

**PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1)  
OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF  
SHARES AND TAKEOVERS) REGULATIONS, 2011 ("REGULATIONS")**

Open offer for acquisition of 3,92,26,700 Equity Shares of Face Value of ₹5 (Rupees Five only) each of S R K Industries Limited ("SRK"/"Target Company") by Mr. Ratanchand Deshmal Jain (hereinafter referred to as "Acquirer")

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

**1) OFFER DETAILS:**

- 1.1 Offer Size:** The Acquirer hereby make this Open Offer ("Open Offer") to the Public Shareholders of the Target Company to acquire 3,92,26,700 Equity Shares of face value of ₹5 (Rupees Five only) each of the Target Company ("Equity Share") representing 50% of the Equity Share Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement ("PA"), Detailed Public Statement ("DPS") that will be published and the Letter of Offer ("LoF") which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.
- 1.2 Offer Price / Consideration:** The Offer price of ₹0.67 (Paise Sixty Seven only) per Equity Share of Face Value of ₹5 (Rupees Five only) each, is in compliance with Regulation 8 of the Regulations ("Offer Price"), aggregating to a consideration of ₹2,62,81,889 (Rupees Two Crores Sixty Two Lakhs Eighty One Thousand Eight Hundred and Eighty Nine only), assuming full acceptance in the Open Offer ("Offer Size").
- 1.3 Mode of Payment:** The Offer Price will be paid in cash, in accordance with Regulation 9(1) (a) of the Regulations.
- 1.4 Type of Offer:** This is a triggered offer under Regulation 3(1) and 4 of the Regulations.

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

Details of Underlying Transaction						
Type of Transaction (Direct /Indirect)	Mode of Transaction (Agreement/ Allotment/Market Purchase)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/Voting Rights (VR) acquired (₹ in Lakhs)	Mode of Payment (Cash/ Securities)	Regulations which has Triggered
		Number	% vis a vis total Equity Capital			
Direct Acquisition	Share Purchase Agreement ("SPA") dated June 10, 2019	1,67,36,606	21.33%	83.68	Cash	3(1) and 4

**3) DETAILS OF THE ACQUIRER(S) AND PAC(S):**

Details	Acquirer	Total
Name of the Acquirer(s)/PAC(s)	Mr. Ratanchand Deshmal Jain	1
PAN	ADGPJ 6988 D	-
Address	501, Rajbhavan, Daulat Nagar, Road No. 9, Near Shree Jagadamba General Stores, Borivali (E), Mumbai-400 066	-
Name(s) of Persons in control/Promoters of Acquirer(s)/PAC(s) where Acquirer(s)/PAC(s) are Companies	Not Applicable	-



Details	Acquirer	Total
Name of the Group, if any, to which the Acquirer(s)/PAC(s) belongs to	Not Applicable	-
Pre Transaction Shareholding		
• Number	13,98,303*	13,98,303*
• % of Equity Share Capital	1.78%	1.78%
Proposed Shareholding after acquisition of Shares which triggered the Open Offer		
• Number	1,81,34,909*	1,81,34,909*
• % of Equity Share Capital	23.12%	23.12%
Any other interest in the TC	Nil	-

\* Includes 4,39,090 Equity Shares representing 0.56% of the Equity Share Capital of the Target Company held by his family members and associates.

#### 4) DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre Transaction		Post Transaction	
			No of Shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
1)	Mr. Rakeshchand Madanlal Jain  PAN: AAEPJ 5606 P  Address: A-701/702, Building No. 63/64, Yogi Paradise CHS Ltd., Yogi Nagar, Borivali (W), Mumbai-400 091	Yes	68,90,786	8.78%	4,35,000	0.55
2)	Island Media And Entertainment Pvt. Ltd.  PAN: AAQCS 3443 N	Yes	51,48,624	6.56%	Nil	N.A.
3)	Maxgain Advisory Pvt. Ltd.  PAN: AAHCM 3972 H  having address of: 310, V Star Plaza, "A" Wing, Chandavarkar Road, Borivali (W), Mumbai-400 092	Yes	51,32,196	6.54%	Nil	N.A.
<b>TOTAL</b>			<b>1,71,71,606</b>	<b>21.89%</b>	<b>4,35,000</b>	<b>0.55</b>

Note:

Mr. Rakeshchand Madanlal Jain (Promoter/Seller) shall continue to hold 4,35,000 Equity Shares representing 0.55% of the Equity Share Capital of the Target Company after the completion of the Takeover formalities and Mrs. Rekha Jain (one of the Promoter/Promoter Group, who is not a Seller), continues to hold 34,76,378 Equity Shares representing 4.43% of the Equity Share Capital of the Target Company aggregating to 39,11,378 Equity Shares representing to 4.98% of the Equity Share Capital of the Target Company. They shall be re-classified as Public Shareholders subject to compliance of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015].

#### 5) DETAILS OF THE TARGET COMPANY:

- 5.1 Name : S R K Industries Limited  
5.2 CIN : L17121MH1991PLC257750



- 5.3 ISIN : INE951M01037  
5.4 Registered Office Address : 310, V Star Plaza, "A" Wing, Chandavarkar Road, Borivali (W),  
Mumbai-400 092  
5.5 Stock Exchange(s) where Listed : BSE Limited, Mumbai ("BSE")

6) OTHER DETAILS:

- 6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement ("DPS") on or before June 17, 2019 (Monday).
- 6.2 The Acquirer undertake that he is aware of and will comply with his obligations under the Regulations and has adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.
- 6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.
- 6.4 This Offer is not subject to any minimum level of acceptance.
- 6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.

Issued by the Manager to the Offer on behalf of the Acquirer:



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

Acquirer:

Sd/-  
Ratanchand Deshmaj Jain

Place : Mumbai

Date : June 10, 2019

