OMANSH ENTERPRISES LIMITED

CIN: L01100DL1974PLC241646
Registered Office: 490, WeWork, Eldeco Centre, Block A, Shivalik Colony, Malviya Nagar, South Delhi, New Delhi-110017
Telephone.: - 91-9990060386 | **E-mail:** omanshwork@gmail.com | **Website:** www.omansh.co.in

Recommendations of the Committee of Independent Directors ("IDC") of Omansh Enterprises Limited ("Target Company" or "TC") on the Open Offer ("Offer") made by Mr. Avnish Jindal (PAN No. AGUPJ5278K)(Acquirer-1) and Mr. Piyush Gupta (PAN: ALSPG4157B) (Acquirer-2) and Mr. Nilesh Jindal (PAN: ALMPJ6347C) (Acquirer-3) and Mr. Purshottam Kumar Gupta(PAN: AAPPG7662M) (Acquirer-4) (hereinafter collectively referred to as "Acquirers") to the Public Shareholders of Target Company ("Shareholders") under Regulation 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations").

1.	Date	**November 05, 2025**
2.	Name of the Target Company (TC)	**Omansh Enterprises Limited**
3.	Details of the Offer pertaining to the TC	Offer is being made by the Acquirers pursuant to Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations for the acquisition of upto 44,03,007 (Forty-Four Lakh Three Thousand and Seven) fully paid-up equity shares of face value Rs. 2/- each, representing 25.12%* of the expanded voting share capital of the Target Company at a price of 2/- (Rupees Two Only) per Equity Share ("Offer Price"), payable in cash. ** As per Regulation 7 of the SEBI (SAST) Regulations, the Offer Size, for the Open Offer under Regulations 3(1) and 4 of the SEBI (SAST) Regulations, should be for at least 26% of the Expanded voting share capital of the Target Company. However, the Offer Size is restricted to 44,03,007 Equity Shares, being the Equity Shares held by the Public Shareholders, representing 25.12% of the Expanded voting share capital of the Target Company.*
4.	Name of the Acquirers	**1. Mr. Avnish Jindal 2. Mr. Piyush Gupta 3. Mr. Nilesh Jindal 4. Mr. Purshottam Kumar Gupta**
5.	Name of the Manager to the Offer	**Fast Track Finsec Private Limited** **SEBI Registration No.:** INM000012500 **Office No.** V-116, First Floor, New Delhi House, 27, Barakhamba Road, New Delhi-110001; **Tel.:**+91-011-43029809; **Website:** www.ftfinsec.com; **Email:** mb@ftfinsec.com **Contact person:** Mr. Vikas Kumar Verma
6.	Members of the Committee of Independent Directors (IDC)	**1. Krishan Kumar Jalan 2. Parvesh Gupta 3. Sudesh Gupta 4. Jyoti Gupta**
7.	IDC Member's relationship with the TC (Director, Equity Shares owned, any other contact/ relationship), if any	IDC members are Independent Directors on the Board of the TC. None of the IDC members hold any equity shares or has entered into any other contract/relationship with the TC except as directors on the board of the TC and as chairperson/member of the Board Committees.
8.	Trading in the Equity Shares/ other Securities of the TC by IDC Members	None of the IDC members has traded in Equity Shares/ other securities of the TC during the period of 12 months prior to the date of Public Announcement dated June 10, 2025 or the period from Public Announcement till the date of this recommendation.
9.	IDC Member's relationship with the Acquirers (Director, Equity Shares owned, any other contact/ relationship), if any	None of the IDC Members has any contract/relationship with the Acquirers.
10.	Trading in the Equity shares/other securities of the acquirers by IDC Members	Not applicable
11.	Recommendation on the Open Offer, as to whether the offer is fair and reasonable	The IDC is of the view that the Offer is fair and reasonable. However, the shareholders should independently evaluate the Offer and take informed decision.
12.	Summary of reasons for recommendation	IDC members have reviewed the Public Announcement("PA"), Detailed Public Statement ("DPS"), Draft Letter of Offer ("DLOF") and the Letter of Offer ("LOF"), issued by Manager to the Open Offer on behalf of the Acquirers. Based on review of PA, DPS, DLOF and LOF, IDC is of the view that the Offer Price of Rs. 2/- (Rupees Two Only) per Equity Share offered by the acquirers is in line with SEBI (SAST) Regulations and appears to be fair and reasonable.
13.	Details of Independent Advisors, if any	None
14.	Any other matter to be highlighted	None

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the TC under the SEBI (SAST) Regulations.

For and on behalf of the
Committee of Independent Directors of
Omansh Enterprises Limited
Sd/-
Krishan Kumar Jalan
Chairman of IDC

Date: November 05, 2025
Place: Delhi