORMATION ABOUT THE ACQUIRER / PAC:

Mr. Ashish Begwani ("Acquirer")

A.1. Mr. Ashish Begwani, s/o. Mr. Navrat Mal Begwani, aged about 51 years, bearing Permanent Account Number: AAGPB6672F, is a resident of India, residing at B-54, Paschimi Marg, Vasant Vihar-1, Delhi - 110057, having contact number +91 9810058332 and email id:ashishbegwani@gmail.com.

A.2. Mr Ashish Begwani holds a Bachelor's degree in commerce from Ramjas College, University of Delhi. He is a seasoned entrepreneur with over three decades of rich and diverse experience in building, scaling and managing businesses across multiple sectors such as real estate, non-banking financial services and hospitality. He is also an active investor with a diversified portfolio comprising listed equities, mutual funds, hedge funds, unlisted securities and other financial instruments.

A.3. The Acquirer does not hold any Equity Shares in the Target Company prior to the date of the PA except for the execution of the Share Purchase Agreement dated July 07, 2026 pursuant to which he has agreed to acquire 40,12,335 (Forty Lakhs Twelve Thousand Three Hundred and Thirty-Five) Equity Shares, constituting 72.58% of the total paid-up equity and voting share capital of the Target Company at a Negotiated Price of Rs. 28/- (Rupees Twenty-Eight Only) per Equity Share subject to the conditions specified in the Agreement.

A.4. The net worth of the Acquirer is Rs. 114.77 Crores (Rupees One Hundred and Fourteen Crores and Seventy-Seven Lakhs Only) as on March 31, 2026 as certified by CA Sourabh Kumar Banal (Membership No.: 556673), Partner of S K S B & Associates, Chartered Accountants, (FRN No.: 036145N), having their Office at E-478, Greater Kailash, Part-II, New Delhi - 110048, Tel No.: 9079256160, 8285408388, Email: associatessksb@gmail.com, vide their certificate dated July 07, 2026 bearing Unique Document Identification Number (**"UDIN"**) 26556673HEMYYM5950.

A.5. As on the date of this DPS, the Acquirer holds DIN 00158282 and is a director in AB Finance Private Limited, Compass Tracom Private Limited, Campbell Finance & Investment Services Private Limited, Mass Properties Private Limited, SIP Footwears Private Limited, Tanu Polymers Private Limited, Campbell Finlease Private Limited, Nobal Buildtech Private Limited and Radiance Town Planners Private Limited. He also serves as a designated partner in Campbell Hospitality LLP.

A.6. The Acquirer does not hold directorship in any listed or unlisted public Company nor does he serve as a Whole-time Director in any Company.

A.7. There are no Person Acting in Concert (**"PAC"**) with the Acquirer for the purpose of this Open Offer in accordance with the provisions of Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations.

A.8. As stated above, the Acquirer does not have any relationship &/or interest or any direct / indirect linkage in the Target Company including with its Directors, Promoters, Key Managerial Personnel's or other major shareholders.

A.9. The Acquirer is neither a member of the Board of Directors of the Target Company nor holds any managerial, financial or operational position in the Target Company, whether directly or indirectly.

A.10. There are no persons on the Board of the Target Company representing the Acquirer.

A.11. The Acquirer does not belong to any Group.

A.12. The Acquirer undertakes that he will not sell the Equity Shares of the Target Company, held and acquired by him, if any, during the Offer Period in terms of Regulation 25(4) of the SEBI (SAST) Regulations.

A.13. In the past, the Acquirer was not required to undertake any compliance under the applicable provisions of Chapter V of SEBI (SAST) Regulations in respect to acquisition / disposal of equity shares in the Target Company.

A.14. As on the date of this DPS, the Acquirer has not been prohibited by the SEBI from dealing in the securities, in terms of directions issued under Section 11B of the SEBI Act, 1992 as amended or under any other Regulations made under the SEBI Act.

A.15. The Acquirer has not been categorised as fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 read with Regulation 2(1)(ja) of the SEBI (SAST) Regulations.

A.16. The Acquirer has not been categorized or is appearing in the 'Wilful Defaulter or a Fraudulent Borrower' list issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by Reserve Bank of India read with Regulation 2(1)(ze) of the SEBI (SAST) Regulations.

B. INFORMATION ABOUT THE SELLERS:

B.1. The details of the Sellers are outlined herein as below:

Sl. No.	Details of the Sellers	Nature of Entity	Part of Promoters/ Promoter Group of the Target Company	No. & % of Shares/ Voting Rights held before entering into the SPA dated July 07, 2026	No. & % of Shares/ Voting Rights proposed to be sold through the SPA dated July 07, 2026
1.	**Name:** Mrs. Sarla Surana **PAN:** AJFPS9780D **Address:** Divine Grace Apartment, 33, S.P. Sarani, Circus Avenue, Kolkata- 700017.	Individual	Yes	1,000 0.02 %	1,000 0.02 %
2.	**Name:** Bbigplas Poly Private Limited **CIN:** U25200WB2009PTC138327 **PAN:** AADCK7909G **Registered Office:** 2B, Pretoria Street, Kolkata- 700071.	Body Corporate	Yes	40,11,335 72.56 %	40,11,335 72.56 %
			TOTAL	**40,12,335** **72.58%**	**40,12,335** **72.58%**

Pursuant to the consummation of the Underlying Transaction (as contemplated under the SPA), subject to compliance with the SEBI (SAST) Regulations, the Acquirer will take control over the Target Company and will become the new and sole Promoter of the Target Company in accordance with the provisions of the SEBI (LODR) Regulations. Further, pursuant to the consummation of the Underlying Transaction, the Sellers shall not hold any Equity Shares of the Target Company and cease to be the part of Promoter and Promoter Group of the Target Company and will also relinquish the control and management of the Target Company in favour of the Acquirer in accordance with the provisions of Regulation 31A of the SEBI (LODR) Regulations read with the provisions of the SEBI (SAST) Regulations.

B.2. The Sellers, namely Mrs. Sarla Surana and Bbigplas Poly Private Limited, forming part of the Promoter and Promoter Group (hereinafter collectively referred to as the **"Sellers"**) of the Target Company are declared as the Promoters and Promoter Group in the declarations filed with the Stock Exchanges under the SEBI (SAST) Regulations read with the SEBI (LODR) Regulations, as amended from time to time wherever applicable.

B.3. Bbigplas Poly Private Limited (**"BPPL"**) was originally incorporated as a Private Limited Company on September 09, 2009 under the Companies Act, 1956 in the name and style of **"Kalpena Polyplas Private Limited"** with the Registrar of Companies (**"ROC"**), West Bengal. Subsequently, the name of BPPL was changed to its present name **"Bbigplas Poly Private Limited"** and a fresh certificate of incorporation consequent upon change of name was issued on September 01, 2015 by ROC, Kolkata. The Registered Office of Bbigplas Poly Private Limited is presently situated at 2B, Pretoria Street, Kolkata - 700071. The CIN of BPPL is U25200WB2009PTC138327, Tel No.: 033 22823744 / 45 and Email: bbigplascomtax@gmail.com. The equity shares of BPPL are not listed on any of the Stock Exchange whether in or outside India.

B.4. The Sellers belong to the Kkalpana Group.

B.5. None of the Sellers are fugitive economic offenders under Section 12 of the Fugitive Economic Offenders Act, 2018 read with Regulation 2(1)(ja) of the SEBI (SAST) Regulations and neither of them have been prohibited by the SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act as amended or under any other Regulations made under the SEBI Act.

B.6. The Sellers have not been categorized or are appearing in the 'Wilful Defaulter or a Fraudulent Borrower' list issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by Reserve Bank of India read with Regulation 2(1)(ze) of the SEBI (SAST) Regulations.

B.7. As on the date of this DPS there is no lien, encumbrance or lock-in on the Sale Shares held by the Sellers of the Target Company.

C. INFORMATION ABOUT THE TARGET COMPANY:

C.1. Kkalpana Plastick Limited (**"KPL"/ the "Target Company"**) was originally incorporated as a Public Limited Company on October 11, 1989 under the Companies Act, 1956 in the name and style of **"Sarla Gems Limited"** with the Registrar of Companies (**"ROC"**), West Bengal. A Certificate of Commencement of Business was issued to the Target Company on February 16, 1990 by ROC, West Bengal. Subsequently, the name of the Target Company was rechristened to **"Kalpena Plastiks Limited"** and a fresh certificate of Incorporation consequent upon change of name was issued on October 09, 2009. Thereafter the name of the Target Company was changed to its present name **"Kkalpana Plastick Limited"** and a fresh certificate of Incorporation consequent upon change of name was issued on March 09, 2015. The Registered Office of KPL is presently situated at 12, Dr. U.N. Brahmachari Street, Maruti Building, 5th Floor, Flat No. 5F, Kolkata - 700017. The CIN of KPL is L25200WB1989PLC047702, Tel No.: 033-4003 0674 and Email:kolkata@kkalpanaplastick.co.in. There has been no change in the name and registered office of the Target Company in the last three years.

C.2. KPL is primarily engaged in the business of dealing in Plastic Compound. However, the Company has not generated any revenue from operations for the last several years. Further, the Target Company is in the process of identifying suitable and viable projects and if any projects are identified, the Target Company may consider the same. KPL has been generating income from other sources i.e., through receipt of interest on loan extended to its related party.

C.3. The Authorised Share Capital of KPL is Rs. 8,00,00,000/- divided into 80,00,000 Equity Shares of the face value Rs. 10/- each. The Issued, Subscribed & Paid-up Equity Share Capital of the KPL is Rs. 5,52,85,350/- comprising of 55,28,535 Equity Shares of face value Rs. 10/- each. KPL has established its connectivity with both the depositories namely National Securities Depository Limited (**"NSDL"**) and Central Depository Services (India) Limited (**"CDSL"**). The ISIN of KPL is INE465K01016 & the marketable lot for Equity Share is 1 (One).

C.4. As on the date of this DPS, the Target Company does not have any partly paid-up Equity Shares. There are no outstanding warrants or options or similar instruments, convertible into Equity Shares at a later stage. No shares are subject to any lock- in obligations. No shares have been pledged by the Promoters / Promoter Group of Target Company.

C.5. The Promoter or Directors of the Target Company do not have any direct or indirect connection/ relation with the Public Shareholders of the Target Company.

C.6. The entire Equity Shares of KPL are presently listed on both the Stock Exchanges i.e.,CSE since July 31, 1992 and BSE since January 25, 1993. The Equity Shares are placed under the BSE Scrip Code **"523652"** and CSE Scrip Code **"029050"**. However, the trading in Equity Shares of the Target Company at BSE is under Graded Surveillance Measures (GSM): Stage 0 and have not been traded at CSE for the last many years.

C.7. The Equity Shares of KPL are infrequently traded on BSE within the definition of **"frequently traded shares"** under Regulation 2(1)(j) of the SEBI SAST Regulations. Since, CSE is non-operational, therefore, there has been no trading in the Equity Shares of the Target Company on CSE for last many years.

C.8. At present, the equity shares of the Target Company are not suspended for trading on any Stock Exchange. Further, based on our verification and the available information, we hereby state that the equity shares of KPL were previously suspended from trading on both BSE & CSE due to non-compliance with the Listing Agreement read with applicable regulations of Securities and Exchange Board of India. The details of the same are set out below:

a. The equity shares of the Target Company were suspended on BSE w.e.f. February 05, 2001. The suspension was subsequently revoked by BSE vide notice no. 20091009-22 dated October 09, 2009 with effect from October 16, 2009. Thereafter, the equity shares of the Target Company were again suspended by BSE w.e.f. August 16, 2016 and the suspension was revoked by BSE vide notice no. 20160322-22 dated March 22, 2016 with effect from March 29, 2016; and

b. The equity shares of the Target Company were also suspended on CSE w.e.f. May 26, 2006 and were subsequently revoked by CSE.Thereafter, the equity shares of the Target Company were once again suspended on CSE w.e.f. March 21, 2014 and were revoked by CSE vide notice no. CSE/LD/16233/2024 dated May 21, 2024 with effect from May 28, 2024.

The Target Company has further confirmed that, as on date, no punitive action has been taken against it by the Stock Exchanges, other than suspension in the trading in its equity shares as stated above.

C.9. The Equity Shares of KPL were also previously listed on the Delhi Stock Exchange Limited. However, pursuant to the exit order no. WTM/SR/SEBI/MRD-DSA/04/01/2017, issued by the SEBI dated January 23, 2017, the Delhi Stock Exchange Limited was derecognized. Consequently, the Equity Shares of the Target Company are no longer listed on the Delhi Stock Exchange Limited.

C.10. Brief audited standalone financial information of the Target Company for the Financial Years ended March 31, 2026, March 31, 2025 and March 31, 2024 are as follows:

(Amount Rs. in Lakhs except EPS)

Particulars	Financial Year ended March 31, 2026 (Audited)	Financial Year ended March 31, 2025 (Audited)	Financial Year ended March 31, 2024 (Audited)
Total Revenue#	48.44	50.39	43.87
Net Income	5.99	8.74	(3.69)
EPS	0.11	0.16	(0.07)
Net worth/ Shareholder's Fund$	635.11	629.12	620.38

Note: Difference, if any is due to rounding off
#Total Revenue includes revenue from operations and other income
$Networth = Equity Capital + Other Equity (excluding Revaluation Reserves)
Source: Annual Report of FY 2024-2025 and audited result of KPL for the FY 2025-2026.

C.11. As on date of this DPS, the Board of Directors of the Target Company comprises of the following persons:

Name of Directors	Category & Designation	DIN	Date of Appointment
Mr. Sajjan Kumar Sharma	Whole-Time Director	02162166	01/11/2021
Ms. Ananya Dey	Director	01297763	11/09/2013
Ms. Shampa Paul	Independent Director	07490402	15/04/2022
Ms. Rashi Nagori Mehta	Independent Director	09057989	10/02/2021

C.12. As on the date of this DPS, BPPL i.e., the outgoing Promoter of KPL is also the Holding Company of KPL and holds 40,11,335 equity shares constituting 72.56% of the total paid-up equity and voting share capital of the Target Company. However, pursuant to completion of the Open Offer BPPL shall cease to be the Holding Company of KPL.

C.13. From the date of the PA to till date there are no directions or pending proceedings against the Manager to the Offer and Registrar to the Offer (including their Directors) under SEBI Act, 1992, as amended or by any other Regulator. Further, there have been no penalties levied against them by the SEBI/ RBI/Stock Exchanges or by any other Regulator from the date of PA to till date. However, there have been instances of penalties previously on the Registrar to the Offer.

D. DETAILS OF THE OPEN OFFER:

D.1. The Acquirer is making this mandatory Open Offer in accordance with the provisions of Regulations 3(1) and 4 of the SEBI (SAST) Regulations to acquire upto 14,37,420 (Fourteen Lakhs Thirty-Seven Thousand Four Hundred and Twenty) fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each, representing 26.00% of the total paid-up equity and voting share capital of the Target Company at an Offer Price of Rs. 28/- (Rupees Twenty-Eight Only) per Equity Share (**"Offer Price"**) payable in cash, aggregating to Rs. 4,02,47,760/- (Rupees Four Crores Two Lakhs Forty-Seven Thousand Seven Hundred and Sixty Only) (**"Offer Size"**), subject to the terms and conditions mentioned hereinafter.

D.2. This Open Offer is being made to all the equity shareholders of the Target Company as on August 13, 2026 (**"Identified Date"**), except the parties to the Share Purchase Agreement.

D.3. The Acquirer may, after the expiry of 21 (Twenty-One) working days from the date of this DPS be entitled to, act upon the Agreement and may complete the acquisition of shares or voting rights in, or control over the Target Company as contemplated under Regulation 22(2) of the SEBI (SAST) Regulations on deposit of 100% of the consideration payable, assuming full acceptance, in cash, in the Escrow Account.

D.4. The Sellers undertake that in case the Acquirer so desires, he shall be immediately facilitated to appoint him or his nominees on the Board of Directors of the Target Company in terms of proviso to Regulation 24(1) read with Regulation 17 of the SEBI (SAST) Regulations and also transfer the shares in the demat account of the Acquirer as mentioned in the SPA in terms of compliance of Regulations 22(2) and 24(1) of the SEBI (SAST) Regulations.

D.5. The payment of consideration shall be made in cash to all the equity shareholders, who have tendered their Equity Shares in acceptance of the Open Offer, within ten working days of the expiry of Tendering Period.

D.6. As on the date of this DPS, there are no statutory or other approvals required for implementing the Offer other than as indicated in Paragraph VI of this DPS. If any other statutory approvals are required or become applicable prior to completion of the Offer, then the Offer would be subject to the receipt of such other statutory approvals. The Acquirer will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 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 DPS has appeared and such public announcement will also be sent to the SEBI, Stock Exchanges and to the Target Company.

D.7. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.

D.8. This Offer is not conditional upon any minimum level of acceptance in terms of the Regulation 19(1) of the SEBI (SAST) Regulations and is not a Competitive Bid in terms of the Regulation 20 of the SEBI (SAST) Regulations.

D.9. There are no conditions as stipulated in the SPA, the meeting of which would be outside the reasonable control of the Acquirer and in view of which the Offer might be withdrawn under Regulation 23(1) of the SEBI (SAST) Regulations.

D.10. In compliance with the provisions of Regulation 31A of the SEBI (LODR) Regulations, and subsequent amendments thereto, the Acquirer is making this mandatory Open Offer and upon successful completion of the Open Offer, the Acquirer will acquire control over the Target Company and will become the new and sole Promoter of the Target Company.

D.11. The Manager to the Offer, VC Corporate Advisors Private Limited, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the Equity Shares of the Target Company during the Offer Period.

E. The Acquirer does not have any plans to dispose off or otherwise encumber any significant assets of KPL in the succeeding 2 (Two) years from the date of closure of the Open Offer, except in the ordinary course of business of the Target Company and except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company. In the event any substantial asset of the Target Company is to be sold, disposed off or otherwise encumbered other than in the ordinary course of business, the Acquirer hereby undertakes that, he will do so only upon the receipt of the prior approval of the shareholders of the Target Company through special resolution in terms of Regulation 25(2) of the SEBI (SAST) Regulations and subject to the provisions of applicable law as may be required.

F. As per Regulation 38 of the SEBI (LODR) Regulations read with Rules 19(2) and 19A of the Securities Contract (Regulation) Rules, 1957 as amended (**"SCRR"**) the Target Company is required to maintain at least 25.00% public shareholding (**"Minimum Public Shareholding"**), as determined in accordance with SCRR, on continuous basis for listing. Upon completion of the transaction, 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 Acquirer hereby undertakes to take necessary steps to facilitate the compliance by the Target Company with the relevant provisions prescribed under the SCRR as per the requirements of Regulation 7(4) of the SEBI (SAST) Regulations and/or the SEBI (LODR) Regulations, within the time period stated therein, i.e., to bring down the non-public shareholding to 75.00% within 12 months from the date of such fall in the public shareholding to below 25.00%, through permitted routes and any other routes as may be approved by the SEBI from time to time.

II. BACKGROUND TO THE OFFER:

a) This Open Offer is a mandatory Open Offer made by the Acquirer in accordance with the provisions of Regulations 3(1) and 4 of the SEBI (SAST) Regulations to acquire upto 14,37,420 (Fourteen Lakhs Thirty-Seven Thousand Four Hundred and Twenty) fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each, representing 26.00% of the total paid-up equity and voting share capital of the Target Company at an Offer Price of Rs. 28/- per fully paid-up Equity Share, payable in cash, for an aggregate consideration of Rs. 4,02,47,760/- (Rupees Four Crores Two Lakhs Forty-Seven Thousand Seven Hundred and Sixty Only), subject to the terms and conditions mentioned in the Public Announcement and Detailed Public Statement and to be set out in the Letter of Offer that is proposed to be issued for the Offer in accordance with the SEBI (SAST) Regulations.

b) The Acquirer has entered into SPA dated July 07, 2026 with the Sellers of the Target Company, to acquire from them in aggregate 40,12,335 (Forty Lakhs Twelve Thousand Three Hundred and Thirty-Five) Equity Shares (**"Sale Shares"**) of face value of Rs. 10/- each representing 72.58% of the total paid-up equity and voting share capital of the Target Company at a price of Rs. 28/- (Rupees Twenty-Eight Only) per Equity Share, payable in cash, (**"Negotiated Price"**) for an aggregate consideration of Rs. 11,23,45,380/-(Rupees Eleven Crores Twenty-Three Lakhs Forty-Five Thousand Three Hundred and Eighty Only). Pursuant to acquisition of the aforesaid Equity Shares in terms of the SPA, the aggregate shareholding of the Acquirer in the Target Company would exceed the threshold limit as prescribed under Regulation 3(1) of the SEBI (SAST) Regulations. Accordingly, this mandatory Offer is being made under Regulation 3(1) of the SEBI (SAST) Regulations. Further, in terms of the SPA and post successful completion of the Open Offer, the Acquirer will also acquire control over the Target Company and hence this mandatory Open Offer is also being made under Regulation 4 of the SEBI (SAST) Regulations.

c) The prime object of the Offer is to comply with the applicable requirements of the SEBI (SAST) Regulations with respect to the substantial acquisition of shares/voting rights accompanied with the change in control and management of the Target Company subject to receipt of all statutory approvals required in this Open Offer and to enable the Acquirer to exercise control over the management of the Target Company, which has a pan India presence.

d) This Open Offer is for acquisition of 26.00% of total paid-up equity and voting share capital of the Target Company. Assuming that the Open Offer is tendered in full, after the completion of this Open Offer, the Acquirer will hold the majority of the Equity Shares of the Target Company by virtue of which he shall be in a position to exercise effective management and control over the Target Company.

e) Subject to satisfaction of the provisions under the Companies Act, 2013 and/or any other applicable Rules/ Regulation(s), the Acquirer intends to make changes in the management of the Target Company.

f) The Acquirer proposes to continue the existing business of the Target Company and may diversify its business activities in future with prior approval(s) of the shareholders of the Target Company and such statutory and/or regulatory authority, as may be applicable, in due compliance with applicable laws. The main purpose of takeover is to expand the Company's business activities in same/diversified line through exercising effective control over the Target Company. However, no firm decision in this regard has been taken or proposed so far.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirer in the Target Company and the details of his acquisition is as follows:

Sl. No.	Particulars	No. of Equity Shares	% of Shares/ Voting Rights
1.	Shareholding as on the date of PA	Nil	0.00%
2.	Shares to be acquired pursuant to the Share Purchase Agreement dated July 07, 2026.	40,12,335	72.58%
3.	Shares to be acquired in the Open Offer (assuming full acceptance)*	14,37,420	26.00%
4.	Shares acquired between the PA date and the DPS date	Nil	0.00%
5.	Post Offer shareholding (*) (On diluted basis, as on the 10th working day after closing of Tendering Period)	54,49,755	98.58%

*Assuming all the Equity Shares which are tendered in the Open Offer are accepted.
As on the date of this DPS, neither the Acquirer nor any of his representatives holds any Equity Shares in the Target Company.

IV. OFFER PRICE:

a) The entire Equity Shares of the Target Company are presently listed at BSE and CSE only. The Equity Shares are placed under the BSE Scrip Code "523652" and CSE Scrip Code "029050". The marketable lot for equity share is 1 (One) Equity Share. This Open Offer for the acquisition of Equity Shares is as per the Regulations 3(1) & 4 of the SEBI (SAST) Regulations.

b) The total trading turnover in the Equity Shares of the Target Company on BSE, i.e., a recognised Stock Exchange having the nation-wide trading terminal and CSE, based on trading volume during the twelve calendar months prior to the month of Public Announcement (01.07.2025 to 30.06.2026) is as given below:

Stock Exchanges	Total No. of Equity Shares traded during the twelve calendar months prior to the month of PA	Total No. of Equity Shares of the Target Company	Trading Turnover (as % of total EquityShares)
BSE	64,785	55,28,535	1.17%
CSE	Nil	55,28,535	Not Ascertainable

c) Based on the information available on the websites of BSE and CSE, the Equity Shares of KPL are infrequently traded within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations.

d) The Offer Price of Rs. 28/- (Rupees Twenty-Eight Only) per fully paid-up Equity Share of the Target Company is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations.

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Sl. No.	Particulars	Price (In Rs.)
1.	Highest negotiated price per share for acquisition under the agreement attracting the obligation to make a public announcement for the Offer	Rs. 28/- per Equity Share[$]
2.	The Volume-Weighted Average Price paid or payable for acquisitions by the Acquirer during 52 weeks immediately preceding the date of PA	Not Applicable
3.	Highest price paid or payable for acquisitions by the Acquirer during 26 weeks immediately preceding the date of PA	Not Applicable
4.	The Volume-Weighted Average Market Price of shares for a period of sixty trading days immediately preceding the date of the PA as traded on the Stock Exchanges where the maximum volume of trading in the shares of the Target Company are recorded during such period	Not Applicable
5.	Where the Equity Shares are not frequently traded, the price determined by an independent registered valuer taking into account valuation parameters per share including book value, comparable trading multiples and such other parameters as are customary for valuation of shares	Rs. 12.71per Equity Share*
6.	The per share value computed under Regulation 8(5), if applicable	Not Applicable

[$]Share Purchase Agreement dated July 07, 2026.

**Mr. Hitesh Lilha, Registered Valuer, IBBI Regn.: IBBI/RV/06/2021/13767, having office at Ganapati Apartment, 21, Kshetra Mitra Lane, Block-C, 5th Floor, Flat 5A, Salkia, Howrah- 711106, Mobile No. 9830646553, Email Id: cahitesh87@gmail.com, vide certificate dated July 07, 2026 through his Valuation Report bearing UDIN26069536OPIHYE3437, has certified that the fair value of equity shares of the Target Company is Rs. 12.71 per Equity Share.*

In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and the Manager to the Offer, the Offer Price of Rs. 28/- (Rupees Twenty-Eight Only) per Equity Share is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations.

e) During the last three years preceding the date of PA, the Target Company has not undertaken any Buyback of Equity Shares. Further, there has been no corporate action in the Company in the last one year from the date of PA under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price will be adjusted in the event of any corporate actions like bonus issue, rights issue, stock split, consideration, etc., where the record date effecting such corporate actions falls between the date of this Detailed Public Statement upto 3 (Three) working days prior to the commencement of the Tendering Period and the same would be notified to the shareholders also.

f) As on the date, there is no revision in Open Offer price or Open Offer size. In case of any revision in the Open Offer price or Open Offer size, the Acquirer will comply with Regulation 18 of the SEBI (SAST) Regulations and all other applicable provisions of the SEBI (SAST) Regulations.

g) If there is any revision in the Offer Price on account of future purchases/ competing offers, it will be done at any time prior to commencement of the last 1 (One) working day before the date of commencement of the Tendering Period of this Offer in accordance with Regulation 18(4) of the SEBI (SAST) Regulations and would be notified to the shareholders.

h) If the Acquirer acquires Equity Shares of the Target Company during the period of 26 (Twenty-Six) weeks after the Tendering Period at a price higher than the Open Offer Price, then the Acquirer will pay the difference between the highest acquisition price and the Offer Price, to all the equity shareholders whose Equity Shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under an Open Offer under the SEBI (SAST) Regulations or pursuant to Securities and Exchange Board of India (Delisting of Equity Shares), Regulations, 2021 or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of shares of the Target Company in any form.

V. FINANCIAL ARRANGEMENTS:

a. The Acquirer has adequate financial resources and has made firm financial arrangements for the implementation of the Offer in full out of his own sources/ net worth and no borrowings from any Bank and or Financial Institutions are envisaged. CA Sourabh Kumar Banal (Membership No.: 556673), Partner of S K S B & Associates, Chartered Accountants (FRN No: 036145N), having their Office at E-478, Greater Kailash, Part-II, New Delhi- 110048, Tel. No.: 9079256160, 8285408388, Email: associatessksb@gmail.com,vide their certificate dated July 07, 2026 bearing UDIN26556673MLYQNF6639 have certified that sufficient resources are available with the Acquirer for fulfilling the obligations under this Offer in full.

b. The maximum consideration payable by the Acquirer assuming full acceptance of the Offer would be Rs. 4,02,47,760/- (Rupees Four Crores Two Lakhs Forty-Seven Thousand Seven Hundred and Sixty Only). In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer has opened an Escrow Account, namely **"ASHISH BEGWANI KPL OPEN OFFER ESCROW ACCOUNT"** (Account No.: 000405166836) and a Special Escrow Account, namely **"ASHISH BEGWANI KPL OPEN OFFER SPECIAL ESCROW ACCOUNT"** (Account No.:000405166837) and has deposited Rs. 1,01,00,000/- (Rupees One Crore and One Lakh Only) in the escrow account, being more than 25.00% of the amount required for the Open Offer in the Escrow Account opened with ICICI Bank Limited (**"Escrow Banker"**).

c. The Manager to the Offer is authorized to operate the above-mentioned Escrow Account to the exclusion of all others and has been duly empowered to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.

d. Based on the aforesaid financial arrangements and the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager to the Offer is satisfied about the ability of the Acquirer to implement the Offer in accordance with the SEBI (SAST) Regulations. The Manager to the Offer confirms that the firm arrangement for the funds and money for payment through verifiable means are in place to fulfil the Offer obligations.

e. In case of upward revision of the Offer Price and/or Offer Size, the Acquirer would deposit additional amount into the Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS:

a. As on the date of this DPS, there are no statutory or other approvals required to implement the Offer. If any statutory approval are required or become applicable prior to the completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.

b. The Acquirer, in terms of Regulation 23 of the SEBI (SAST) Regulations, will have a right not to proceed with the Offer in the event the statutory approvals being required are refused. In the event of withdrawal, a PA will be made within 2 (Two) working days of such withdrawal, in the same newspapers in which this DPS has appeared.

c. In case of delay in receipt of the statutory approval of SEBI or any other statutory approval that becomes applicable prior to the completion of the Offer, SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any wilful default or neglect of the Acquirer or failure of the Acquirer to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer agreeing to pay interest at the rate of ten percent per annum (10% P.A.) in terms of Regulations 18 (11) and (11A) of SEBI (SAST) Regulations. Further, if delay occurs on account of wilful default by the Acquirer in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable to forfeiture.

d. No approval is required from any bank or financial institutions for this Offer.

VII. TENTATIVE SCHEDULE OF ACTIVITY:

Activities	Date	Day
Date of the PA	July 07, 2026	Tuesday
Publication of Detailed Public Statement in newspapers	July 14, 2026	Tuesday
Last date of Filing of the Draft Letter of Offer with the SEBI	July 21, 2026	Tuesday
Last date of a Competing Offer	August 04, 2026	Tuesday
Identified Date*	August 13, 2026	Thursday
Date by which the Letter of Offer will be dispatched to the shareholders	August 20, 2026	Thursday
Last date by which Board of the Target Company shall give its recommendation	August 24, 2026	Monday
Last date for upward revision of Offer Price and/ or Offer Size	August 25, 2026	Tuesday
Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspapers and sending the same to the SEBI, Stock Exchanges and Target Company	August 27, 2026	Thursday
Date of commencement of Tendering Period	August 28, 2026	Friday
Date of closing of Tendering Period	September 10, 2026	Thursday
Date by which communicating rejection/ acceptance and payment of consideration for applications accepted	September 25, 2026	Friday

**Identified Date is only for the purpose of determining the names of the public shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of Equity Shares of the Target Company (except the parties to the Share Purchase Agreement) are eligible to participate in the Offer any time before the Closure of the Tendering Period.*

The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

a) All the shareholders (registered or unregistered) of Equity Shares whether holding Equity Shares in dematerialised form or physical form, (except parties to the Share Purchase Agreement) are eligible to participate in the Offer any time before closure of the Tendering Period.

b) There shall be no discrimination in the acceptance of locked-in and non-locked-in shares in the Offer. The residual lock-in period shall continue in the hands of the Acquirer. The shares to be acquired under the Offer must be free from all liens, charges and encumbrances and will be acquired together with the rights attached thereto.

c) Persons who have acquired the Equity Shares of the Target Company but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have acquired the Equity Shares of the Target Company after the Identified Date or those who have not received the Letter of Offer, may also participate in this Offer.

d) The Open Offer will be implemented by the Acquirer through the Stock Exchange Mechanism made available by the BSE in the form of a separate window (**"Acquisition Window"**) as provided under the SEBI (SAST) Regulations and the SEBI Master Circular SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023, as issued by the SEBI.

e) BSE shall be the Designated Stock Exchange for the purpose of tendering shares in the Open Offer.

f) The Acquirer has appointed Nikunj Stock Brokers Limited as the Buying Broker for the Open Offer through whom the purchases and settlement of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:
Name: Nikunj Stock Brokers Limited
Address: A-92, Ground Floor, Left Portion, Kamla Nagar, New Delhi-110007
SEBI Registration No.: INZ000169335
Tel. No.: 011-47030017-18/ 9811322534
Email-Id: ig.nikunj@nikunjonline.com
Website: www.nikunjonline.com
Contact Person: Mr. Pramod Kumar Sultania

g) As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 03, 2018 bearing reference number PR 49/ 2018, requests for transfer of securities shall not be processed unless the securities in dematerialised form with a depository w.e.f. April 01, 2019. However, in accordance with the SEBI circular bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an Open Offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Offer as per the provisions of the SEBI (SAST) Regulations.

h) All the shareholders who desire to tender their Equity Shares under the Open Offer will have to intimate their respective stock brokers (**"Selling Brokers"**) within the normal trading hours of the Secondary Market, during the Tendering Period.

i) A separate Acquisition Window will be provided by BSE to facilitate placing of sell orders. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.

j) The Letter of Offer and the Tender Form will be sent to the Eligible Shareholders through Speed Post / Registered Post. Further, the eligible shareholders whose email- ids are registered with the Registrar and Share Transfer Agent, the Letter of Offer and the Tender Form shall be sent through electronic means. In case of non-receipt of Letter of Offer, eligible shareholders can access the Letter of Offer on the websites of the SEBI, Registrar to the Offer, Stock Exchanges and Manager to the Offer at www.sebi.gov.in, www.in.mpms.mufg.com, www.bseindia.com, www.cse-india.com and www.vccorporate.com respectively. Further an eligible shareholder who wishes to obtain a copy of the Letter of Offer may send a request to the Registrar to the Offer at their email id mentioned herein in this DPS stating the name, address, no. of Equity Shares, client ID no., DP name / DP ID, beneficiary account no. folio no. and upon receipt of such request, a copy of the Letter of Offer will be provided to such eligible shareholder. The Letter of Offer alongwith a form of acceptance cum acknowledgement would also be available at the websites of the SEBI, BSE, CSE, Registrar to the Offer and the Manager to the Offer and shareholders can also apply by downloading such forms from the said website.

k) No indemnity is needed from the unregistered shareholders.

l) It must be noted that the detailed procedure for tendering the Equity Shares in the Offer will be available in the Letter of Offer (**"LOF"**). Kindly read it carefully before tendering Equity Shares in the Offer. Equity Shares once tendered in the Offer cannot be withdrawn by the equity shareholders.

IX. DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER.

X. OTHER INFORMATION:

a) The Acquirer, Sellers and the Target Company (including their Directors) have not been prohibited by the SEBI from dealing in the securities under directions issued pursuant to Section 11B of the SEBI Act, 1992 or under any other regulations made under the SEBI Act.

b) The Acquirer accepts full responsibility for the information contained in the PA and DPS and also for the obligations of the Acquirer laid down in the SEBI (SAST) Regulations.

c) The Acquirer has appointed MUFG Intime India Private Limited, having its registered office at C – 101, 1st Floor, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai- 400083,Phone:(033) 6906 6200 / +91 7439921774, E-mailId:investor.helpdesk@in.mpms.mufg.com, Website: www.in.mpms.mufg.com as the Registrar to the Offer. The Contact Person is Mr. Amit Kumar Banerjee.

d) The Acquirer has appointed VC Corporate Advisors Private Limited having its registered office at 31, Ganesh Chandra Avenue, 2nd Floor, Suite no. 2C, Kolkata- 700013, Tel. No.: (033) 2225 3940, E-mail-Id: mail@vccorporate.com, Website: www.vccorporate.com as the Manager to the Offer pursuant to Regulation 12 of the SEBI (SAST) Regulations. The Contact Persons are Ms. Urvi Belani/ Mr. Premjeet Singh.

e) This Detailed Public Statement will also be available on website of the SEBI at www.sebi.gov.in, website of BSE at www.bseindia.com and CSE at www.cse-india.com.

Issued by Manager to the Offer:

VC Corporate Advisors Private Limited **CIN:** U67120WB2005PTC106051 **SEBI REGN. No.:** INM000011096 **Validity of Registration:** Permanent **(Contact Person:** Ms. Urvi Belani /Mr. Premjeet Singh) 31, Ganesh Chandra Avenue, 2nd Floor, Suite No.– 2C, Kolkata-700 013 **Phone No.:** (033) 2225-3940 **Email:** mail@vccorporate.com **Website:** www.vccorporate.com	MUFG **MUFG Intime India Private Limited** **CIN:** U67190MH1999PTC118368 **SEBI REGN. No.:** INR000004058 **Validity of Registration:** Permanent **(Contact Person:** Mr. Amit Kumar Banerjee) C–101, 1st Floor, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai- 400083 **Phone No.:** (033) 6906 6200/ +91 7439921774 **Email:** investor.helpdesk@in.mpms.mufg.com **Website:** www.in.mpms.mufg.com

On behalf of the Acquirer:
Sd/-
Ashish Begwani
Acquirer

Date: 14.07.2026
Place: Kolkata