

ARUNIS ABODE LIMITED

Registered Office at: Desai House, Survey No. 2523, Coastal Highway, Umersadi, Valsad, Killa Pardi, Gujarat-396125. India | Tel. No.: +91 9167869000 | Email ID: corporate@arunis.co | Website: www.arunis.co | CIN: L70100GJ1994PLC021759

This advertisement is issued by Mark Corporate Advisors Private Limited (“**Manager to the Offer**”) for and on behalf of Mr. Ayush Dharmendrabhai Jasani (“**Acquirer 1**”), Mr. Dharmendrabhai Becharbhai Jasani (“**Acquirer 2**”) and Mr. Yagnik Bharatkumar Tank (“**Acquirer 3**”) (hereinafter collectively referred to as “**Acquirers**”) pursuant to Regulation 18(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“**SEBI (SAST) Regulations, 2011**”), in respect of the Open Offer to acquire upto 7,80,000 Equity Shares of ₹10 each of Arunis Abode Limited (“**AAL**”/“**Target Company**”) at a price of ₹35 per equity share, representing 26.00% of the Voting Share Capital of the Target Company.

This Pre-Offer Advertisement should be read in continuation of, and in conjunction with the:

- Public Announcement dated December 02, 2024 (“**Public Announcement**” or “**PA**”);
- Detailed Public Statement which was published on December 09, 2024 in the newspapers namely Financial Express (English), Jansatta (Hindi), Navshakti (Marathi) and Gujarat Samachar (Gujarati) (“**Detailed Public Statement**”/“**DPS**”);
- Draft Letter of Offer dated December 16, 2024 (“**Draft Letter of Offer**”/“**DLoF**”); and
- Letter of Offer dated March 01, 2025 (“**Letter of Offer**”/“**LoF**”).

The Equity Shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:

- Offer Price:** The Open Offer is being made by Mr. Ayush Dharmendrabhai Jasani (“**Acquirer 1**”), Mr. Dharmendrabhai Becharbhai Jasani (“**Acquirer 2**”) and Mr. Yagnik Bharatkumar Tank (“**Acquirer 3**”) (hereinafter collectively referred to as “**Acquirers**”) to the Public Shareholders of Arunis Abode Limited (“**AAL**”/“**Target Company**”) to acquire up to 7,80,000 Equity Shares having face value of ₹10 each at a price of ₹35 per equity share (“**Offer Price**”), payable in cash. There has not been any revision in the Offer Price.
- Recommendation of the Committee of Independent Directors (“IDC”):** The Committee of Independent Directors (“**IDC**”) of the Target Company has issued recommendation (relevant extract) on the Offer, which was published on March 10, 2025 in the above-mentioned newspapers and the same are as under:

Share Holders Category	Shareholding/voting rights prior to the SPA/ acquisition and Offer
Recommendation on the Open offer, as to whether the offer is fair and reasonable	IDC is of the view that Open Offer is fair and reasonable.
Summary of reasons for recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed (a) The Public Announcement (“ PA ”) dated December 02, 2024 in connection with the Offer issued on behalf of the Acquirers; (b) The Detailed Public Statement (“ DPS ”) dated December 09, 2024; and (c) The Letter of Offer (“ LoF ”) dated March 01, 2025. Based on the review of PA, DPS and LoF, the IDC is of the opinion that the Offer Price of ₹35 per equity share for public shareholders offered by the Acquirers (more than the highest price amongst the selective criteria mentioned under Justification of Offer Price) is in line with the regulation prescribed by SEBI under the Regulations and prima facie appears to be justified. However, the Public Shareholders should independently evaluate the Offer and take informed decision in the matter.

- There was no Competitive Bid.
- The dispatch of Letter of Offer to the Public Shareholders as on the Identified Date i.e., February 27, 2025 is in accordance with Regulation 18(2) of SEBI (SAST) Regulations, 2011 and has been completed (either through electronic mode or physical mode) on March 06, 2025. The Identified Date was relevant only for the purpose of determining the Public Shareholders to whom the LoF was to be sent. It is clarified that all the Public Shareholders (even if they acquire equity shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer.
- A copy of the LoF is also available on the website of SEBI at www.sebi.gov.in and BSE at www.bseindia.com. A summary of the procedure for tendering of equity shares in the Open Offer is as below:
 - In the case of Equity Shares held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Open Offer through the relevant Selling Broker by providing name, address, distinctive numbers, folio numbers, number of Equity Shares held, number of Equity Shares tendered and other relevant documents as mentioned in paragraph 8.13 of the LoF along with duly filled and signed Form SH-4.
 - In case of Equity Shares held in dematerialized form:** Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to approach their respective stockbrokers (“**Selling Broker**”) registered with BSE within the normal trading hours of the secondary market, during the Tendering Period in accordance with the procedure as mentioned in point no. 8.12 of the LoF.
 - In case of non-receipt/non-availability of the form of acceptance/ withdrawal, the application can be made on plain paper along with the following details:**
 - In case of physical shares: Name, address, distinctive numbers, folio nos. number of shares tendered/withdrawn.
 - In case of dematerialized shares: Name, address, number of shares tendered/withdrawn, DP name, DP ID, Beneficiary account no. and a photocopy of delivery instruction in “off market” mode or counterfoil of the delivery instruction in “off market” mode, duly acknowledged by the DP in favour of the Depository Escrow Account.
- The Open Offer will be implemented by the Acquirers through Stock Exchange Mechanism made available by the Stock Exchanges in the form of separate window (“**Acquisition Window**”) as provided under the SEBI (SAST) Regulations, 2011 and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 issued by SEBI as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and SEBI circular SEBI/HO/CFD/DCR/III/CIR/P/2021/615 dated August 13, 2021, as amended, including any guidelines and circulars issued in relation to the same by the Stock Exchange, clearing corporations and SEBI (“**Acquisition Window Circulars**”).
- All Documents/information referred under the “Documents for Inspection” will be made available electronically as well as physically for inspection by the Public Shareholder(s) of the Target Company.
- The Final Observation Letter No. SEBI/HO/CFD/CFD-RAC-DCR-1/P/OW/2025/5864/1 dated February 24, 2025 and the comments received from SEBI in terms of Regulation 16(4) of the SEBI (SAST) Regulations, 2011 have been duly incorporated in the Letter of Offer and also in this advertisement to the extent applicable.
- The name of the RTA as MUGF Intime India Private Limited (formerly Known as “**Link Intime India Private Limited**”) has been suitably incorporated at all the relevant places in the LoF.
- The transaction pursuant to SPA dated December 02, 2024 has been consummated and accordingly the payments were made to the Seller by the Acquirers on January 21, 2025 and January 27, 2025. Further, the Acquirers have taken control over the Target Company and the Promoter of the Target Company shall cease to be the Promoter of the Target Company and shall be classified as public shareholder in accordance with the provisions of Regulation 31A (10) of the SEBI (LODR) Regulations, 2015.
- Mr. Yagnik Bharatkumar Tank (“**Acquirer 3**”) has been appointed as Managing Director of the Target Company in Board Meeting of the Target Company held on February 07, 2025.
- There are no regulatory actions/administrative warnings/directions subsisting or proceedings pending against the Manager to the Offer under SEBI Act, 1992 and Regulations made thereunder or by any other Regulator.
- As on date, there are no penalties levied by Securities and Exchange Board of India (“**SEBI**”)/Reserve Bank of India (“**RBI**”)/Stock Exchanges on Manager to the Offer. Further, there are no penalties levied by the Manager to the Offer to SEBI/RBI and Stock Exchanges.
- As on date, there are no penalties levied by Securities and Exchange Board of India (“**SEBI**”)/Reserve Bank of India (“**RBI**”)/Stock Exchanges on MUGF Intime India Private Limited (formerly known as Link Intime India Private Limited) (“**RTA**”). Further, there are no penalties paid by the RTA to SEBI/RBI and Stock Exchanges.
- There are no penalties levied by Securities and Exchange Board of India (“**SEBI**”)/Reserve Bank of India (“**RBI**”)/Stock Exchanges against the Acquirers. Further, there are no penalties paid by the Acquirers to SEBI/RBI and Stock Exchanges.
- The Acquirers will not sell any Equity Shares of the Target Company, held and acquired, if any, during the Offer period in terms of Regulation 25(4) of SEBI (SAST) Regulations, 2011.
- There have been no instances for non-compliances and/or delayed compliances by the Acquirers and by the Promoter of the Target Company.

- The Acquirers do not have any direct/indirect relationship either with the Promoter/Directors and their immediate relatives or with any public shareholders of the Target Company.
- As on date, the Acquirers are not holding any kind of stake in the Target Company except for stake acquired pursuant to SPA dated December 02, 2024 entered with the Promoter of the Company for acquisition of 21,05,000 equity shares representing 70.17% of the Voting Share Capital of the Target Company, which were duly transferred to the respective demat account of the Acquirers pursuant to Regulation 22 of SEBI (SAST) Regulations, 2011, as amended. Further, except Mr. Yagnik Bharatkumar Tank (“**Acquirer 3**”), there are no other Directors representing the Acquirers on the Board of the Target Company.
- There are no reports filed under Regulation 10(7) of SEBI (SAST) Regulations, 2011 by the existing Promoter, since the last Open Offer triggered in FY 2019-2020.
- The erstwhile Promoter and the existing directors do not have any direct/indirect relationship with any public shareholders of the Target Company.
- As on date, Acquirer 1 does not hold any Equity Share in the Target Company. However, Acquirer 1 has entered into a Share Purchase Agreement (“**SPA**”) to acquire 3,21,012 equity shares representing 10.70% of the Voting Share Capital of the Target Company from Promoter Seller. The said equity shares have been transferred to the Demat Account of Acquirer 1 on February 04, 2025, pursuant to Regulations 22 of SEBI (SAST) Regulations, 2011, as amended.
- As on date, Acquirer 2 does not hold any Equity Share in the Target Company. However, Acquirer 2 has entered into a Share Purchase Agreement (“**SPA**”) to acquire 7,31,488 equity shares representing 24.39% of the Voting Share Capital of the Target Company from Promoter Seller. The said equity shares have been transferred to the Demat Account of Acquirer 2 on February 04, 2025, pursuant to Regulations 22 of SEBI (SAST) Regulations, 2011, as amended.
- As on date, Acquirer 3 does not hold any Equity Share in the Target Company. However, Acquirer 3 has entered into a Share Purchase Agreement (“**SPA**”) to acquire 10,52,500 equity shares representing 35.08% of the Voting Share Capital of the Target Company from Promoter Seller. The said equity shares have been transferred to the Demat Account of Acquirer 3 on February 04, 2025 and February 05, 2025, pursuant to Regulations 22 of SEBI (SAST) Regulations, 2011, as amended.
- As on date, the Target Company/it’s Promoter/Directors/Key Managerial Personnel (“**KMPs**”) have not been categorized or declared as: (i) a ‘wilful defaulter’ issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations, 2011; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

26) Schedule of Activities:

The Schedule of Activities have been revised and the necessary changes have been incorporated in the LoF. The Revised Schedule of Activities is in compliance with the applicable provisions of SEBI (SAST) Regulations, 2011 and the same is as under:

Sr. No.	Nature of Activity	Original Schedule	Revised Schedule ⁽¹⁾
		Day & Date	Day & Date
1)	Date of the Public Announcement	Monday, December 02, 2024	Monday, December 02, 2024
2)	Date of publishing the Detailed Public Statement	Monday, December 09, 2024	Monday, December 09, 2024
3)	Last date for filing of Draft Letter of Offer with SEBI	Monday, December 16, 2024	Monday, December 16, 2024
4)	Last date of a Competing Offer(s) ⁽²⁾	Monday, December 30, 2024	Monday, December 30, 2024
5)	Last date for receipt of SEBI observations on the DLOF (in the event SEBI has not sought clarifications or additional information from the Manager)	Monday, January 06, 2025	Monday, February 24, 2025 ⁽³⁾
6)	Identified Date ⁽⁴⁾	Wednesday, January 08, 2025	Thursday, February 27, 2025
7)	Last date by which the Letter of Offer will be dispatched to the Eligible Equity Shareholders as on the identified date	Wednesday, January 15, 2025	Thursday, March 06, 2025
8)	Last date by which the recommendation of the committee of Independent Directors of the Target Company will be given and published	Friday, January 17, 2025	Monday, March 10, 2025
9)	Last Date for revising the Offer Price/number of shares	Monday, January 20, 2025	Tuesday, March 11, 2025
10)	Date of Public Announcement for Opening the Offer	Tuesday, January 21, 2025	Wednesday, March 12, 2025
11)	Date of Commencement of the Tendering Period (“ Offer Opening Date ”)	Wednesday, January 22, 2025	Thursday, March 13, 2025
12)	Date of Closing of the Tendering Period (“ Offer Closing Date ”)	Tuesday, February 04, 2025	Thursday, March 27, 2025
13)	Last date for communicating Rejection/acceptance and payment of consideration for accepted equity shares or equity share certificate/return of unaccepted share certificates/credit of unaccepted shares to Demat Account	Tuesday, February 18, 2025	Tuesday, April 15, 2025

Notes:

- Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
- There is no competing offer to this Offer.
- Actual date of receipt of SEBI observations on the DLoF.
- Identified Date is only for the purpose of determining the names of the Eligible Shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all the holders (registered or unregistered) of Equity Shares of the Target Company except the Acquirers and Promoter of the Target Company, are eligible to participate in this Offer any time during the tendering period of the Offer.

Capitalized terms used in this advertisement, but not defined herein, shall have the same meanings assigned to such terms in the PA, DPS and the Letter of Offer. This advertisement will be available on the website of SEBI i.e., www.sebi.gov.in.

Issued by the **Manager to the Offer:**

Mark Corporate Advisors Private Limited
CIN: U67190MH2008PTC181996
404/1, The Summit Business Bay, Sant Janabai Road (Service Lane), Off W. E. Highway, Vile Parle (East), Mumbai- 400 057
Tel. No.: +91 22 2612 3207/08 | Contact Person: Mr. Manish Gaur
E-Mail ID: openoffer@markcorporateadvisors.com
Investor Grievance Email ID: investorgrievance@markcorporateadvisors.com
SEBI Registration No.: INM000012128

For and on behalf of the **Acquirers:**

Sd/-	Sd/-	Sd/-
Ayush Dharmendrabhai Jasani (“ Acquirer 1 ”)	Dharmendrabhai Becharbhai Jasani (“ Acquirer 2 ”)	Yagnik Bharatkumar Tank (“ Acquirer 3 ”)

Date: March 12, 2025

Place: Surat

ARUNIS ABODE LIMITED

Registered Office at: Desai House, Survey No. 2523, Coastal Highway, Umersadi, Valsad, Killa Pardi, Gujarat-396125. India | Tel. No.: +91 9167869000 | Email ID: corporate@arunis.co | Website: www.arunis.co | CIN: L70100GJ1994PLC021759

This advertisement is issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") for and on behalf of Mr. Ayush Dharmendrabhai Jasani ("Acquirer 1"), Mr. Dharmendrabhai Becharbhai Jasani ("Acquirer 2") and Mr. Yagnik Bharatkumar Tank ("Acquirer 3") (hereinafter collectively referred to as "Acquirers") pursuant to Regulation 18(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations, 2011"), in respect of the Open Offer to acquire upto 7,80,000 Equity Shares of ₹10 each of Arunis Abode Limited ("AAL"/"Target Company") at a price of ₹35 per equity share, representing 26.00% of the Voting Share Capital of the Target Company.

This Pre-Offer Advertisement should be read in continuation of, and in conjunction with the:

- Public Announcement dated December 02, 2024 ("Public Announcement" or "PA");
- Detailed Public Statement which was published on December 09, 2024 in the newspapers namely Financial Express (English), Jansatta (Hindi), Navshakti (Marathi) and Gujarat Samachar (Gujarati) ("Detailed Public Statement"/"DPS");
- Draft Letter of Offer dated December 16, 2024 ("Draft Letter of Offer"/"DLoF"); and
- Letter of Offer dated March 01, 2025 ("Letter of Offer"/"LoF").

The Equity Shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:

- Offer Price:** The Open Offer is being made by Mr. Ayush Dharmendrabhai Jasani ("Acquirer 1"), Mr. Dharmendrabhai Becharbhai Jasani ("Acquirer 2") and Mr. Yagnik Bharatkumar Tank ("Acquirer 3") (hereinafter collectively referred to as "Acquirers") to the Public Shareholders of Arunis Abode Limited ("AAL"/"Target Company") to acquire up to 7,80,000 Equity Shares having face value of ₹10 each at a price of ₹35 per equity share ("Offer Price"), payable in cash. There has not been any revision in the Offer Price.
- Recommendation of the Committee of Independent Directors ("IDC"):** The Committee of Independent Directors ("IDC") of the Target Company has issued recommendation (relevant extract) on the Offer, which was published on March 10, 2025 in the above-mentioned newspapers and the same are as under:

Share Holders Category	Shareholding/voting rights prior to the SPA/ acquisition and Offer
Recommendation on the Open offer, as to whether the offer is fair and reasonable	IDC is of the view that Open Offer is fair and reasonable.
Summary of reasons for recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed (a) The Public Announcement ("PA") dated December 02, 2024 in connection with the Offer issued on behalf of the Acquirers; (b) The Detailed Public Statement ("DPS") dated December 09, 2024; and (c) The Letter of Offer ("LoF") dated March 01, 2025. Based on the review of PA, DPS and LoF, the IDC is of the opinion that the Offer Price of ₹35 per equity share for public shareholders offered by the Acquirers (more than the highest price amongst the selective criteria mentioned under Justification of Offer Price) is in line with the regulation prescribed by SEBI under the Regulations and prima facie appears to be justified. However, the Public Shareholders should independently evaluate the Offer and take informed decision in the matter.

- There was no Competitive Bid.
- The dispatch of Letter of Offer to the Public Shareholders as on the Identified Date i.e., February 27, 2025 is in accordance with Regulation 18(2) of SEBI (SAST) Regulations, 2011 and has been completed (either through electronic mode or physical mode) on March 06, 2025. The Identified Date was relevant only for the purpose of determining the Public Shareholders to whom the LoF was sent. It is clarified that all the Public Shareholders (even if they acquire equity shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer.
- A copy of the LoF is also available on the website of SEBI at www.sebi.gov.in and BSE at www.bseindia.com. A summary of the procedure for tendering of equity shares in the Open Offer is as below:
 - In the case of Equity Shares held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Open Offer through the relevant Selling Broker by providing name, address, distinctive numbers, folio numbers, number of Equity Shares held, number of Equity Shares tendered and other relevant documents as mentioned in paragraph 8.13 of the LoF along with duly filled and signed Form SH-4.
 - In case of Equity Shares held in dematerialized form:** Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to approach their respective stockbrokers ("Selling Broker") registered with BSE within the normal trading hours of the secondary market, during the Tendering Period in accordance with the procedure as mentioned in point no. 8.12 of the LoF.
 - In case of non-receipt/non-availability of the form of acceptance/ withdrawal, the application can be made on plain paper along with the following details:**
 - In case of physical shares: Name, address, distinctive numbers, folio nos. number of shares tendered/withdrawn.
 - In case of dematerialized shares: Name, address, number of shares tendered/withdrawn, DP name, DP ID, Beneficiary account no. and a photocopy of delivery instruction in "off market" mode or counterfoil of the delivery instruction in "off market" mode, duly acknowledged by the DP in favour of the Depository Escrow Account.
- The Open Offer will be implemented by the Acquirers through Stock Exchange Mechanism made available by the Stock Exchanges in the form of separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations, 2011 and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 issued by SEBI as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and SEBI circular SEBI/HO/CFD/DCR/III/CIR/P/2021/615 dated August 13, 2021, as amended, including any guidelines and circulars issued in relation to the same by the Stock Exchange, clearing corporations and SEBI ("Acquisition Window Circulars").
- All Documents/information referred under the "Documents for Inspection" will be made available electronically as well as physically for inspection by the Public Shareholder(s) of the Target Company.
- The Final Observation Letter No. SEBI/HO/CFD/CFD-RAC-DCR-1/P/OW/2025/5864/1 dated February 24, 2025 and the comments received from SEBI in terms of Regulation 16(4) of the SEBI (SAST) Regulations, 2011 have been duly incorporated in the Letter of Offer and also in this advertisement to the extent applicable.
- The name of the RTA as MUGF Intime India Private Limited (formerly known as "Link Intime India Private Limited") has been suitably incorporated at all the relevant places in the LoF.
- The transaction pursuant to SPA dated December 02, 2024 has been consummated and accordingly the payments were made to the Seller by the Acquirers on January 21, 2025 and January 27, 2025. Further, the Acquirers have taken control over the Target Company and the Promoter of the Target Company shall cease to be the Promoter of the Target Company and shall be classified as public shareholder in accordance with the provisions of Regulation 31A (10) of the SEBI (LODR) Regulations, 2015.
- Mr. Yagnik Bharatkumar Tank ("Acquirer 3") has been appointed as Managing Director of the Target Company in Board Meeting of the Target Company held on February 07, 2025.
- There are no regulatory actions/administrative warnings/directions subsisting or proceedings pending against the Manager to the Offer under SEBI Act, 1992 and Regulations made thereunder or by any other Regulator.
- As on date, there are no penalties levied by Securities and Exchange Board of India ("SEBI")/Reserve Bank of India ("RBI")/Stock Exchanges on Manager to the Offer. Further, there are no penalties paid by the Manager to the Offer to SEBI/RBI and Stock Exchanges.
- As on the date, there are no penalties levied by Securities and Exchange Board of India ("SEBI")/Reserve Bank of India ("RBI")/Stock Exchanges on MUGF Intime India Private Limited (formerly known as Link Intime India Private Limited) ("RTA"). Further, there are no penalties paid by the RTA to SEBI/RBI and Stock Exchanges.
- There are no penalties levied by Securities and Exchange Board of India ("SEBI")/Reserve Bank of India ("RBI")/Stock Exchanges against the Acquirers. Further, there are no penalties paid by the Acquirers to SEBI/RBI and Stock Exchanges.
- The Acquirers will not sell any Equity Shares of the Target Company, held and acquired, if any, during the Offer period in terms of Regulation 25(4) of SEBI (SAST) Regulations, 2011.
- There have been no instances for non-compliances and/or delayed compliances by the Acquirers and by the Promoter of the Target Company.
- The Acquirers do not have any direct/indirect relationship either with the Promoter/Directors and their immediate relatives or with any public shareholders of the Target Company.

- As on date, the Acquirers are not holding any kind of stake in the Target Company except for stake acquired pursuant to SPA dated December 02, 2024 entered with the Promoter of the Company for acquisition of 21,05,000 equity shares representing 70.17% of the Voting Share Capital of the Target Company, which were duly transferred to the respective demat account of the Acquirers pursuant to Regulation 22 of SEBI (SAST) Regulations, 2011, as amended. Further, except Mr. Yagnik Bharatkumar Tank ("Acquirer 3"), there are no other Directors representing the Acquirers on the Board of the Target Company.
- There are no reports filed under the Regulation 10(7) of SEBI (SAST) Regulations, 2011 by the existing Promoter, since the last Open Offer triggered in FY 2019-2020.
- The erstwhile Promoter and the existing directors do not have any direct/indirect relationship with any public shareholders of the Target Company.
- As on date, Acquirer 1 does not hold any Equity Share in the Target Company. However, Acquirer 1 has entered into a Share Purchase Agreement ("SPA") to acquire 3,21,012 equity shares representing 10.70% of the Voting Share Capital of the Target Company from Promoter Seller. The said equity shares have been transferred to the Demat Account of Acquirer 1 on February 04, 2025, pursuant to Regulations 22 of SEBI (SAST) Regulations, 2011, as amended.
- As on date, Acquirer 2 does not hold any Equity Share in the Target Company. However, Acquirer 2 has entered into a Share Purchase Agreement ("SPA") to acquire 7,31,488 equity shares representing 24.39% of the Voting Share Capital of the Target Company from Promoter Seller. The said equity shares have been transferred to the Demat Account of Acquirer 2 on February 04, 2025, pursuant to Regulations 22 of SEBI (SAST) Regulations, 2011, as amended.
- As on date, Acquirer 3 does not hold any Equity Share in the Target Company. However, Acquirer 3 has entered into a Share Purchase Agreement ("SPA") to acquire 10,52,500 equity shares representing 35.08% of the Voting Share Capital of the Target Company from Promoter Seller. The said equity shares have been transferred to the Demat Account of Acquirer 3 on February 04, 2025 and February 05, 2025, pursuant to Regulations 22 of SEBI (SAST) Regulations, 2011, as amended.
- As on date, the Target Company/it's Promoter/Directors/Key Managerial Personnel ("KMPs") have not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations, 2011; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

26) Schedule of Activities:

The Schedule of Activities have been revised and the necessary changes have been incorporated in the LoF. The Revised Schedule of Activities is in compliance with the applicable provisions of SEBI (SAST) Regulations, 2011 and the same is as under:

Sr. No.	Nature of Activity	Original Schedule	Revised Schedule ⁽¹⁾
		Day & Date	Day & Date
1)	Date of the Public Announcement	Monday, December 02, 2024	Monday, December 02, 2024
2)	Date of publishing the Detailed Public Statement	Monday, December 09, 2024	Monday, December 09, 2024
3)	Last date for filing of Draft Letter of Offer with SEBI	Monday, December 16, 2024	Monday, December 16, 2024
4)	Last date of a Competing Offer(s) ⁽²⁾	Monday, December 30, 2024	Monday, December 30, 2024
5)	Last date for receipt of SEBI observations on the DLOF (in the event SEBI did not sought clarifications or additional information from the Manager)	Monday, January 06, 2025	Monday, February 24, 2025 ⁽³⁾
6)	Identified Date ⁽⁴⁾	Wednesday, January 08, 2025	Thursday, February 27, 2025
7)	Last date by which the Letter of Offer will be dispatched to the Eligible Equity Shareholders as on the identified date	Wednesday, January 15, 2025	Thursday, March 06, 2025
8)	Last date by which the recommendation of the committee of Independent Directors of the Target Company will be given and published	Friday, January 17, 2025	Monday, March 10, 2025
9)	Last Date for revising the Offer Price/number of shares	Monday, January 20, 2025	Tuesday, March 11, 2025
10)	Date of Public Announcement for Opening the Offer	Tuesday, January 21, 2025	Wednesday, March 12, 2025
11)	Date of Commencement of the Tendering Period ("Offer Opening Date")	Wednesday, January 22, 2025	Thursday, March 13, 2025
12)	Date of Closing of the Tendering Period ("Offer Closing Date")	Tuesday, February 04, 2025	Thursday, March 27, 2025
13)	Last date for communicating Rejection/acceptance and payment of consideration for accepted equity shares or equity share certificate/return of unaccepted share certificates/credit of unaccepted shares to Demat Account	Tuesday, February 18, 2025	Tuesday, April 15, 2025

Notes:

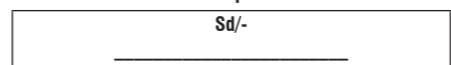
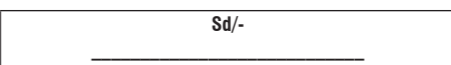
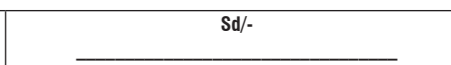
- Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
- There is no competing offer to this Offer.
- Actual date of receipt of SEBI observations on the DLoF.
- Identified Date is only for the purpose of determining the names of the Eligible Shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all the holders (registered or unregistered) of Equity Shares of the Target Company except the Acquirers and Promoter of the Target Company, are eligible to participate in this Offer any time during the tendering period of the Offer.

Capitalized terms used in this advertisement, but not defined herein, shall have the same meanings assigned to such terms in the PA, DPS and the Letter of Offer. This advertisement will be available on the website of SEBI i.e., www.sebi.gov.in.

Issued by the Manager to the Offer:

**Mark Corporate Advisors Private Limited**
CIN: U67190MH2008PTC181996
404/1, The Summit Business Bay, Sant Janabai Road (Service Lane), Off W. E. Highway, Vile Parle (East), Mumbai- 400 057
Tel. No.: +91 22 2612 3207/08 | Contact Person: Mr. Manish Gaur
E-Mail ID: openoffer@markcorporateadvisors.com
Investor Grievance Email ID: investorgrievance@markcorporateadvisors.com
SEBI Registration No.: INM000012128

For and on behalf of the Acquirers:

Sd/-	Sd/-	Sd/-
 Ayush Dharmendrabhai Jasani ("Acquirer 1")	 Dharmendrabhai Becharbhai Jasani ("Acquirer 2")	 Yagnik Bharatkumar Tank ("Acquirer 3")

Date: March 12, 2025

Place: Surat