

**DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS, 13(4), 14(3) AND 15(2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF ("SEBI (SAST) REGULATIONS, 2011,") TO THE EQUITY SHAREHOLDERS OF**

# INERTIA STEEL LIMITED

**REGISTERED OFFICE: 422, TULSIANI CHAMBER, NARIMAN POINT, MUMBAI - 400021**  
**Tel. No. +91- 022-22832381; E-mail: contact@inertiasteel.com; Website: www.inertiasteel.comCIN: L51900MH1984PLC033082**

**OPEN OFFER FOR ACQUISITION OF 64,688 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF Rs. 10/- (RUPEES TEN ONLY) EACH ("OFFER SHARES") REPRESENTING 26.00% OF FULLY PAID-UP EQUITY SHARE CAPITAL AND VOTING CAPITAL OF INERTIA STEEL LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF TARGET COMPANY BY MR. VASANTRAI RATILAL MEHTA ("ACQUIRER") AT A PRICE OF Rs. 10/- (RUPEES TEN ONLY) PER EQUITY SHARE ("OFFER" OR "OPEN OFFER").**

This Detailed Public Statement ("DPS") is being issued by **Kunvarji Finstock Private Limited**, the Manager to the Offer ("Manager"), for and on behalf of the Acquirer to the Public Shareholders of the Target Company, in compliance with Regulations, 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations, 2011, and subsequent amendment thereto pursuant to the Public Announcement ("PA") filed with the BSE Limited ("BSE") and filed with the Securities and Exchange Board of India ("SEBI") and then sent to the Target Company in terms of Regulations 3(1) and 4 of the SEBI (SAST) Regulations, 2011, at its registered office on September 29, 2022.

For the purposes of this DPS, the following terms shall have the meanings assigned to them below:

"Equity Shares" means the fully paid-up Equity Shares face value of Rs. 10/- (Rupees Ten only) each of the Target Company.

"Identified Date" shall mean the date falling on the 10<sup>th</sup> working day prior to the commencement of the Tendering Period (as defined below), for the purpose of determining the Public Shareholders to whom the Letter of Offer in relation to this Offer (the "Letter of Offer" or "LOF") shall be sent.

"Paid-up Equity Share Capital" means Rs. 24,88,000/- (Rupees Twenty Four Lakhs Eighty-Eight Thousand Only) divided into 2,48,800 (Two Lakhs Forty-Eight Thousand Eight Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each.

"Public Shareholders" shall mean all the shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the Acquirer and persons deemed to be acting in concert with the Acquirer, the Selling Shareholder and person deemed to be acting in concert with Selling Shareholder (as defined below).

"Offer/ Open Offer" shall mean the acquisition of 64,688 (Sixty Four Thousand Six Hundred Eighty-Eight) fully paid-up Equity Shares (as defined below) of the face value of Rs. 10/- (Rupees Ten Only) representing 26.00% (Twenty Six Percent) of fully paid-up equity share capital and voting capital of the Target Company from the Public Shareholders of the Target Company.

"SPA" means the Share Purchase Agreement entered on September 29, 2022, by the Acquirer to 16,000 fully paid up Equity Shares ("sale shares") of Rs. 10/- each representing 6.43% of the existing fully paid up capital and voting equity share capital of Target Company at a price of Rs. 10/- (Rupees Ten Only) per equity share aggregating to Rs. 1,60,000/- (Rupees One lakh Sixty Thousand Only) along with control over the Target Company.

"Tendering Period" has the meaning ascribed to it under SEBI (SAST) Regulations, 2011.

"Voting Share Capital" means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10<sup>th</sup> (Tenth) Working Day from the closure of the Tendering Period of the Offer.

"Working Day" means any working day of the Securities and Exchange Board of India:

**I. ACQUIRER, SELLER, TARGET COMPANY AND OFFER:**

**1. INFORMATION ABOUT THE ACQUIRER - MR. VASANTRAI RATILAL MEHTA**

Vasantraj Mehta, s/o Ratilal Mehta, aged 74 years, Indian Resident, bearing Permanent Account Number 'ACKPMR247K' issued under the Income Tax Act, 1961, residing at 1602, Bldg Aura Biplax, Borivali West, Ram Nagar, Opposite Vijay Sales, Borivali (W), Mumbai - 400092, Maharashtra, India. His mobile number is + 91-9920434380 and his email id is [vrmehta1949@gmail.com](mailto:vrmehta1949@gmail.com).

II. Acquirer is a Commerce Graduate from Bhavnagar.

III. Acquirer has rich experience of 22 years as sourcing and commission agent of speciality chemicals intermediates, API, bulk drugs and entered into the pharmaceutical industry in last more than 8 years. He possesses the art of handling customers, team building and has extensive knowledge of product quality and sourcing the right product at the right time and right price.

IV. Acquirer does not hold directorship in any company, including the Target Company.

V. Acquirer does not hold any Equity Shares of the Target Company and has not acquired any equity share of the Target Company during the 12 (Twelve) months period prior to the Public Announcement.

VI. The Net worth of the Acquirer as on March 31, 2021, is Rs. 3,09,83,000/- (Rupees Three Crore and Ninety Eight Lakhs Eighty-Three Thousand Only) and the same is certified by Twinkl Jain, Chartered Accountant, partner of NGST & Associates, having its office at B/203, Borivali Paras CHS, Rokadia Lane, Nr. Gokul Hotel, Borivali (W), Mumbai - 400092 (Membership No.: 156938) vide her certificate dated 20/08/2022.

**II. DECLARATIONS BY ACQUIRER**

I. The Acquirer has confirmed that he is not categorized as a "Willful Defaulter" or a "Fraudulent Borrower" in terms of Regulation (1) (ze) of the SEBI (SAST) Regulations, 2011. He further confirmed that he and the other companies, in which he is the promoter and/or director, is not appearing in the willful defaulter's list of the Reserve Bank of India.

II. Based on the information available, the Acquirer has not been declared as a Fugitive Economic Offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) as per Regulation 2(1) (ga) of SEBI (SAST) Regulations, 2011.

III. The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of the SEBI Act, 1992, as amended ("SEBI Act") or under any other Regulation made under the SEBI Act.

IV. As on the date of this DPS, the Acquirer does not hold any Equity Shares directly or indirectly in the Target Company and is not a director on the board of the Target Company.

V. The provisions of Chapter V of the SEBI (SAST) Regulations, 2011, are not applicable to the Acquirer & as he does not hold any shares in the Target Company.

VI. The Acquirer undertake that if he acquires any Equity Shares of the Target Company during the Offer period, they will inform the stock exchanges and the Target Company within 24 hours of such acquisitions and he will not acquire any Equity Shares of the Target Company during the period between three working days prior to the commencement of the Tendering Period ("TP") and until the closure of the TP in accordance with Regulation 18(d) of SEBI (SAST) Regulations, 2011.

VII. The Acquirer has no interest in the Target Company.

VIII. There are no other persons acting in concert in relation to this Offer with the Acquirer within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations, 2011.

**III. INFORMATION ABOUT THE SELLING SHAREHOLDER**

I. The Acquirer has entered into the SPA with the Selling Shareholder, on September 29, 2022, for the acquisition of 16,000 fully paid up Equity Shares ("sale shares") of Rs. 10/- each representing 6.43% of the existing fully paid up capital and voting equity share capital of Target Company at a price of Rs. 10/- (Rupees Ten Only) per equity share aggregating to Rs. 1,60,000/- (Rupees One lakh Sixty Thousand Only) subject to the terms and conditions as mentioned in the SPA. The details of the Selling Shareholder ("Seller") as stated hereunder:

The details of the Selling Shareholder is as stated hereunder:

Name of Selling Shareholder	Address	Nature of Entity	Seller Parties to SPA	Part of Promoter/ Group (Yes/No)	Details of Shares/ Voting Rights held by the Selling Shareholders			
					Pre Transaction		Post Transaction	
					No. of Shares	%	No. of Shares	%
Snehata Madanmohan Vyas	K-53, makar Tower, G.D. Sonant Marg, Cuffe Parade, Colaba, Mumbai- 400005	Individual	Yes	Yes	16,000	6.43%	NIL	NIL
<b>Total</b>					<b>16,000</b>	<b>6.43%</b>	<b>NIL</b>	<b>NIL</b>

As on the date of DPS, the Seller as mentioned above has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992, as amended ("SEBI Act") or under any other Regulations, made under the SEBI Act.

II. There is no lien, encumbrance or lock-in on the shares held by the Seller and shares will be transferred free from all encumbrances, and lock-in requirements.

III. Post completion of the Offer formalities, the Seller shall relinquish the control and management of the Target Company in favour of the Acquirer, in accordance with and in compliance with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015").

IV. The Seller has confirmed he has not been categorized as a "Willful Defaulter" in terms of Regulation (1) (ze) of the SEBI (SAST) Regulations, 2011. He further confirms that he and the other companies, in which he was a promoter and/or director, are not appearing in the willful defaulter's list of the Reserve Bank of India.

V. Based on the information available, the Seller has not been declared a Fugitive Economic Offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) as per Regulation 2(1) (ga) of SEBI (SAST) Regulations, 2011.

VI. The Seller has not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of the SEBI Act, 1992, as amended ("SEBI Act") or under any other Regulation made under the SEBI Act.

VII. As of the date of this DPS, the Acquirer has not been a director on the board of the Target Company.

VIII. The Seller undertakes that if he acquires any Equity Shares of the Target Company during the Offer period, he will inform to the stock exchanges and the Target Company within 24 hours of such acquisitions and he will not acquire any Equity Shares of the Target Company during the period between three working days prior to the commencement of the Tendering Period and until the closure of the Tendering Period in accordance with Regulation 18(d) of SEBI (SAST) Regulations, 2011.

IX. The Seller has no interest in the Target Company except to the extent of shareholding.

**IV. INFORMATION ABOUT THE TARGET COMPANY- INERTIA STEEL LIMITED ("TARGET COMPANY")**

I. The Target Company was originally incorporated as "Tarun Kumar Trade & Export Limited", bearing CIN No: L51900MH1984PLC033082 vide Certificate of Incorporation dated 05/06/1984 under the provisions of the Companies Act, 1956. Subsequently, the Target Company has changed its name from "Tarun Kumar Trade & Export Limited" to "Inertia Steel Limited" and a fresh Certificate of Incorporation consequent upon change of name and objects was issued by Registrar of Companies, Chennai on 18<sup>th</sup> September 2004 under the Companies Act, 1956.

II. The Registered Office of the Target Company is situated at 422, Tulsiyani Chamber, Nariman Point, Mumbai, Maharashtra, 400021, Tel. No. +91 022-22832381, Email: [contact@inertiasteel.com](mailto:contact@inertiasteel.com); [muril.lahoti@reconidia.com](mailto:muril.lahoti@reconidia.com); Web: [www.inertiasteel.com](http://www.inertiasteel.com)

III. The Target Company is engaged in the business as merchants, packers, traders, commission agents, business agents, selling agents, brokers, adiabats, buyers, seller, indentors, importers, exporters, dealers in, commodities, mineral, ores, raw materials, manufactured products, goods and ware, plant, Machinery, spares, accessories, tools wool, raw silk, yarn fibers, garments, apparels, handlooms, cottage industries, poultry and dairy milk products, tobacco, leather wares, timber products, rubber and rubber products, plastics and plastic products, paper and paper products, electronic, steel and steel products, furniture, hardware, building construction materials, dyes, chemicals, petrochemicals, products, fertilizers, colours, paints glass and glassware ceramics, electrical items, household appliances, office equipments, stationeries, automobiles products, gold, silver, diamonds, precious stones and jewelry and to act as Export House.

IV. As on the date of DPS, the Authorized Share Capital of the Target Company is Rs. 25,00,000/- comprising of 2,50,000 Equity Shares of Rs. 10/- each. The paid-up equity share capital of the Target Company is Rs. 24,88,000/- comprising of 2,48,800 Equity Shares of Rs. 10/- each fully paid up.

V. As on date, the Target Company does not have any partly-paid up shares. There are no outstanding warrants or options or similar instruments, convertible into Equity Shares at a later stage. No shares are subject to any lock-in obligations.

VI. The Target Company has complied with all the provisions of the listing agreement under the SEBI (LODR) Regulations, 2015 from time to time and there is no punitive action except following instances of non-compliance mentioned hereunder:

The Equity shares of Target Company were suspended from BSE for non-compliances of

- a. Clause 35 for not submitting of shareholding pattern during the year 2001-02,
- b. Clause 41 for not submitting of quarterly results in F.Y. 2001-02 and in F.Y. 2011-12,
- c. Clause 47 i.e. for not appointing compliance officer and
- d. Clause 54 for not submit of Target Company website with the exchange.

The Target Company deposited an amount of Rs. 4,20,000/- plus tax as penalty for revocation of suspension during the financial year 2011-12 and the same has been revoked with effect from 06/01/2012 vide Notice No. 20112012-17 dated 02/01/2012.

VII. All the Equity Shares of the Target Company are presently listed on the BSE Limited ("BSE") having a Scrip Code as 512025 and the ISIN of Equity Shares of the Target Company is INE767M01011. The shares of the Company are listed under "XT" Category.

VIII. As on the date of this DPS, there is no subsidiary or holding company of the Target Company.

IX. There has been no merger/dividend, spin-off during last three years involving the Target Company.

X. Summary of audited financial statements for the financial years ended March 31, 2022, March 31, 2021, and March 31, 2020, are as follows:

Particulars	(Rs.)		
	For the year ended March 31, 2022	For the year ended March 31, 2021	For the year ended March 31, 2020
Total Income	36,37,650	32,20,081	17,30,110
Net Profit/(Loss)	(5,87,330)	7,221	7,502
Earnings per Share (Rs. Per Share)	(2.36)	0.03	0.03
Net worth/ Shareholders' funds	16,57,700	22,45,034	22,37,532

XI. The Present Board of Directors of Target Company are as follows:

Sr.	Name	Designation	DIN
1	Suresh Jayantilal Ajmera	Independent Director	01341331
2	Dhanesh Suresh Ajmera	Independent Director	02446635
3	Sarita Harigopal Joshi	Whole Time Director	06781907
4	Vinod Kavassery Balan	Non-Executive Director	07823253

**V. DETAILS OF THE OFFER**

I. The Offer is a triggered Offer in terms of Regulations, 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

II. The Acquirer has made this Open Offer in terms of SEBI (SAST) Regulations, 2011, to the shareholders of the Target Company to acquire up to 64,688 (Sixty Four Thousand Six Hundred Eighty-Eight) fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each representing 26.00% of the paid-up share capital of the Target Company ("Offer Size") at a price of Rs. 10/- (Rupees Ten Only) per fully paid up equity share ("Offer Price"), payable in cash.

III. The Offer is being made to all the eligible Public Shareholders of the Target Company. The Equity Shares of the Target Company accepted under the Offer will be acquired equally between the Acquirer only as fully paid up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights Offer declared therefor.

IV. This Offer is not conditional upon any minimum level of acceptance by the equity shareholders of the Target Company in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.

V. This is not a competitive Offer in terms of Regulation 20 of SEBI (SAST) Regulations, 2011.

VI. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.

VII. The Manager to the Offer, Kunvarji Finstock Private Limited does not hold any Equity Shares in the Target Company as of the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer period.

VIII. The Acquirer does not have any plans to dispose of or otherwise encumber any significant assets of the Target Company for the next 2 (Two) years from the date of closure of the Open Offer, except in the ordinary course of business of the Target Company, and except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company. In the event any substantial asset of the Target Company is to be sold, disposed of or otherwise encumbered other than in the ordinary course of business, the Acquirer undertakes that they shall do so only upon the receipt of the prior approval of the shareholders of the Target Company, by way of a special resolution passed by postal ballot, in terms of Regulation 25(2) of SEBI (SAST) Regulations, 2011, and subject to the provisions of applicable law as may be required.

IX. Upon completion of the Offer, assuming full acceptances in the Offer, the Acquirer will hold 60,688 Eighty Thousand Six Hundred Eighty-Eight Equity Shares representing 32.43% of the paid-up equity share capital of the Target Company as on the tenth working day after the closure of the Tendering Period. As per Regulation 38 of SEBI (LODR) Regulations, 2015 read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules 1957 (SCRR), the Acquirer is required to maintain at least 25 percent public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to the completion of this Offer, the public shareholding in the Target Company shall not fall below the minimum level required as per Rule 19A of the SCRR.

**VI. BACKGROUND TO THE OFFER:**

I. The Acquirer has entered into the SPA with the Selling Shareholder, on September 29, 2022, for the acquisition of 16,000 fully paid up Equity Shares ("sale shares") of Rs. 10/- each representing 6.43% of the existing fully paid up capital and voting equity share capital of Target Company at a price of Rs. 10/- (Rupees Ten Only) per equity share aggregating to Rs. 1,60,000/- (Rupees One lakh Sixty Thousand Only) subject to the terms and conditions as mentioned in the SPA.

II. Pursuant to the acquisition under the SPA, the Acquirer is making an Open Offer in terms of Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

III. The prime objective of the Acquirer for this Open Offer is the substantial acquisition of Equity Shares and voting rights and control over the management and affairs of the Target Company.

**VII. SHAREHOLDING AND ACQUISITION DETAILS:**

The Current and Proposed shareholding of the Acquirer in the Target Company and the details of their acquisition are as follows:

Details	Acquirer	Total
Name of Acquirer	Vasantraj Ratilal Mehta	--
Address	S/o Ratilal Mehta, Resident at 1602, Bldg Aura Biplax, Ram Nagar, Opposite Vijay Sales, Borivali (W), Mumbai, Maharashtra -400092, India	--
Name(s) of persons in control/promoters of Acquirer	Not Applicable	Not Applicable
Name of the Group, if any, to which the Acquirer belongs to	Not Applicable	Not Applicable
Pre-transaction shareholding	No. of Equity Shares % of Total Equity/Voting Capital	NI NI
Proposed shareholding after acquisition of shares which Triggered the Offer	No. of Equity Shares % of Total Equity/Voting Capital	16,000 6.43%
Any other interest in the Target Company	None	

Note: There are no Persons Acting in Concert (PACs) in respect of this Offer in terms of Regulation 2(1) (e) of the SEBI (SAST) Regulations, 2011.

**VIII. OFFER PRICE:**

I. Presently, the equity share of the Target Company is listed on BSE Limited. The Equity Shares are placed under Group XT having a Scrip Code of 512025 on BSE.

II. The annualized trading turnover in the Equity Shares of the Target Company based on trading volume during the twelve calendar months prior to the month of PA (i.e. September 01, 2021, to August 31, 2022) is as given below:

Stock Exchange	Time Period	Total no. of Equity Shares traded during the twelve calendar months prior to the month of PA	Total no. of listed equity shares	Annualized trading turnover (as % of total Equity Shares listed)
BSE	September 01, 2021 to August 31, 2022	NI	2,48,800	0 %

(Source: [www.bseindia.com](http://www.bseindia.com))

III. Based on the above information, the Equity Shares of the Target Company are infrequently traded on the BSE within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations, 2011.

IV. The Offer Price of Rs. 10.00/- (Rupees Ten Only) per Equity Share is justified in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of the following:

Sr. No	Particulars	Price (Rs. per Equity Share)
1	The highest negotiated price per equity share of the Target Company for acquisition under any agreement attracting the obligation to make a PA of an Open Offer.	10.00/-
2	The volume-weighted average price paid or payable for acquisition by the Acquirer during 52 (Fifty-Two) weeks immediately preceding the date of PA.	Not Applicable
3	The highest price paid or payable for any acquisition by the Acquirer during 26 (Sixty-Two) weeks immediately preceding the date of PA.	Not Applicable
4	The volume-weighted average market price of such Equity Shares for a period of sixty trading days immediately preceding the date of PA as traded on BSE, provided such shares are frequently traded.	Not Applicable
5	The per equity share value computed under Regulation 8(5) of the Takeover Regulations, if applicable.	Not Applicable
6	Where the shares are not frequently traded, price determined by the Acquirer and the Manager to the Offer taking into account valuation parameters including book value, comparable trading multiples and earnings per share.	7.22/-

(As certified by Bhavesh M Rathod proprietor of Bhavesh Rathod & Co. Valuer (Membership No.: 119158) having an office at 12D, White Spring, A wing, Rival Park Complex, Western Express Highway, Borivali East, Mumbai 400066. Tel. No.: +91 976913490. Email: [info.cabhavesh@gmail.com](mailto:info.cabhavesh@gmail.com) has valued the Equity Shares of Target Company and calculated the fair value per share at Rs. 7.22/- (Rupees Seven and Twenty Two Paise Only) vide his Share Valuation Report dated 19/09/2022).

V. In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and Manager to the Offer, the Offer Price of Rs. 10/- (Rupees Ten Only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.

VI. There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011.

VII. If the Acquirer acquires or agrees to acquire any Equity Shares or voting rights in the Target Company during the Offer period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of SEBI (SAST) Regulations, 2011.

Provided that no such acquisition shall be made after the one working day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period. Further, in accordance with Regulations, 18(4) and 18(5) of the SEBI (SAST) Regulations, 2011, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, the Acquirer shall (i) make corresponding increases to the escrow amount (ii) make Public Announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify to BSE, SEBI and the Target Company at its registered office. Such revision will be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations, 2011.

VIII. If the Acquirer acquires Equity Shares of the Target Company during the period of twenty-six weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under the SEBI (SAST) Regulations, 2011, or pursuant to SEBI (Delisting of Equity Shares) Regulations, 2011, 2021, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of Equity Shares of the Target Company in any form.

IX. As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Open Offer or Offer Size, the Acquirer shall comply with Regulation 18 of SEBI (SAST) Regulations, 2011, which required to be fulfilled for the said revision in the Offer Price or Offer Size.

**IX. FINANCIAL ARRANGEMENTS:**

I. The total fund requirement for the Open Offer (assuming full acceptances) for the acquisition up to 64,688 (Sixty Four Thousand Six Hundred Eighty-Eight) Equity Shares from all the Public Shareholders of the Target Company at an Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up equity share is Rs. 6,46,880/- (Rupees Six Lakhs Forty-Six Thousand Eight Hundred and Eighty-Eight Only). ("Maximum Consideration").

II. The Acquirer has adequate financial resources and has made financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The acquisition will be financed through internal resources of the Acquirer and no borrowings from any bank and/or financial institution are envisaged.

III. The Acquirer, the Manager to the Offer and Kotak Mahindra Bank Limited, a Scheduled Commercial Bank and carrying on business as banking in India under Banking Regulations, Act, 1949 having one of its branch offices at Mittal Court, Nariman Point, Mumbai, India, have entered into an Escrow Agreement dated 29/09/2022 and for the purpose of the Offer (the "Offer Escrow Agreement"). In terms of Regulation 17 of the SEBI (SAST) Regulations, 2011 all the Acquirers have deposited cash of Rs.6,46,880/- (Rupees Six Lakhs Forty-Six Thousand Eight Hundred and Eighty Only) which is more than 100% of the consideration in an Escrow Account bearing name and style as "Inertia Steel Limited Open Offer Escrow Account" ("Escrow Account") opened with Kotak Mahindra Bank Limited.

IV. The Acquirer does authorized the Manager to Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.

V. Ms. Twinkl Jain, Chartered Accountant, partner of NGST & Associates, having its office at B/203, Borivali Paras CHS, Rokadia Lane, Nr. Gokul Hotel, Borivali (W), Mumbai - 400092 (Membership No.: 156938) vide her certificate dated 20/08/2022 certified that the Acquirer has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

VI. Based on the above and in the light of the escrow arrangements, the Manager to the Offer is satisfied that firm arrangements have been put in place by the Acquirer to fulfill their obligations through verifiable means in relation to the Offer in accordance with the SEBI (SAST) Regulations, 2011.