PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 13(2)(g) AND 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED

FOR THE ATTENTION OF THE ELIGIBLE SHAREHOLDERS OF

OXYGENTA PHARMACEUTICAL LIMITED

(formerly known as S S Organics Limited)

Open Offer for Acquisition of up to 87,05,800 (Eighty Seven Lakhs Five Thousand Eight Hundred) fully paid-up Equity Shares of Face Value of ₹10 each ("Offer Shares") representing 26.00% of the Emerging Voting Share Capital (*as defined below*) of Oxygenta Pharmaceutical Limited *(formerly known as S S Organics Limited)* ("OPL"/"Target Company") from the Eligible Equity Shareholders (*as defined below*) of the Target Company ("Open Offer"/"Offer") by Mr. Sunil Vishram Chawda ("Acquirer 1"), Mr. Manoj Sunil Chawda ("Acquirer 2"), Mrs. Aakanksha M. Chawda ("Acquirer 3") and Mr. Raghavender Rao Kanuganti ("Acquirer 4") (hereinafter collectively referred to as "Acquirers''). There are no persons acting in concert ("PACs") with the Acquirers for this Open Offer.

This Public Announcement ("**PA**") is being issued by Mark Corporate Advisors Private Limited ("**Manager to the Offer**") for and on behalf of the Acquirers to the Public Shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 read with Regulations 13, 14 and 15 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 purposes of this Public Announcement, the following terms shall have the meaning assigned to them herein below:

(a) "**Eligible Equity Shareholders**" shall mean all the public shareholders of the Target Company, excluding the existing Promoters of the Target Company, the parties to the Underlying Transaction (*as defined below*), and any persons deemed to be acting in concert with the parties mentioned above, pursuant to and in compliance with the SEBI (SAST) Regulations, 2011;

(b) "**Emerging Voting Share Capital**" means 3,34,83,500 Voting Share Capital of the Target Company on a diluted basis as of the 10th (tenth) working day from the closure of the Tendering Period. This comprises of (i) Existing Voting Share Capital of the Target Company i.e., 1,42,01,300 Equity Shares (ii) 73,95,000 Equity Shares to be allotted to the Acquirer 1, Acquirer 2, Acquirer 3 and Non-Promoters in the proposed Preferential Issue; (iii) 5,50,000 Equity Shares to be allotted to the existing Promoters pursuant to conversion of their loans; and (iv) 1,13,37,200 Equity Shares to be issued by the Target Company upon conversion of 1,13,37,200 Warrants (Warrants are to be allotted to Acquirer 4 and Non-Promoters in the proposed Preferential Issue);

(c) "**Preferential Allotment**"/"**Preferential Issue**" shall mean proposed issue and allotment of 79,45,000 Equity Shares of Face Value of ₹10 (Rupees Ten only) each at an issue price of ₹15 (Rupees Fifteen only) per equity share (*including a share premium of ₹5 per equity share*) and proposed issue and allotment of 1,28,37,200 Warrants of ₹15 (Rupees Fifteen only) each convertible into 1 Equity Share of Face Value of ₹10 (Rupees Ten only) each. The preferential allotment aggregating to 79,45,000 Equity Shares of Face Value of ₹10 each at an Issue Price of ₹15 per equity share and 1,28,37,200 Warrants of ₹15 (Rupees Fifteen only) each convertible into 1 Equity share of Face Value of ₹10 have been approved by the Board of Directors in their meeting held on February 27, 2023 and is subject to receipt of shareholders' and other requisite approval;

(d) "**Working Day**" means any working day of the Securities and Exchange Board of India ("**SEBI**").

1. OFFER DETAILS:

1.1. **Offer Size:** The Acquirers hereby make this Open Offer to the Eligible Equity Shareholders of the Target Company to acquire up to 87,05,800 Equity Shares of Face Value of ₹10 each representing 26.00% of the Emerging 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 Eligible Equity Shareholders of the Target Company.

1.2. **Offer Price/Consideration:** The Offer Price of ₹15 (Rupees Fifteen only) per Equity Share of Face Value of ₹10 each (Rupees Ten only), is in compliance with Regulation 8 of SEBI (SAST) Regulations, 2011 ("**Offer**

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Price"), aggregating to a consideration of ₹13,05,87,000/- (Rupees Thirteen Crores Five Lakhs Eighty-Seven Thousand 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 SEBI (SAST) Regulations, 2011.

1.4. Type of Offer: This is a Triggered Offer under Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011.

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

2.1. On February 27, 2023, the Board of Directors of the Target Company approved an issue and allotment of 73,95,000 Equity Shares of Face Value of ₹10 (Rupees Ten only) each at an Issue Price of ₹15 (Rupees Fifteen only) per equity share (*including a share premium of ₹5 per equity share*) to the Acquirers and Non-Promoters, issue and allotment 5,50,00 Equity Shares of Face Value of ₹10 (Rupees Ten only) each at an Issue Price of ₹15 (Rupees Fifteen only) per equity share (*including a share premium of ₹5 per equity share*) by conversion of Loans to the existing Promoters of the Target Company and issue and allotment of 1,28,37,200 Warrants each at a price of ₹15 per Warrant convertible into 1 Equity Share of Face Value of ₹10 (Rupees Ten only) each on Preferential Allotment basis pursuant to Section 62 and other applicable provisions of Companies Act, 2013 and SEBI (ICDR) Regulations, 2018 and also subject to Statutory/Requisite Approvals from Regulatory Authorities.

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 and upon completion of the Open Offer, the Acquirers will have joint control over the Target Company and the Acquirers shall become the promoters of the Target Company along with the existing Promoters of the Target Company.

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)	Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/ Voting Rights acquired (₹ in Crores)	Mode of Payment (Cash/ Securities)	Regulations which have triggered
		Number	% vis a vis total Voting Capital			
Direct Acquisition	Proposed Issue and Allotment of 63,45,000 Equity Shares of Face Value of ₹10 (Rupees Ten only) each at a price of ₹15 (Rupees Fifteen only) per equity share and proposed Issue and Allotment of 8,00,000 Warrants of ₹15 (Rupees Fifteen only) each convertible into 1 Equity Share of Face Value of ₹10 (Rupees Ten only) each	71,45,000[(i)]	21.34%	₹10.72 Crores	Cash	3(1) and 4

Note:

[(i)] This includes: (a) 63,45,000 Equity Shares to be allotted by the Target Company to Acquirer 1, Acquirer 2 and Acquirer 3 pursuant to the proposed Preferential Issue; and (b) 8,00,000 Equity Shares to be issued by the Target Company upon conversion of the Warrants to be allotted to Acquirer 4 pursuant to the Preferential Issue.

3. DETAILS OF THE ACQUIRERS:

Details	Acquirer 1	Acquirer 2	Acquirer 3	Acquirer 4	Total
Names of the Acquirers	Mr. Sunil Vishram Chawda	Mr. Manoj Sunil Chawda	Mrs. Aakanksha M. Chawda	Mr. Raghavender Rao Kanuganti	4
Address	Plot No: 850, Vishram Gomati Villa, Behind Peddamma Temple,	Plot No: 850, Vishram Gomati Villa, Behind Peddamma Temple,	Plot No: 850, Vishram Gomati Villa, Behind Peddamma Temple,	H No. 2-50, Hanmapalli, Dhanwada Mandal,	-

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Details	Acquirer 1	Acquirer 2	Acquirer 3	Acquirer 4	Total
	Road No. 44, Jubilee Hills, Hyderabad, Telangana-500 033	Road No. 44, Jubilee Hills, Hyderabad, Telangana-500 033	Road No. 44, Jubilee Hills, Hyderabad, Telangana-500 033	Kondapur, kondapuram, Dist. Mahabubnagar, Telangana-509371	
Name(s) of persons in control/ Promoters of Acquirers where Acquirer is a Company	N.A.	N.A.	N.A.	N.A.	-
Name of the Group, if any, to which the Acquirers belongs to	N.A.	N.A.	N.A.	N.A.	-
Pre-Transaction Shareholding • Number • % Of Emerging Voting Share Capital	Nil N.A.	Nil N.A.	Nil N.A.	Nil N.A.	Nil N.A.
Acquisition of Shares which triggered the Open Offer • Number • % Of Emerging Voting Share Capital	31,80,000 9.50%	15,82,500 4.73%	15,82,500 4.73%	8,00,000[(ii)] 2.39%	71,45,000 21.34%
Any other interest in the TC	None			Refer Note [(i)]	-

N.A. - Not Applicable

Notes:

(i) *Mr. Raghavender Rao Kanuganti is an Executive Director of the Target Company since September 10, 2020 and he will recuse himself and not participate in any matter concerning or relating to this Offer including any preparatory steps leading to this Offer.*

(ii) *8,00,000 Equity Shares shall be issued pursuant to conversion of 8,00,000 Warrants to be allotted to Acquirer 4.*

4. DETAILS OF SELLING SHAREHOLDER: NOT APPLICABLE

5. DETAILS OF THE TARGET COMPANY:

5.1. Name	:	Oxygenta Pharmaceutical Limited *(formerly known as S S Organics Ltd)*
5.2. CIN	:	L24110TG1990PLC012038
5.3. ISIN	:	INE102E01018
5.4. Registered Office Address	:	Survey No. 252/1, Aroor Village, Sadasivapet Mandal, Medak, Telangana-502291, India.
5.5. Stock Exchange(s) where listed	:	The equity shares are listed on BSE Limited ("**BSE**") (**Scrip Code**: 524636 and **Symbol**: OXYGENTAPH)

6. OTHER DETAILS:

6.1. The DPS to be issued under the SEBI (SAST) Regulations, 2011, shall be published in the newspapers, within 5 (five) Working Days of this Public Announcement as required under Regulation 13(4) and Regulation 14(3) of the SEBI (SAST) Regulations, 2011, i.e., on or before March 06, 2023.

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.

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6.4. The Acquirers accept full responsibility for the information contained in this Public Announcement, and undertake that they are aware of and will comply with the obligations under the SEBI (SAST) Regulations, 2011. The Acquirers confirm that they have adequate financial resources to meet their obligations under the Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, through verifiable means, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.

6.5. All the information pertaining to the Target Company has been obtained from publicly available sources and confirmations from the Target Company, and the accuracy thereof has not been independently verified by the Manager to the Open Offer.

6.6. In this Public Announcement, all references to "₹" are references to Indian Rupees.

6.7. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totaling is due to rounding off.

Issued by the Manager to the Offer:

MARK

Mark Corporate Advisors Private Limited
CIN: U67190MH2008PTC181996
404/1, L4, The Summit Business Bay,
Sant Janabai Road (Service Lane),
Off Western Express Highway, Vile Parle (East),
Mumbai-400 057.
Contact Person: Mr. Manish Gaur
Telephone No.: +91 22 2612 3208
Email ID: openoffer@markcorporateadvisors.com
SEBI Regn No.: INM000012128

For and on behalf of the Acquirers:

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
Sunil Vishram Chawda (**"Acquirer 1"**)	**Manoj Sunil Chawda** (**"Acquirer 2"**) *Signed by duly constituted Power of Attorney holder, Sunil Vishram Chawda*	**Aakanksha M. Chawda** (**"Acquirer 3"**) *Signed by duly constituted Power of Attorney holder, Sunil Vishram Chawda*	**Raghavender Rao Kanuganti** (**"Acquirer 4"**)

Date : February 27, 2023

Place : Hyderabad

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