

PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(1), 14 AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THERETO

**FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF
NEELKANTH ROCK-MINERALS LIMITED**

Open Offer for acquisition of up to 13,11,362 fully paid-up equity shares having face value of ₹10 each (“**Equity Shares**”), representing 26.00% of the Voting Share Capital of Neelkanth Rockminerals Limited (“**Neelkanth**”/“**Target Company**”) from the public shareholders (*as defined below*) of the Target Company (“**Open Offer**”) by Mr. Sessa Sai Nikhil Chintalapati (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 (*as defined below*) of the Target Company pursuant to and in compliance with, amongst others, Regulations 3(1) and 4 read with Regulations 13(1), 14 and 15(1) and other applicable provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (“**SEBI (SAST) Regulations, 2011**”).

For the purpose of this PA, the following terms shall have the meanings assigned to them below:

- (i) “**Equity Share Capital**”/“**Voting Share Capital**” shall mean fully paid-up 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 of the Open Offer;
- (ii) “**Public Shareholders**” shall mean all the shareholders of the Target Company, who are eligible to tender their fully paid-up equity shares, excluding (i) the Promoters of the Target Company, (ii) the parties to the Underlying Transaction, and (iii) any person deemed to be acting in concert (“**Deemed PAC(s)**”) with the parties set out in (i) and (ii) herein, pursuant to and in compliance with the SEBI (SAST) Regulations, 2011;
- (iii) “**SPA**” shall mean Share Purchase Agreement dated June 06, 2026 entered into between the Acquirer and the Promoter Sellers for acquisition of fully paid-up equity shares held by them;
- (iv) “**Working Day**” means any working day of the Securities and Exchange Board of India (“**SEBI**”).

1. Offer Details:

- 1.1. Offer Size:** The Acquirer hereby makes this Open Offer to the public shareholders of the Target Company to acquire up to 13,11,362 fully paid-up equity shares of face value of ₹10 each, representing 26.00% of the Voting 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 Public Shareholders of the Target Company, in accordance with the SEBI (SAST) Regulations, 2011.
- 1.2. Offer Price/Consideration:** The equity shares are infrequently traded on BSE Limited, Mumbai (“**BSE**”) within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations, 2011. The Open Offer is being made at a price of ₹19.40 per equity share (“**Offer Price**”), which has been determined in accordance with Regulation 8(2) of the SEBI (SAST) Regulations, 2011. Assuming full acceptance of the Open Offer, the total consideration payable by the Acquirer under the Open Offer will be ₹2,54,40,422.80 (“**Maximum Consideration**”).
- 1.3. Mode of Payment:** The Offer Price will be paid in Cash, in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
- 1.4. Type of Offer (Triggered Offer, voluntary offer/competing offer, etc.):** Triggered Offer. This Open Offer is a Mandatory Offer made by the Acquirer in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011, pursuant to acquisition of Substantial Voting Rights and Change in Control of the Target Company.



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

- 2.1. The Acquirer has entered into a Share Purchase Agreement (“SPA”) with the Promoter Sellers on June 06, 2026 to acquire 31,29,951 equity shares (“SPA Shares”) having face value of ₹10 each fully paid-up representing 62.06% of the Voting Share Capital at a price of ₹19.40 per equity share aggregating to ₹6,07,21,049.40 subject to the terms and conditions set out in the SPA.
- 2.2. This Open Offer is being made under Regulations 3(1) and 4 of the SEBI (SAST) Regulations, 2011. Pursuant to the Underlying Transaction (as contemplated under the SPA) and subject to compliance with the SEBI (SAST) Regulations, 2011, the Acquirer will acquire substantial equity shares and take control over the Target Company and shall become the Promoter of the Target Company in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subsequent amendments thereto (“SEBI (LODR) Regulations, 2015”). The Acquirer do not have an intention to delist the equity shares of the Target Company pursuant to this Open Offer.
- 2.3. A tabular summary of the Underlying Transaction is set out below:

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 Crores)	Mode of Payment (Cash/ Securities)	Regulations which have Triggered
		Number	% vis a vis total Voting Share Capital			
Direct Acquisition	SPA dated June 06, 2026	31,29,951	62.06%	₹6.07 Crores	Cash	Regulations 3 (1) and 4 of SEBI (SAST) Regulations, 2011

3. DETAILS OF THE ACQUIRER:

Details	Acquirer 1	Total
Name of the Acquirer	Mr. Sessa Sai Nikhil Chintalapati	1
PAN	ARLPC6280C	-
Address:	8-3-833/279, Kamalapuri Colony, Khairatabad, Hyderabad-500073, Telangana, India	
Name(s) of Persons in control/ Promoters of Acquirer(s)/ PAC(s) where Acquirer(s)/ PAC(s) are Companies	Not Applicable	-
Name of the Group, if any, to which the Acquirer(s)/PAC(s) belongs to	N.A.	-
Pre-Transaction Shareholding		
↪ Number	Nil	Nil
↪ % of Voting Share Capital	N.A.	N.A.
Proposed Shareholding after the acquisition of Shares which triggered the Open Offer		
↪ Number	31,29,951	31,29,951
↪ % of Voting Share Capital	62.06%	62.06%
Any other interest in the TC	Nil	-

N.A. – Not Applicable.



4. **DETAILS OF SELLING SHAREHOLDERS:**

Share Purchase Agreement ("SPA"):

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholder			
			Pre-Transaction		Post Transaction	
			Number	% vis a vis total Voting Share Capital	Number	% vis a vis total Voting Share Capital
1)	Mr. Anil Sayarchand Kawar ("Promoter Seller 1") <i>PAN:</i> AADPK9731D <i>Address:</i> 39/501, Amardeep Vallabh Nagar Society, N. S. Road No. 3, Opp. Cooper Hospital, Vile Parle (West), Mumbai-400056, Maharashtra, India	Yes	4,09,970	8.13%	Nil	N.A.
2)	Mr. Gautam Chand Kawar ("Promoter Seller 2") <i>PAN:</i> ABKPK2659Q <i>Address:</i> 46, Tilak Nagar, Pali-306401, Rajasthan, India	Yes	3,98,140	7.89%	Nil	N.A.
3)	Mr. Noratmal Kawar ("Promoter Seller 3") <i>PAN:</i> ABKPK2655C <i>Address:</i> World Crest E2-1602, Senapati Bapat Road, Next to Kamala Mill, Lower Parel (West), Delisle Road, Mumbai-400013, Maharashtra, India	Yes	4,09,970	8.13%	Nil	N.A.
4)	Mr. Sajjanraj Kawar ("Promoter Seller 4") <i>PAN:</i> AADPK9316J <i>Address:</i> 701, Joy Sapphire, N. S. Road No. 6, Near Jamnabai School, Vile Parle (West), Mumbai-400056, Maharashtra, India	Yes	4,09,970	8.13%	Nil	N.A.
5)	Mr. Shantilal Mohanlal Kanwar alias Shantilal Kawar ("Promoter Seller 5") <i>PAN:</i> ABKPK2658R	Yes	6,93,791 ⁽¹⁾	13.76%	Nil	N.A.



Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholder			
			Pre-Transaction		Post Transaction	
			Number	% vis a vis total Voting Share Capital	Number	% vis a vis total Voting Share Capital
	<i>Address:</i> 1204, Aaradhya EVOQ, Juhu Sai Darshan CHS Limited, N S Road, No. 5 Extn, JVPD Scheme, Vile Parle (West), Mumbai-400049, Maharashtra, India					
6)	Mr. Sohan Lal Kawar ("Promoter Seller 6") <i>PAN:</i> ABHPK2281P <i>Address:</i> A-87, Veer Durga Das Nagar, Pali-306401, Rajasthan, India	Yes	3,98,140	7.89%	Nil	N.A.
7)	Mr. Sunil Kumar Kawar ("Promoter Seller 7") <i>PAN:</i> ABKPK2653E <i>Address:</i> 34, Tilak Nagar, Pali-306401, Rajasthan, India	Yes	4,09,970	8.13%	Nil	N.A.
	Total		31,29,951	62.06%	Nil	N.A.

⁽¹⁾ Includes 6,600 equity shares held in Physical Mode.

N.A.: Not Applicable.

Note:

Upon Completion of acquisition of Shares as contemplated under the SPA, the above Promoter Sellers will no longer hold any stake in the Target Company or retain control over the Target Company. They will transfer control and management of the Target Company to the Acquirer, and the Promoter Sellers will be re-classified as public shareholder, in accordance with Regulation 31A of the SEBI (LODR) Regulations, 2015, as amended.

5. DETAILS OF THE TARGET COMPANY:

- 5.1. **Name of the Target Company** : Neelkanth Rock-Minerals Limited
- 5.2. **CIN** : L14219RJ1988PLC062162
- 5.3. **ISIN** : INE741D01015
- 5.4. **Registered Office Address** : Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, Plot No. 15/16, Jodhpur-342001, Rajasthan, India
- 5.5. **Stock Exchange(s) where listed** : The Equity Shares of the Target Company are listed on BSE (Scrip Code: 531049 and Symbol: NEELKAN).

6. OTHER DETAILS:

- 6.1. The DPS in accordance with Regulations 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations will be published on or before Friday, June 12, 2026 (i.e., not later than five (5) working days from the date of this PA).
- 6.2. This Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- 6.3. This PA is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.



- 6.4. This Open Offer is not an Indirect Acquisition.
- 6.5. The Acquirer accepts full responsibility for the information contained in this Public Announcement and undertakes that he is aware of and will comply with the obligations under the SEBI (SAST) Regulations, 2011. The Acquirer confirm that he has adequate financial resources to meet the obligations under the Open Offer and that firm financial arrangements have been made for fulfilling the payment obligations for acquisition of the offered shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- 6.6. All the information pertaining to the Target Company has been obtained from publicly available sources, and the accuracy thereof has not been independently verified by the Manager to the Open Offer.
- 6.7. In this Public Announcement, all references to “₹” or “Rs.” are references to Indian Rupees.
- 6.8. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totalling is due to rounding off.

Issued by the Manager to the Offer:



MARK CORPORATE ADVISORS PRIVATE LIMITED

CIN: U67190MH2008PTC181996

SEBI Registration No.: INM000012128

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For and on behalf of the Acquirer:

Sd/-

Sesha Sai Nikhil Chintalapati
("Acquirer")

Place : Hyderabad

Date : June 06, 2026

