

## CORRIGENDUM FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

## TTI ENTERPRISE LIMITED

A public limited company incorporated under the provisions of the Companies Act, 1956

Corporate Identification Number: L67120WB1981PLC033771;

Registered Office: 1 R.N. Mukherjee Road, Martin Burn House, 4th Floor, Suite No. 22, Kolkata-700001, West Bengal, India;

Contact Number: 033-22109197; E-mail Address: tti1711@gmail.com; Website: www.ttienterprise.net.

This Corrigendum to the Offer Documents ('Corrigendum') should be read in continuation of and in conjunction with the Public Announcement dated Wednesday, July 06, 2022, ('Public Announcement'), the Detailed Public Statement dated Tuesday, July 12, 2022, which was published in the Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions), Duranta Barta (Bengali daily) (Kolkata Edition) and Mumbai Lakshadeep (Marathi) (Mumbai Edition) on Wednesday, July 13, 2022 ('Newspapers') ('Detailed Public Statement'), the Draft Letter of Offer dated Wednesday, July 20, 2022 ('Draft Letter of Offer') and the Letter of Offer dated Friday, October 21, 2022, along with the Form of Acceptance-cum-Acknowledgement and Form SH-4 Securities Transfer Form ('Letter of Offer') (The Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer are collectively referred to as 'Offer Documents') is being issued by CapitalSquare Advisors Private Limited, the Manager to the Offer ('Manager') for and on behalf of Mr. V.S. Ranganathan ('Promoter Acquirer 1'), Ms. Bindu K C ('Promoter Acquirer 2'), and Ms. Kanakavally Prathapan Karumanthra ('Promoter Acquirer 3'), (Hereinafter collectively referred to as 'Promoter Acquirers'), in respect of the open offer for acquisition of up to 66,05,150 (Sixty-Six Lakhs Five Thousand One Hundred And Fifty) fully paid-up equity shares of face value of ₹10.00/- (Rupees Ten Only) each ('Equity Shares') representing 26.00% (Twenty-Six Percent) of the voting share capital of TTI Enterprise Limited ('TTIENT' or 'Target Company') at an offer price of ₹13.50/- (Rupees Thirteen and Fifty Paise Only) per Equity Share in accordance with the provisions of Regulations 3 (2) and 4 and such other applicable Regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and subsequent amendments thereto ('SEBI (SAST) Regulations').

*The capitalized terms used but not defined in this Corrigendum shall have the meaning assigned to such terms in the Offer Documents.*

Reserve Bank of India ('RBI') approval was sought and received during the previous open offer, and it was understood that the same will suffice for the current open offer as well, since the Acquirers of the current open offer had also participated in the previous open offer. During the process of taking RBI's confirmation regarding non-requirement of prior approval of RBI, it was decided by the Acquirers to take prior approval for the current open offer and therefore, the Public Shareholders of the Target Company are requested to note that, this Offer for acquisition of up to 66,05,150 (Sixty-Six Lakhs Five Thousand One Hundred And Fifty) Equity Shares representing 26.00% (Twenty-Six Percent) of the Voting Share Capital of the Target Company is subject to being in receipt of prior approval from the Reserve Bank of India in terms of Paragraph 61 of Chapter – IX of Section III of Master Direction – Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016, bearing notification number DNBR.PD.007/03.10.119/2016-17 dated September 01, 2016. In light of the above, we would like to inform you that Target company has made application to RBI on Friday, October 14, 2022, seeking approval of RBI for change in shareholding of the NBFC Company beyond 26.00% (Twenty-Six Percent) of the paid-up equity capital. Except for being in receipt of the approval from the RBI, there are no other statutory approval(s) required by the Promoter Acquirers to complete this Offer. In accordance with the provisions of Regulation 18 (11A) of SEBI (SAST) Regulations, if at the time of making payment to the Eligible Public Shareholders who have tendered their Equity Shares in the said Offer, the Target Company fails to receive the requisite approval from the RBI, then in such an event, an application shall be made to SEBI seeking extension of time for making payment to the said Public Shareholders, subject to ensuring revision in the Offer Price by addition of the delayed interest at the rate of 10.00% per annum on the Offer Price. The amount of interest shall be payable by Purva Sharegistry (India) Private Limited ('Registrar to the Offer') separately to the shareholders and not through the stock exchange mechanism.

The Promoter Acquirers accept full responsibility for the information contained in this Corrigendum and for their obligations as prescribed under the SEBI (SAST) Regulations.

Issued by the Manager to the Offer

**CAPITALSQUARE®**  
Teaming together to create value

CAPITALSQUARE ADVISORS PRIVATE LIMITED

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Website: www.capitalsquare.in

Contact Person: Mr. Viveka Singhal

SEBI Registration Number: INM000012219

Validity: Permanent

Corporate Identification Number: U65999MH2008PTC187863

On behalf of the Promoter Acquirers  
sd/-

Mr. V S Ranganathan

Date: Monday, October 31, 2022

Place: Mumbai