

OFFER OPENING PUBLIC ANNOUNCEMENT AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT UNDER REGULATION 18(7) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ('SEBI (SAST) REGULATIONS, 2011')
FOR THE ATTENTION OF THE SHAREHOLDERS OF

RAMGOPAL POLYTEX LIMITED

CIN: L17110MH1981PLC024145

Registered Office: Greentex Clearing House, B-1, 2 & 3, Gosrani Compound, Rehnal Village, Bhiwandi, Thane – 421302, Maharashtra
Ph. No.: 022-61396800

E-mail: ramgopal@ramgopalpolytex.com, rplcompliance@ramgopalpolytex.com

Website: www.ramgopalpolytex.com

Open Offer for the acquisition of 37,70,000 Equity Shares from the Shareholders of Ramgopal Polytex Limited
by

Mr. Pravin Kumar Shishodiya and Mr. Punit Shishodiya

This Offer Opening Public Announcement and Corrigendum to the Detailed Public Statement along with Announcement is being issued by **Corporate Professionals Capital Private Limited**, for and on behalf of **Mr. Pravin Kumar Shishodiya** ('Acquirer 1'), **Mr. Punit Shishodiya** ('Acquirer 2') (hereinafter collectively referred to as '**Acquirers**') pursuant to Regulation 18(7) of SEBI (SAST) Regulations, 2011 in respect of the Takeover Open Offer to acquire shares of **Ramgopal Polytex Limited** (hereinafter referred to as 'RPL' / 'Target Company'). The Detailed Public Statement ('DPS') with respect to the aforementioned offer was published on August 3, 2026, Monday in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions) and Prathakal (Marathi) (Mumbai Edition).

- 1) Offer Price of INR 17.10/- (Indian Rupees Seventeen and One Zero Paise Only) per Equity Share of the Target Company payable in cash. The Offer Price for partly paid-up Equity Shares will be computed as the difference between the Offer Price and the amount due towards calls-in-arrears including unpaid interest, if any, thereon
- 2) Independent Directors Committee (IDC) recommends that the Offer Price being in compliance with the applicable regulations can be considered as fair and reasonable. The recommendations of IDC were published in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions) and Prathakal (Marathi) (Mumbai Edition) on September 22, 2026, Tuesday.
- 3) This is not a competing offer.
- 4) **Letter of Offer ('LOO')** has been dispatched to all the equity shareholders of Target Company whose names appear in its Register of Members on September 10, 2026, Thursday, the Identified Date.
- 5) The LOO along with the Form of Acceptance cum Acknowledgement is also available on SEBI's website, www.sebi.gov.in, BSE's website, www.bseindia.com, CSE's website www.cseindia.com and the website of Manager to the Offer, www.corporateprofessionals.com and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/non-availability of the Form of Acceptance, the application can be made on plain paper along with the following details:

a) In the case of Equity Shares held in physical form—
The Public Shareholders who are holding physical Equity Shares and intend to participate in the Open Offer shall approach the Selling Broker. The Selling Broker should place bids on the Designated Stock Exchange platform with relevant details as mentioned on physical share certificate(s). The Selling Broker(s) shall print the TRS generated by the Exchange Bidding System. TRS will contain the details of order submitted like Folio No., Certificate No., Dist. Nos., No. of Equity shares etc. and such equity shareholders should note that physical Equity Shares will not be accepted unless the complete set of documents as mentioned in para 8.12 is submitted. Acceptance of the physical Equity Shares for the Open Offer shall be subject to verification by the Registrar & Transfer Agent (RTA). On receipt of the confirmation from the RTA, the bid will be accepted otherwise it would be rejected and accordingly the same will be depicted on the exchange platform.

b) In case of Equity Shares held in dematerialized form—
Eligible Person(s) may participate in the Offer by approaching their respective Selling Broker and tender Shares in the Open Offer as per the procedure mentioned under para 8.11 of the Letter of Offer.
- 6) Changes suggested by SEBI in their comments to be incorporated—

1. Revised and Original schedule of Activities—

ACTIVITY	ORIGINAL DATE AND DAY	REVISED DATE AND DAY
Public Announcement (PA) Date	July 28, 2026 Tuesday	July 28, 2026 Tuesday
Detailed Public Statement (DPS) Date	August 03, 2026 Monday	August 03, 2026 Monday
Filing of Draft Letter of Offer with SEBI	August 06, 2026 Thursday	August 06, 2026 Thursday
Last date for a competing offer	August 24, 2026 Monday	August 24, 2026 Monday
Identified Date*	September 01, 2026 Tuesday	September 10, 2026 Thursday
Date by which Letter of Offer will be dispatched to the shareholders	September 08, 2026 Tuesday	September 18, 2026 Friday
Issue Opening PA Date	September 15, 2026 Tuesday	September 24, 2026 Thursday
Last date by which Board of TC shall give its recommendations	September 10, 2026 Thursday	September 22, 2026 Tuesday
Date of commencement of tendering period (Offer opening Date)	September 16, 2026 Wednesday	September 25, 2026 Friday
Date of expiry of tendering period (Offer closing Date)	September 29, 2026 Tuesday	October 09, 2026 Friday
Date by which all requirements including payment of consideration would be completed	October 14, 2026 Wednesday	October 26, 2026 Monday

**Identified Date is only for the purpose of determining the names of the shareholders of the Target Company to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the Acquirers, persons acting in concert with Acquirers, existing members of the promoter and promoter group of the Target Company, persons acting in concert with the members of the promoter and promoter group, and the parties to the Share Purchase Agreement dated July 28, 2026, including any members deemed to be acting in concert with such parties) are eligible to participate in the Offer any time before the Closure of the Offer.*

2. As directed by SEBI, we have updated the table in para 5.12 of the letter of offer under the head "Background of the Target Company" disclosing the shareholding of each of the following members of the Promoter and Promoter Group individually, instead of the consolidated figure of 65,91,796 Equity Shares (45.46%)
3. As directed by SEBI, we have updated the table in para 5.4 Share capital structure of the Target Company on page no. 17 of Letter of offer as mentioned below-

Paid up Shares of Target Company	No. of Shares	No. of voting rights	% of voting rights
Fully paid up equity shares	1,42,67,500	1,42,67,500	100.00
Partly paid up equity shares	2,32,500	Nil*	0.00*
Total paid up equity shares	1,45,00,000	1,42,67,500	100.00
Total Voting Rights in TC	1,42,67,500	1,42,67,500	100.00

**As per clause 76 (f) of the AOA of the Target Company, there are no voting rights on partly paid-up shares unless the full amount has been paid up on the shares*

4. As directed by SEBI, we have incorporated the following paragraph in the Risk Factors under clause C (4) on page no. 5 and clause 3.2.10 on page no. 14 as below-
"Any failure by the Target Company to comply with the Minimum Public Shareholding requirements may lead to non-compliance with the Securities Contracts (Regulation) Rules, 1957 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015."
5. As directed by SEBI, we have incorporated the details of instances of non-compliances with the SEBI (LODR) Regulations, 2015 by Target Company and SEBI (SAST) Regulations, 2011 by members of promoter/promoter group along with persons acting in concert for which SEBI may initiate suitable action against the said entity(ies) under para 5.13 on page no. 21 in the letter of offer as follows:
Further, there has been delay in filing of disclosure under chapter V by one of our promoter and promoter group member i.e., Ramgopal Textiles Limited as disclosed below:

S. no.	Regulation	Financial Year	Due Date for Compliance	Actual Compliance Date	Delay, if any	Status of Compliance with Takeover Regulations	Remarks if any
1	29(2)	FY 22-23	January 06, 2023	January 09, 2023	1 working day	-	-

Further note that for FY 22-23 and FY 24-25 the reports under Regulations 10(6) and 10(7) were filed within the prescribed time, however disclosure under 10(6) was filed individually for the acquirers thereto and no collective holding with Acquirers and PACs was reflected.

- 7) Other material changes from the date of PA- Nil
- 8) The Open Offer will be implemented 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 and SEBI circular CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015 as amended via SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and as per further amendment vide SEBI circular numbered SEBI/HO/CFD/DCR-III/ CIR/P/2021/615 dated August 13, 2021 read along with SEBI Master circular bearing number SEBI/HO/CFD/PoD-1/P/CIR/2023/31 dated February 16, 2023. Acquirers have appointed **Nikunj Stock Brokers Limited ('Buying Broker')** for the Open Offer through whom the purchases and settlement of Open Offer shall be made during the Tendering Period. The detailed procedure for tendering of shares is given in Para 8 - "**Procedure for Acceptance and Settlement**" of the Letter of Offer.
- 9) Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and the LOO.

MANAGER TO THE OFFER



Corporate Professionals

CORPORATE PROFESSIONALS CAPITAL PRIVATE LIMITED

CIN: U74899DL2000PTC104508

Address: D-28, South Extn., Part-I, New Delhi – 110049

Contact Person: Mr. Manoj Kumar/ Ms. Ruchika Sharma/ Mr. Nitin Kherra

Ph.: +91-11-40622228/+91-11-40622248/+91-11-40622218, Fax: +91-11-40622201

Email: mb@indiacp.com

SEBI Regn. No: INM000011435

For and on behalf of Acquirers