

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS
OF
SEA GOLD INFRASTRUCTURE LIMITED**
(SEA GOLD AQUA FARMS LIMITED: NAME AS PER BSE LIMITED)
Registered Office – Plot No.270E/A, MCH No. 985, Road No.10, Jubilee Hills, Hyderabad TG- 500033
Email - seagoldacqa@gmail.com ; Website: www.seagoldaqua.com
Corporate Identification Number: L70200TG1993PLC016389

PUBLIC ANNOUNCEMENT UNDER REGULATION 3 AND 4 READ WITH REGULATION 13, 14, 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (“REGULATIONS”), AND AS AMENDED FROM TIME TO TIME

OPEN OFFER FOR ACQUISITION OF UPTO 16,24,543 (SIXTEEN LAKH TWENTY FOUR THOUSAND FIVE HUNDRED FORTY THREE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE INR 10/- (RUPEES TEN ONLY) EACH (“EQUITY SHARES”) REPRESENTING 26.00% OF THE TOTAL ISSUED, OUTSTANDING AND FULLY PAID-UP EQUITY SHARE CAPITAL CARRYING VOTING RIGHTS OF SEA GOLD INFRASTRUCTURE LIMITED, A COMPANY REGISTERED UNDER THE COMPANIES ACT, 1956 AND HAVING ITS REGISTERED OFFICE AT PLOT NO.270E/A, MCH NO. 985, ROAD NO. 10, JUBILEE HILLS, HYDERABAD, TG - 500033 (“TARGET COMPANY”) FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY MR. SATNAM SINGH (ACQUIRER 1) (PAN: BROPS5260E), MS. HARJOT KAUR CHAWLA (ACQUIRER 2) (PAN: BCRPC5687D) AND MS. PARMINDER KAUR (ACQUIRER 3) (PAN: ACJPK8431C)

This Public Announcement (“PA” or “Public Announcement”) is being issued by Fast Track Finsec Private Limited, a Company registered under Companies Act, 1956 (“Fasttrack”), (“Manager to the Offer”) for and on behalf of Acquirers to the Public Shareholders of the Target Company pursuant to and in Compliance with, amongst others, Regulations 3 and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto {“SEBI (SAST) Regulations, 2011” / “Regulations”}

1) OFFER DETAILS:

- 1.1 Offer Size:** The Acquirers hereby makes this Open Offer (“Offer”) to all the public shareholders of the Target Company to acquire upto 16,24,543 (Sixteen Lakh Twenty Four Thousand Five Hundred Forty Three) fully paid up Equity Shares of face value of INR 10/- (Rupees Ten Only) each of the Target Company, as on the date of this Public Announcement, to open offer shares, subject to the terms and conditions mentioned in this Public Announcement (“PA”), Detailed Public Statement (“DPS”) and Letter of Offer (“LOF”) that are proposed to be issued in accordance with the Regulations.
- 1.2 Offer Price/ Consideration:** The Offer Price of INR 10/- (Rupees Ten Only) per Equity Share (“Offer Price”) which is consider in accordance with Regulation 8 of the Regulations. Assuming full subscription in the Open Offer, the total consideration payable by the Acquirers will be INR 1,62,45,430 (Rupees One Crore Sixty Two Lakh Forty Five Thousand Four Hundred Thirty Only) (“Maximum Consideration”).
- 1.3 Mode of Payment:** The Offer Price is payable in accordance with Regulation 9 of the Regulations.
- 1.4 Type of Offer:** This is a Triggered Offer under Regulations 3(1) and 4 of the Regulations. This Open Offer is not conditional offer subject to any minimum level of acceptance in terms of Regulation 19 of the Regulation. This is not a competing offer in terms of Regulation 20 of the Regulations.

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

2.1 Acquirer 1 has entered into a Share Purchase Agreement dated September 07, 2021 (“SPA”) with the current promoters of the Target Company (“Seller”) to acquire 30,96,910 (Thirty Lakh Ninety Six Thousand Nine Hundred Ten) Equity Shares at a price of INR 3.82/- (Rupees Three and Eighty Two Paise Only) in compliance with the provisions of the SEBI (SAST) Regulations.

2.2 Acquirer 2 and 3 in the capacity of Proprietor of M/s Hans Raj & Co. and M/s Prabh Dayal Sant Ram have entered into a Business Succession Agreement dated September 07, 2021 with the Target Company wherein it is agreed that the Acquirers will receive consideration (other than cash) by way of preferential allotment of Equity Shares of the Target Company against the fair market valuation of M/s Hans Raj & Co. and M/s Prabh Dayal Sant Ram.

Details of underlying transaction						
Type of Transaction	Mode of Transaction	Shares/ Voting rights acquired/ proposed to be acquired		Total Consideration for shares /Voting Rights acquired (INR)	Mode of payment	Regulation which has triggered
		Number	% vis a vis total equity / voting capital			
Direct Acquisition	Share Purchase Agreement	30,96,910 Equity Shares	49.56%	1,18,30,196	Cash	Regulation 3(1) and 4 of SEBI (SAST) Regulation
Direct Acquisition	Allotment under the proposed preferential Issue	8,00,001 Equity Shares	12.80%	80,00,010	Other than Cash	Regulation 3(1) and 4 of SEBI (SAST) Regulation

3) Details of the Acquirer(s)/PAC

Details	Acquirer 1	Acquirer 2	Acquirer 3	Total
Name of Acquirers	Satnam Singh	Harjot Kaur Chawla	Parminder Kaur	3
Address	2838, Gurdev Nagar, Ludhiana, Punjab - 141001	House No. 26, Nehru Nagar, Model Town, Ludhiana, Punjab - 141002	2838, Gurdev Nagar, Ludhiana, Punjab - 141001	
Name(s) of persons in control/promoters of acquirers/ PAC where Acquirers/PAC are companies	Not Applicable	Not Applicable	Not Applicable	
Name of the Group, if any, to which the Acquirer/PAC	Not Applicable	Not Applicable	Not Applicable	

belongs to				
Pre-Transaction shareholding • Number of equity shares in the Target Company • % of total share capital	7,40,000 13.58%	Nil Nil	Nil Nil	
Proposed shareholding After the acquisition of shares which triggered the Open Offer (No. of Equity Shares)	38,36,910	3,11,074	4,88,927	
% of total share capital and total voting capital	61.41%	4.98%	7.83%	74.22%
Any other interest in the Target Company	To the extent of shareholding and management control	To the extent of shareholding and management control	To the extent of shareholding and management control	

There is no Person Acting in Concert in relation to the present Open Offer within the meaning of 2(1)(q) of the Regulations.

4) Details of selling shareholders, if applicable

Name, PAN & Address	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders			
		Pre-Transaction		Post-Transaction	
		No. of shares	% vis a vis Total Share Capital	No. of shares	% vis a vis Total Share Capital
Name: Radha Krishna Reddy Panati PAN: AEJPP6029F Address: M C H No 985, Plot No. 2705/A, Road No. 10, Jubilee Hills, Hyderabad, Andhra Pradesh - 500033	Yes	5,73,000	9.17%	Nil	Nil
Name: Venkata Krishna Reddy Panati PAN: AGSPP9991R Address: M C H No 985, Plot No. 2705/A, Road No. 10, Jubilee Hills, Hyderabad, Andhra Pradesh - 500033	Yes	25,18,910	40.31%	Nil	Nil

Name: PVK and PRK Technologies Private Limited PAN: AAGCP2509N Address: Plot 270E/A, MCH# 985, Road # 10, Jubilee Hills, Hyderabad TG - 500033	Yes	2500	0.04%	Nil	Nil
Name: Anantha Power Projects Private Limited PAN: AAICA0963B Address: 270E/A, (MCH985), Road No.10 Jubilee Hills, Hyderabad TG 500033	Yes	2500	0.04%	Nil	Nil

5) INFORMATION ABOUT THE TARGET COMPANY

Name	SEA GOLD INFRASTRUCTURE LIMITED (SEA GOLD AQUA FARMS LIMITED: NAME AS PER BSE LIMITED)
CIN	L70200TG1993PLC016389
Exchange where shares are Listed	BSE Limited

- 5.1 Sea Gold Infrastructure Limited, is a Public Limited Company under the Companies Act, 1956. The Corporate Identification Number of the Company is **L70200TG1993PLC016389**.
- 5.2 Presently, Registered Office of the Target Company is situated at – Plot No.270E/A, MCH No.985 Road No.10, Jubilee Hills, Hyderabad, TG - 500033
- 5.3 As on date of this PA, the Authorised Share Capital of the Company is INR 5,50,00,000/- (Rupees Five Crore Fifty Lakh Only) divided into 55,00,000 (Fifty Five Lakh) Equity Shares of INR 10/- (Rupees Ten Only) each and the Issued, Subscribed and Paid-up Capital of the Target Company is INR 5,44,82,400/- (Rupees Five Crore Forty Four Lakh Eighty Two Thousand Four Hundred Only) divided into 54,48,240 (Fifty Four Lakh Forty Eight Thousand Two Hundred Forty) Equity Shares of INR 10/- (Rupees Ten Only) each.
- 5.4 Presently 54,48,240 (Fifty Four Lakh Forty Eight Thousand Two Hundred Forty) Equity Shares of the Target have been listed on platform of BSE Limited (“BSE”) with Scrip Code **530361**.
- 5.5 There are no partly paid up Equity Shares of the Target Company.
- 5.6 Presently, the Board of Directors of the Target Company comprises of Mr. Syed Khaleel Ahmed (DIN: 05347153), Ms. Vijayalakshmi Panati (DIN: 06635011), Mr. Sathaiah Bathula (DIN: 07277786) & Mr. Srinivas Jakkani (DIN: 08116277) (Source: MCA website). As on the date of PA, none of the directors are representatives of the Acquirers.
- 5.7 There are no outstanding convertible instruments such as warrants/FCDs/PCDs etc of the Target Company. (Source: Annual Report for the year ended March 31, 2021).

6) OTHER TERMS OF THE OFFER

6.1 The Detailed Public Statement pursuant to this Public Announcement and which carries all such other information of the offer including the detailed information on the offer price, detailed information on the Acquirers, detailed information on the Target Company, detailed reasons for the offer, statutory approvals for the offer, details of financial arrangement, other terms of the offer, conditions to the offer etc. shall be published in all editions of any one English national daily newspaper with wide circulation, any one Hindi national daily newspaper with wide circulation, any one local language newspaper where the registered office of the Target Company is situated and any one local language newspaper of the Stock Exchanges where the shares are listed and where the volume of trading is recorded as maximum during sixty trading days preceding the date of the Public Announcement. The Detailed Public Statement shall be published on or before Tuesday i.e. 14th September, 2021

6.2. The Acquirers undertake that they are aware of and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.

6.3. The Acquirers have adequate resources and have made firm 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.

Issued by Manager to the Offer



FAST TRACK FINSEC PRIVATE LIMITED

CIN: U65191DL2010PTC200381

SEBI Reg. No: INM000012500

B-502, Statesman House, 148 Barakhamba Road,
New Delhi - 110001

Telephone: +91-11-43029809

Email: vikasverma@ftfinsec.com

Investor Grievance Email: investor@ftfinsec.com

Website: www.ftfinsec.com

Contact Person: Mr. Vikas Kumar Verma

On behalf of

Sd/-

Mr. Satnam Singh (Acquirer 1)
(PAN: BROPS5260E)

Sd/-

Ms. Harjot Kaur Chawla (Acquirer 2)
(PAN: BCRPC5687D)

Sd/-

Ms. Parminder Kaur (Acquirer 3)
(PAN: ACJPK8431C)



Place: New Delhi

Date: 07.09.2021