

PRE-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT WITH RESPECT TO THE OPEN OFFER TO THE ELIGIBLE PUBLIC SHAREHOLDERS OF

CAMLIN FINE SCIENCES LIMITED

CIN: L74100MH1993PLC075361

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OPEN OFFER FOR ACQUISITION OF UP TO 4,45,64,671 (FOUR CRORES FORTY FIVE LAKHS SIXTY FOUR THOUSAND SIX HUNDRED SEVENTY ONE) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF INR 1 (RUPEES ONE) EACH OF CAMLIN FINE SCIENCES LIMITED (“TARGET COMPANY”), REPRESENTING 26% OF THE VOTING SHARE CAPITAL OF THE TARGET COMPANY, FROM THE ELIGIBLE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY INFINITY DIRECT HOLDINGS (“ACQUIRER 1”) AND INFINITY DIRECT HOLDINGS SIDECAR I (“ACQUIRER 2”, COLLECTIVELY REFERRED TO AS “ACQUIRERS”) ALONG WITH INFINITY HOLDINGS (“PAC 1”), ANFIMA NV (“PAC 2”) AND ASHISH DANDEKAR (“PAC 3”, COLLECTIVELY REFERRED TO AS “PACS”) ACTING IN THEIR CAPACITY AS PERSONS ACTING IN CONCERT WITH THE ACQUIRERS (“OFFER” / “OPEN OFFER”)

This pre-offer opening Public Announcement and Corrigendum to the Detailed Public Statement (“**Advertisement**”) is being issued by Centrum Capital Limited (“**Manager to the Offer**”), on behalf of the Acquirers and PACs, pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 as amended (the “**SEBI (SAST) Regulations**”) and pursuant to SEBI Letter no. SEBI/HO/CFD/RAC/DCR-2/P/OW/306711/2023 dated July 31, 2023 (“**SEBI Observation Letter**”).

This Advertisement should be read in continuation of, and in conjunction with the:

- (a) public announcement dated April 17, 2023 (“**Public Announcement**” or “**PA**”);
- (b) the detailed public statement dated April 21, 2023 which was duly published on April 21, 2023 in Business Standard (English, all editions), Business Standard (Hindi, all editions), and Navshakti (Marathi, Mumbai edition) (“**Detailed Public Statement**” or “**DPS**”); and
- (c) letter of offer dated August 2, 2023 along with Form of Acceptance (“**Letter of Offer**” or “**LoF**”) dispatched to the public shareholders on August 9, 2023.

This Advertisement is being published in all such newspapers in which the DPS was published.

For the purpose of this Advertisement, the following terms have the meanings assigned to them below:

“**Equity Shares**” means fully paid up equity shares of face value of INR 1 (Rupees One) each of the Target Company;

“**Eligible Public Shareholders**”/“**Public Shareholders**” means all the equity shareholders of the Target Company, excluding: (i) the Acquirers and PACs; (ii) the existing members forming part of the promoter/ promoter group of the Target Company; (iii) parties to the Agreement; and (iv) any persons acting in concert or deemed to be acting in concert with the persons set out in (i) to (iii) pursuant to and in compliance with the SEBI (SAST) Regulations;

“**Voting Share Capital**” means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (tenth) working day from the closure of the Tendering Period of the Open Offer;

“**Agreement**” means the Voting and Cooperation Agreement dated April 17, 2023 entered into between the Acquirers and PACs;

“**Tendering Period**” means the 10 Working Days period from Friday, August 18, 2023 till Thursday, August 31, 2023 (both days inclusive) within which the Eligible Public Shareholders may tender their Equity Shares in acceptance of the Open Offer has the meaning ascribed to it under the SEBI (SAST) Regulations;

The capitalized terms used but not defined in this Advertisement shall have the same meanings assigned to them in the PA, the DPS and the LoF.

The Public Shareholders of the Target Company are requested to kindly note the following:

- The Offer Price for acquiring equity shares under the Open Offer by the Acquirer and PACs is INR 160/- (Rupees One Hundred and Sixty Only) per fully paid-up equity share and there has been no revision in the open offer price.
- Committee of Independent Directors (“**IDC**”) of the Target Company have recommended that the IDC is of the opinion that the Offer Price offered by the Acquirers and the PACs is in accordance with the regulations prescribed under the SEBI (SAST) Regulations and accordingly, the Open Offer may be considered to be fair and reasonable. However, the public shareholders of the Target Company are advised to independently evaluate the Open Offer and take an informed decision about tendering the Equity Shares held by them in the Open Offer. The recommendations of IDC were published on August 14, 2023 in the same newspapers in which the DPS was published.
- This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
- The LoF has been dispatched through registered post/ email to Eligible Equity Shareholders whose names appeared on the register of members on the identified date i.e. August 2, 2023. The identified date was relevant only for the purpose of determining the public shareholders to whom the LoF was to be sent. It is clarified that all the Public Shareholders of the Target Company (registered or unregistered, except the Acquirer, PACs, promoter and promoter group shareholders of the Target Company and persons who have undertaken to SEBI to not participate in this Offer) are eligible to participate in this Offer at any time prior to the closure of this Offer.
- Please note that soft copy of LoF along with Form of Acceptance cum Acknowledgement shall be available on SEBI’s website (www.sebi.gov.in) and the same can be downloaded for applying in the Offer. The soft copy of LoF along with Form of Acceptance cum Acknowledgement will also be available on website of Link Intime India Private Limited (**Registrar to the Offer**). Further, in case of non-receipt/non availability of the form of acceptance, the Eligible Public Shareholders (registered or unregistered, except the Acquirers, PACs, promoter and promoter group shareholders of the Target Company and persons who have undertaken to SEBI to not participate in this Offer) can also make the application on plain paper along with the following details before the closure of tendering period i.e. Thursday, August 31, 2023. In the alternate, such shareholders may apply in the Form of Acceptance cum Acknowledgement in relation to this Open Offer that is annexed to the LoF, which can be downloaded from SEBI or Registrar to the Offer’s website as mentioned above. The application is to be sent to the registered office of Registrar to the Offer, during the business hours on or before the date of closure of the Tendering Period in accordance with the procedure as set out in the LoF, together with:

- The DP name, DP ID, account number together with the photocopy or counterfoil of delivery instruction slip in ‘off-market’ mode duly acknowledged by the DP for transferring the Equity Shares to the Escrow Demat Account.
- Eligible Public Shareholders having their beneficiary account with CDSL must use the “inter-depository delivery instruction slip” for the purpose of crediting their Equity Shares of the Target Company in favour of the Escrow Demat Account.

For the purpose of the Offer, Registrar to the Offer has opened a special escrow depository account in the name and style of “LIJPL CAMLIN FINE SCIENCES OPEN OFFER ESCROW DEMAT ACCOUNT” (“**Escrow Demat Account**”) with Ventura Securities Limited. The depository participant identification number is IN303116 and the client identification number is 14708674.

- Eligible Public Shareholders are required to refer to the section 7 titled “**Procedure for Acceptance and Settlement of the Offer**” at page 50 of the LoF in relation to inter alia the procedure for tendering equity shares in the Open offer and are required to adhere to and follow the procedure outlined therein.

Instruction for Eligible Public Shareholders:

- In case of shares held in physical form:** Eligible Public Shareholders who are holding physical Equity Shares and intend to participate in the Open Offer will be required to submit to the registered office of the Registrar, Form of Acceptance-cum-Acknowledgement duly completed and signed in accordance with the instructions contained therein along with the complete set of documents for verification procedures to be carried out including: (i) original share certificate(s); (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Target Company; (iii) self-attested copy of the shareholder’s PAN Card; and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable.

Eligible Public Shareholders can send/deliver the Form of Acceptance cum Acknowledgement duly signed along with the relevant documents at the Registered office of Registrar to the Offer, during the business hours on or before the date of closure of the Tendering Period in accordance with the procedure as set out in para no. 8.1.5 on Page No. 50 of the LoF along with Form SH-4.
 - In case of dematerialized shares:** Eligible Public Shareholders who desire to tender their Equity Shares in the dematerialized form under the Offer would have to ensure that their Equity Shares are credited in the Escrow Demat Account, before the closure of the Tendering Period and as per the procedure specified in para no. 8.1.8 on Page 51 and 52 of the LoF.
- SEBI has issued comments on the Draft Letter of offer (“DLoF”) vide SEBI Observation Letter and the same have been suitably incorporated in the LoF. This Pre-Offer Advertisement cum Corrigendum also serves as a Corrigendum to the PA and DPS, and as required in terms of the SEBI Observation Letter, reflects the changes made in the LoF as compared with the DPS.
 - Material Updates to the PA, DPS and the DLOF:**

There have been no material changes in relation to the Open Offer since the date of the PA and/or DPS, save as otherwise disclosed in the DPS, DLoF, LoF and this Pre-Offer Advertisement cum Corrigendum. The Eligible Public Shareholders are requested to note the following key changes to the DPS and the DLoF in relation to the Open Offer:

i. **Updates regarding change in Voting Share Capital and Offer Shares and Offer Size:**

- In terms of Regulation 7(1) of the SEBI (SAST) Regulations, the Offer Size had been computed basis the total shares of the Target Company as of the 10th working day from the closure of the Tendering Period. Accordingly, the term ‘Voting Share Capital’ was defined to mean the total voting equity share capital of the Target Company on a fully diluted basis (which in relation to the ESOPs, shall include 40,50,096 employee stock options units have been granted and are already vested and 30 Unlisted Foreign Currency Convertible Bonds (“FCCBs”) of US\$ 500,000 each aggregating to US\$ 15 Million allotted to International Finance Corporation (“IFC”) on a fully diluted basis as of the 10th working day from the closure of the Tendering Period of the Open Offer (which may change on account of any future corporate actions, conversion of FCCBs and vesting or exercise of ESOPs).
- Accordingly, as stated in the DLoF, the Voting Share Capital as of the date of the DLoF was 17,13,85,293 Equity Shares, which accounted for the total shares of the Target Company on a fully diluted basis (including FCCBs and ESOPs) as of 10th Working Day from the date of the closure of the Tendering Period as per the indicative timelines set forth in the DLoF.
- On May 12, 2023, the Target Company allotted 1,02,58,986 fully paid-up Equity Shares of face value INR 1/- each to International Finance Corporation (IFC), at a conversion price of INR 105/- per Equity Share (inclusive of Share Premium of INR 104/- per Equity Share). The said equity shares were allotted consequent upon receipt of conversion notice from IFC for the Foreign Currency Convertible Bonds (FCCBs) aggregating to US\$ 15,000,000 held by them.
- However, given that the timelines for the Open Offer have been revised upon receipt of the SEBI Observation Letter, the Voting Share Capital being linked to the 10th Working Day from the date of the closure of the Tendering Period was recalculated for the purposes of disclosures in the LoF.
- The paid up share capital of the Company has been revised by the number of shares allotted to IFC in the LoF which resulted in an increase of the Voting Share Capital from 17,13,85,293 Equity Shares in the DLoF to 17,14,02,578 Equity shares in the LoF (on a fully diluted basis) and also consequently, result in an increase in the Offer Shares and Offer Size.
- Accordingly, the Voting Share Capital has been modified to the number of current paid-up equity share capital and the number of unallotted equity shares pursuant to ESOPs as of the 10th (Tenth) working day from the closure of the Tendering Period of the Open Offer based on revised schedule of major activities for the Open Offer set out in the LoF, also set out in paragraph 10 of this Pre-Offer Advertisement cum Corrigendum below.
- Pursuant to increase in Voting Share Capital as detailed above, the number of Offer Shares have been revised upwards from 4,45,60,177 Equity Shares to 4,45,64,671 Equity Shares, constituting 26.00% (twenty six percent) of the Voting Share Capital.

ii. **Updates regarding pre and post-offer shareholding pattern of the Target Company:**

Consequent to the change in Voting Share Capital and the revision in the Offer Size, changes have also been made to the pre and post-offer shareholding pattern of the Target Company. Pre and post-offer shareholding pattern of the Target Company as on the date of the Letter of Offer (assuming full acceptances) is provided under paragraph 5.19 of the LoF and set out below:

Shareholders’ category	Shareholding & voting rights prior to the agreement / acquisition and offer		Shares / voting rights to be acquired/ (sold) which triggered off the Regulations (i.e. Underlying Transaction)		Shares / voting rights to be acquired in Offer (Assuming full acceptances)		Shareholding / voting rights after the acquisition in the Underlying Transaction and Offer	
	(A)		(B)		(C)		(D)=(A)+(B)+(C)	
	No.	% ⁽³⁾	No.	% ⁽³⁾	No.	% ⁽³⁾	No.	% ⁽³⁾
(1) Promoter group								
(i) Ashish Dandekar – (“Party to Agreement and PAC 3)	1,48,37,250	8.66	0 ⁽¹⁾	0.00 ⁽¹⁾	0	0.00	1,48,37,250	8.66
(ii) Other Promoters/Promoter Group	1,27,33,206	7.43	0	0.00	0	0.00	1,27,33,206	7.43
Total (1)	2,75,70,456	16.09	0⁽¹⁾	0.00⁽¹⁾	0	0.00	2,75,70,456	16.09
(2) Acquirers & PACs								
(i) Infinity Direct Holdings (Acquirer 1)	2,55,00,000	14.88	0 ⁽¹⁾	0.00 ⁽¹⁾	46,22,391	2.70	3,01,22,391	17.57
(ii) Infinity Direct Holdings Sidecar I (Acquirer 2)	0	0.00			1,02,32,500	5.97	1,02,32,500	5.97
(iii) Infinity Holdings (PAC 1)	1,06,63,586	6.22			0	0.00	1,06,63,586	6.22
(iv) Anfima NA (PAC 2)	0	0.00	0 ⁽¹⁾	0.00 ⁽¹⁾	2,97,09,780	17.33	2,97,09,780	17.33
Total (2) (i+ii+iii+iv)	3,61,63,586	21.10			4,45,64,671	26.00	8,07,28,257	47.10
(3) Parties to agreement other than (1) & (2) above	0	0.00	0	0.00	0	0.00	0	0.00
Total (3)	0	0.00	0	0.00	0	0.00	0	0.00
(4) Public (other than parties to agreement, Acquirers & PACs)(4)								
a. Institutions(2)	3,49,59,131	20.40	0	0.00	(4,45,64,671)	26.00	5,90,53,769	34.45
b. Others	6,86,59,309	40.06	0	0.00				
Total (4) (a+b)	10,36,18,440	60.45	0	0.00	(4,45,64,671)	26.00	5,90,53,769	34.45
GRAND TOTAL (1+2+3+4)	16,73,52,482	97.64	0	0.00	0	0.00	16,73,52,482	97.64

Notes:

(1) The Acquirers and the PACs have entered into the Agreement dated April 17, 2023 for exercising joint control over the Target Company on and from the completion of the Open Offer and as a result of which the Acquirers, PAC 1 and PAC 2 would be classified as the persons acting in concert with PAC 3 and each of the Acquirers, PAC 1 and PAC 2 shall be classified as promoters of the Target Company and shall form part of the promoter group of the Target Company.

(2) Based on the shareholding pattern for the quarter ended June 30, 2023, the majority of shares under the ‘Institutions’ category are held by Domestic Investors. Additionally, On May 12, 2023, the Target Company has allotted 1,02,58,986 fully paid-up Equity Shares of face value Re. 1/- each to International Finance Corporation (IFC) consequent upon receipt of conversion notice from IFC for the Foreign Currency Convertible Bonds (FCCBs) aggregating to US\$ 15,000,000 held by them

(3) % is calculated on the Voting Share Capital. As under –

Particulars	No. of equity shares
Paid up equity share capital	16,73,52,482
Add - O/s options to be converted into equity	
(i) Unallotted equity shares pursuant to ESOPs)	40,50,096
Total Voting Share Capital	17,14,02,578

(3) Based on the shareholding pattern for the quarter ended June 30, 2023, the total number of shareholders in the ‘Public’ category in Target Company, as on such date, were 52,268 excluding Acquirer 1 and PAC 1.

iii. **Update regarding Maximum Offer Consideration:**

- Pursuant to the revision in the Offer Size as detailed in paragraph 8 ii. above, the Maximum Offer Consideration will resultantly change and has been accordingly revised upwards from INR 7,12,96,28,320 (Indian Rupees Seven Hundred Twelve Crores Ninety-Six Lakhs Twenty Eight Thousand Three Hundred Twenty only) to INR 7,13,03,47,360 (Indian Rupees Seven Hundred Thirteen Crores Three Lakh Forty Seven Thousand Three Hundred Sixty only), assuming full acceptance of the Offer.
- In this regard, The Acquirers and PAC 2 had deposited a total amount of INR 1,49,76,54,300 (Indian Rupees One Hundred Forty Nine Crores Seventy Six Lakhs Fifty Four Thousand Three Hundred only), being more than the minimum escrow requirements under Regulation 17 of the SEBI (SAST) Regulations (assuming full acceptance in the Open Offer), in the Escrow Account.

iv. **Part 3: Background of the Offer:**

Paragraph 3.1.2 has been updated to include the holding of the Acquirer 1, PAC 1 and PAC 3 as per the shareholding pattern of the Company along with the below disclosure:

While other members of promoter and promoter group may be deemed to be acting in concert with PAC 3 in terms of Regulation 2(1)(g)(2)(iv) of the SEBI (SAST) Regulations (“**Deemed PACs**”), such Deemed PACs are not acting in concert with the Acquirers and / or the PACs for the purposes of this Open Offer, within the meaning of Regulation 2(1)(g) of the SEBI (SAST) Regulations.

Paragraph 3.1.3 has been updated to include an explanation operation of Clause 3.1 of Voting and Co-operation Agreement.

Paragraph 3.2.13 has been added to disclose that the Acquirers and PACs will not sell the Equity Shares of the Target Company during the Offer Period.

v. **Part 4: Background of the Acquirers and the PACs**

Paragraph 4.1.5 has been updated with issue and the fully paid-up capital of the Acquirer 1 as on March 31, 2023.

Paragraph 4.1.6 has been updated with Shareholding pattern of the Acquirer 1 as on March 31, 2023.

Paragraph 4.1.14 and Paragraph 4.3.15 has been updated to include nomination of director is pursuant to Investment agreement between the Target Company, Acquirer 1 and PAC 1.

Paragraph 4.1.15 has been added to include investments held by Acquirer 1 as on March 31, 2023.

Paragraph 4.2.5 has been updated with issue and the fully paid-up capital of the Acquirer 2 as on March 31, 2023.

Paragraph 4.2.6 has been updated with Shareholding pattern of Acquirer 2 as on March 31, 2023.

Paragraph 4.3.5 has been updated with issue and the fully paid-up capital of the PAC 1 as on March 31, 2023.

Paragraph 4.3.6 has been updated with Shareholding pattern of PAC 1 as on March 31, 2023.

Paragraph 4.3.16 has been added to include Investments held by PAC 1 as on March 31, 2023.

Paragraph 4.4.4 has been updated with issue and the fully paid-up capital of the PAC 2 as on March 31, 2023.

Paragraph 4.4.5 has been updated with Shareholding pattern of PAC 2 as on March 31, 2023.

Paragraph 4.6 has been added as below:

4.6 Other Information

- There are no directions subsisting or proceedings pending against the Acquirers, PACs, Target Company (TC), Manager to the Open Offer under SEBI Act, 1992 and regulations made there under or by any other Regulator Further, there are no statutory approval pending as on date of the LoF.
- The Acquirer 1, Acquirer 2, PAC 1, PAC2, PAC3 and the Target Company have not received any show cause notice (SCN) from SEBI or any statutory or regulatory authority (including the Stock Exchanges) in relation to any alleged securities law violations.
- Paragraph 4.6.3 has been added to include details of Beneficial ownership of Acquirers & PACs.
- Neither the Acquirers nor the PACs nor their ultimate beneficiaries / controllers nor their directors nor key managerial employees have been categorized / declared as wilful defaulter / fugitive economic offender by any foreign regulator and have not been prohibited by any foreign regulator from dealing in securities.
- The Acquirers, Promoters and Directors of Target Company have not been prohibited by SEBI from dealing in securities, in terms of the provisions of Section 11B of the SEBI Act, or under any other Regulation made under the SEBI Act.

Paragraph 4.7 has been added to disclose the Detailed holding structure of the Acquirers & PACs with funding pattern.

Paragraph 4.8 has been added to disclose details of Registration of Acquirers & PACs with any other regulatory authority/ government authority in any capacity.

Paragraph 4.9 has been added to disclose the details of instances of non-compliances or delayed compliances by the Acquirers, PACs and promoters of the Target company in the past 8 years under Chapter V (Reg. 29, 30 and 31) of the SEBI (SAST) Regulations) as mentioned below:

Sr. No.	Regulation	Financial Year	Due date for compliance	Actual compliance date	Delay, if any	Status of compliance with Takeover Regulations	Remarks, if any
Acquirer 1							
1	29(1)	2021-2022	February 25, 2022	March 9, 2022	Delayed	Complied	Refer Remark 1
PAC 1							
2	29(1)	2021-2022	February 25, 2022	March 9, 2022	Delayed	Complied	Refer Remark 2

Remarks:

1. There was a delay in filing the disclosures required under Regulation 29(1) of SEBI (SAST) Regulations for 1,93,50,000 shares acquired by Acquirer 1 on February 23, 2022 pursuant to the conversion of warrants. The said disclosures under Regulation 29(1) of SEBI (SAST) Regulations to the Stock Exchanges were made on March 9, 2022 i.e. not within a period of 2 working days from the date of acquisition.

2. There was a delay in filing the disclosures required under Regulation 29(1) of SEBI (SAST) Regulations for 1,00,00,000 shares acquired by PAC 1 on February 23, 2022 pursuant to the conversion of warrants. The said disclosures under Regulation 29(1) of SEBI (SAST) Regulations to the Stock Exchanges were made on March 9, 2022 i.e. not within a period of 2 working days from the date of acquisition

Paragraph 4.10 has been added to disclose Direct or Indirect Linkages between (i) the Acquirer and the promoters/ directors of the Target Company; (ii) the Acquirer and public shareholders of the Target company; (iii) the promoters/ directors of the Target Company and its public shareholders.

Paragraph 4.11 has been added to disclose Agreements entered between Acquirer 1, PAC 1, Target Company or Ashish Dandekar (“PAC 3”) apart from the Investment.

Paragraph 4.12 has been added to disclose PAN, Address & Email IDs of the Acquirer, PACs and promoter & promoter group of the Target Company.

Paragraph 4.13 has been added to disclose details penal actions and directions, issued by SEBI, Stock Exchange, RBI or any other regulatory authority, against the Acquirers, PACs, Target Company, Merchant Banker and Registrar in the last 8 years.

vi. **Part 5: Background of the Target Company**

Paragraph 5.3 has been updated with disclosure that the trading of equity shares of the Target Company on the Stock Exchanges has never been suspended.

Paragraph 5.6 has been updated with details of total Share Capital of the Target Company, as on the date of the LoF.

Paragraph 5.10 has been added to disclose details of market price on the date of Public Announcement and the date of day after Public Announcement as mentioned below:

Date of Public Announcement	Closing Market price of Target Company
April 17, 2023	165.00 (BSE) 164.85 (NSE)
Date of day after Public Announcement	Closing Market price of Target Company
April 18, 2023	175.85 (BSE) 175.90 (NSE)

Paragraph 5.11 has been added to disclose that the Target Company is in compliance with the listing agreement/requirements and there are no instances of any punitive action taken by Stock Exchanges in the last 10 years.

Paragraph 5.12 has been added to disclose that none of the Directors of the Target Company not been prohibited by SEBI from dealing in securities in terms of directions issued under Section 11 or Section 11B of the SEBI Act or under any other regulations made under the SEBI Act, as on the date of the LoF.

Paragraph 5.13 has been added to disclose that there are no instances of any report filed under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, in the script of the Target Company.

Paragraph 5.14 has been added to disclose the authorization of the Board of Directors of the Target Company to the transaction, in terms of the applicable provisions of the Articles of Association of the Target Company and the Investment Agreement dated June 25, 2020 (executed between Infinity Direct Holdings (Acquirer 1), Infinity Holdings (PAC 1) and the Target Company).

Paragraph 5.15 has been added to disclose the details of any show cause notice (SCN) from SEBI or any statutory or regulatory authority (including the Stock Exchanges) in relation to any alleged securities law violations by the Target Company, Promoters, Promoter Group and the Directors of the Target Company.

Paragraph 5.16 has been updated with revised dates of Re-appointment of Directors of the Target Company.

Paragraph 5.18 has been updated as below:

Brief financial information of Target Company is as below. This is based on its audited financial statements, as at and for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021, audited by Kalyaniwalla & Mistry LLP (Firm Registration No. 104607W / W100166), the statutory auditors of the Target Company.

Profit and Loss statement.

(INR in Lakhs)

Particulars	Financial Year ended on March 31, 2023	Financial Year ended on March 31, 2022	Financial Year ended on March 31, 2021
Income from operations	1,68,156.40	1,41,208.91	1,18,710.31
Other income	579.93	3,303.42	498.42
Total income	1,68,736.33	1,44,512.33	1,19,208.73
Total expenditure (excluding depreciation and interest)	1,47,629.10	1,25,941.40	1,00,516.91
Profit/(Loss) before depreciation, interest and tax	21,107.23	18,570.93	18,691.82
Depreciation	6,251.21	5,596.47	3,752.77
Interest	5,850.48	3,576.61	4,429.42
Profit/ (Loss) before tax before exceptional item	9,005.54	9,397.85	10,509.63
Exceptional items	967.84	-	-
Profit/ (Loss) before tax	8,037.70	9,397.85	10,509.63
Current Tax expense	2,867.78	3,207.41	2,735.69
Deferred tax credit	1,188.88	153.25	1,238.14
Profit/ (loss) after tax	3,981.04	6,037.19	6,535.80
Other comprehensive income	2,023.15	(776.56)	11,350.04
Total comprehensive profit/ (loss)	6,004.19	5,260.63	17,885.84

Particulars	Financial Year ended on March 31, 2023	Financial Year ended on March 31, 2022	Financial Year ended on March 31, 2021
Dividend (%)	0.00	0.00	0.00
Earnings per Equity Share – Basic after exceptional items (INR)	3.45	4.65	4.13
Earnings per Equity Share – Diluted after exceptional items (INR)	3.41	4.56	3.68
Return on net worth (%)	4.83%	7.89%	9.16%

vii. Part 6: Offer Price and Financial Arrangements

Paragraph 6.3 has been added to disclose the details including terms of funding to Acquirers & PACs for fulfilling obligations of the Open Offer

viii. Part 10: Documents for Inspection

has been updated with revised list of documents available for inspection and details pertaining to availability of electronic inspection of documents. Copies of these documents will be available for inspection to the Public Shareholders electronically, on request, during the Tendering Period.

9. Status of Statutory and other Approvals

As on the date, to the best of the knowledge and belief of the Acquirers and the PACs, there are no statutory or other approvals that are required to complete the acquisition of Offer Shares under the Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would also be subject to such statutory approvals being obtained. The Acquirers and PACs will not proceed with the Offer in the event that such statutory approvals becoming applicable prior to completion of the Offer are refused in terms of Regulation 23 of SEBI (SAST) Regulations, 2011. In the event of withdrawal, a public announcement will be made within two working days of such withdrawal, in the same newspapers in which this DPS was published. If any of the Eligible Public Shareholders of the Target Company who are not persons resident in India (including NRIs, OCBs and FIIs) require any approvals (including from the RBI or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such approvals along with the other documents required to be tendered to accept this Offer. Further, the filings under FEMA and the regulations made thereunder will be required to be made for equity shares tendered by the resident shareholders under the Open Offer.

10. Schedule of activities under the Offer is as follows:

Activity	Original Schedule of Activities (Day and Date) (As disclosed in the DLoF*)	Revised Schedule of Activities (Day and Date)
Date of the PA	Monday, April 17, 2023	Monday, April 17, 2023
Publication of the DPS in the newspapers	Friday, April 21, 2023	Friday, April 21, 2023
Last date for filing the draft LoF with SEBI	Friday, April 28, 2023	Friday, April 28, 2023
Last date for public announcement of a competing offer	Tuesday, May 16, 2023	Tuesday, May 16, 2023
Last date for receipt of SEBI observations on the draft LoF (in the event SEBI has not sought clarifications and/or additional information from the Manager to the Offer)	Tuesday, May 23, 2023	Monday, July 31, 2023
Identified Date*	Thursday, May 25, 2023	Wednesday, August 2, 2023
Last date by which LoF to be dispatched to Eligible Public Shareholders whose name appear in the register of members on the Identified Date	Thursday, June 1, 2023	Wednesday, August 9, 2023
Last date of publication of recommendation by committee of the independent directors of the Target Company for this Offer	Tuesday, June 6, 2023	Monday, August 14, 2023
Last date for the upward revision of the Offer Price/ Offer Size	Wednesday, June 7, 2023	Monday, August 14, 2023
Date of publication of the Offer opening public announcement in the newspapers in which the DPS is published	Wednesday, June 7, 2023	Thursday, August 17, 2023
Date of commencement of tendering period ("Offer Opening Date")	Thursday, June 8, 2023	Friday, August 18, 2023

Date of expiry of Tendering Period ("Offer Closing Date")	Wednesday, June 21, 2023	Thursday, August 31, 2023
Last date of communicating the rejection/acceptance and completion of payment of consideration or refund of Offer Shares to the shareholders of the Target Company	Thursday, July 6, 2023	Thursday, September 14, 2023
Last date for filing the report with SEBI	Thursday, July 13, 2023	Friday, September 22, 2023

**The original schedule of activities was indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations).*

®There has been no competing offer.

** Date falling on the 10th Working Day prior to the commencement of the Tendering Period. The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the Letter of Offer would be sent. All the Equity Shareholders (registered or unregistered) are eligible to participate in this Open Offer at any time prior to the closure of the Tendering Period.*

11. **Other Information:**

- The Acquirers and PACs accepts full responsibility for the information contained in this Advertisement and also accepts full responsibility for its obligations under the Offer and shall be jointly and severally liable for ensuring compliance with the SEBI (SAST) Regulations.
- In this Advertisement, all references to INR are references to Indian Rupee.

Manager to the Offer	Registrar to the Offer			
CENTRUM Centrum Capital Limited Level 9, Centrum House, CST Road, Vidyanagari Marg, Kalina, Santacruz (E), Mumbai 400098, India Tel: +91 22 4215 9859 / 9468 Fax: +91 22 4215 9444 E-mail: camlin.openoffer@centrum.co.in Contact Person: Mr. Sooraj Bhatia/ Ms. Tanisha Shetty Website: www.centrum.co.in SEBI Registration No.: INM000010445 CIN: L65990MH1977PLC019986 Issued by the Manager to the Offer For and on behalf of:	LINKIntime Link Intime India Private Limited C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India Tel: +91 810 811 4949 Fax: +91 22 4918 6195 E-mail: camlin.offer@linkintime.co.in Contact Person: Mr. Sumeet Deshpande Website: www.linkintime.co.in SEBI Registration No.: INR000004058 CIN: U67190MH1999PTC118368 Issued by the Manager to the Offer For and on behalf of:			
Infinity Direct Holdings (Acquirer 1)	Infinity Direct Holdings Sidecar I (Acquirer 2)	Infinity Holdings (PAC 1)	Anfima NV (PAC 2)	Ashish Dandekar (PAC 3)

Date: August 16, 2023

Place: Mumbai

CONCEPT



K I C METALIKS LIMITED

CIN: L01409WB1986PLC041169

Regd. Office : "Sir RNM House" 3B, Lal Bazar Street, 4th Floor, Room No. 2, Kolkata-700 001, West Bengal, India

Phone: +91-33-4007 6552; Fax: +91-33-4001 9636

Website: www.kicmetaliks.com; E-mail: info@kicmetaliks.com

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 36th Annual General Meeting 'AGM' of the members of the Company will be held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) on Friday, September 08, 2023 at 10:30 AM (IST) in compliance with all the applicable provisions of Companies Act, 2013 'Act' and the Rules made there under and the Listing Regulations read with General Circular No. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 5, 2020; 02/2021 dated January 13, 2021 and 02/2022 dated May 5, 2022 and other applicable circulars issued by the Ministry of Corporate Affairs 'MCA', Government of India from time to time, to transact the Ordinary and Special Businesses as mentioned in the Notice of the AGM dated June 27, 2023 convening the AGM.

In compliance with the above Circular, electronic copies of the Notice of the AGM and Annual Report for financial year 2022-23 will be sent to all the members whose email addresses are registered with the Company/the Depository Participants 'DPs' /the Registrar and Share Transfer Agent 'RTA', as the case may be. The Notice of 36th AGM and Annual Report for financial year 2022-23 is available on the website of the Company at www.kicmetaliks.com and also on the website of NSDL at www.evoting.nsdl.com.

Book Closure

Pursuant to Section 91 of the Act read with Rule 10 of the Companies (Management and Administration) Rules, 2014, and Regulation 42 of Listing Regulations, the Register of members and Share Transfer Books of the Company will remain closed from **Saturday, September 02, 2023 to Friday, September 08, 2023 (both days inclusive)** for the purpose of the meeting.

E-voting

Pursuant to Section 108 of the Act and read with Rule 2 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations and Secretarial Standard on General Meeting 'SS-2', the Company is providing e-voting facility to its members to cast their vote using an electronic voting system 'remote e-voting' in respect of all businesses to be transacted at the ensuing AGM through National Securities Depository Limited 'NSDL' on all resolutions set forth in the Notice. Further, members are requested to take note of the following :

a. The date of completion of electronic dispatch of the aforesaid Notice of the AGM is Thursday, August 17, 2023 and Annual Report for financial year 2022-23 is Friday, August 18, 2023.

b. The remote e-voting period commences on **Monday, September 04, 2023 at 9:00 a.m. (IST) and ends on Thursday, September 07, 2023 at 5:00 p.m. (IST)** Thereafter, the remote e-voting module shall be disabled by NSDL for voting.

c. Any person who acquires shares of the Company and becomes a member post dispatch of the notice and holds shares as on **cut-off date i.e. Friday, September 01, 2023** may obtain login ID and password by sending a request at evoting@nsdl.co.in. However, if a person is already registered with NSDL for e-voting then the exiting user Id and password can be used.

d. Members holding shares in dematerialized mode are requested to register their e-mail addresses and mobile numbers with their relevant depositories through the DPs. Members holding shares in physical mode are requested to furnish their email addresses and mobile numbers to the Company's Registrar and Share Transfer Agent M/s. S. K. Infosolutions Pvt. Ltd. at skcdilip@gmail.com.

e. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available on the website www.evoting.nsdl.com under the 'Downloads Section', or you can contact on toll free number 1800-222-990 or Mr. Amit Vishal Senior Manager, NSDL, at designated e-mail IDs: evoting@nsdl.co.in or amit@nsdl.co.in or at telephone no. 022-24994360, or Mr. Sanjeev Yadav, Assistant Manager-NSDL at sanjeevy@nsdl.co.in/022-24994553 who will address the grievances related to electronic voting. The members can also write to the Company Secretary at companysecretary@kicmetaliks.com or submit their queries at the Registered Office of the Company.

f. The Scrutinizer shall after the conclusion of voting at the meeting shall submit, not later than three days of the conclusion of the Meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company, www.kicmetaliks.com and on the website of NSDL; www.evoting.nsdl.com immediately after the declaration of the results by the Chairman or a person authorized by him in writing and will also be communicated to BSE Limited.

g. Ms. Neha Yadav, Practising Company Secretary (Membership No. 36913) has been appointed as Scrutinizer for the e-voting process.

For K I C Metaliks Limited

Sd/-

Date : August 16, 2023

Place: Kolkata

Ruchika Fogla

Company Secretary

SHYAMA INFOSYS LIMITED				
Regd office: 3rd Floor, Plot-395/397, Ruia Building Kalbadevi Road, Dabhol Karwadi, Kalbadevi Mumbai Mumbai City MH 400002 IN				
CIN : L24235MH1996PLC057150				
Website: www.shyamainfosysltd.co.in Telephone: 033-22420751				
EXTRACT OF THE UN-AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2023.				
Rs. In Lacs				
Particulars	Quarter ended 30.06.2023 (Un-Audited)	Corresponding Quarter ended 30.06.2022 (Un-Audited)	Quarter ended 31.03.2023 (Audited)	Year ended 31.03.2023 (Audited)
Total Income From Operations (Net)	10.50	5.06	92.25	114.65
Net Profit for the period (before Tax, Exceptional items and / or Extraordinary items)	0.77	0.60	11.95	13.60
Net Profit for the period before Tax (after Exceptional items and / or Extraordinary items)	0.77	0.60	11.95	13.60
Net Profit for the period after Tax (after Exceptional items and / or Extraordinary items)	0.58	0.45	8.84	10.06
Total Comprehensive Income for the period after Tax	0.58	0.45	8.84	10.06
Equity Share Capital	1006.44	1006.44	1006.44	1006.44
Reserves (excluding Revaluation Reserve as shown in the Balance Sheet of previous year)	-21.13	-51.03	-21.09	-21.09
Earnings Per Share (before and after extraordinary items) (Face value of Rs. 10/- each)	0.01	0.00	0.09	0.10
(a) Basic (Rs.)				
(b) Diluted (Rs.)				

Notes :

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 14.08.2023.

2. The above is an extract of the detailed format of the Results for Quarter ended on 30th June, 2023 filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Standalone Audited Financial Results for the Quarter ended 30th June, 2023 is available on the Stock Exchange website www.bseindia.com and on the Company's website www.shyamainfosysltd.co.in .

For and on behalf of the Board of Directors

Sd/-

Mr. Samir Biswas

Managing Director

DIN : 07834496

Place : Kolkata

Date: 14.08.2023

Corporate Office: , "Stephen House", Room No- 77, 5TH Floor, 4 B.B.D. Bag (East), Kolkata - 700001

PREMIER ENERGY AND INFRASTRUCTURE LIMITED				
Regd. Office: Ground Floor, Tangy Apartments, 34, Dr P.V. Cherian Road, Egmore, Chennai-600 008.				
Phone No. 044 - 28270041 Emai id: premierinfra@gmail.com				
CIN:L45201TN1988PLC015521				
Extract of Financial Results for the Quarter ended 30 th June, 2023				
(Rs. in Lacs)				
Sl. No.	Particulars	Standalone		Year Ended
		Quarter Ended		
		30.06.2023	31.03.2023	30.06.2022
		Unaudited	Audited	Unaudited
1	Income	-	1,429.44	-
2	Profit / (Loss) (before Tax, Exceptional items)	(20.99)	759.98	(27.76)
3	Profit / (Loss) (before Tax after Exceptional items)	(20.99)	760.07	(27.76)
4	Profit / (Loss) (after Tax, after Exceptional items)	(20.99)	760.07	(27.76)
5	Total Comprehensive Income for the year	(20.99)	760.07	(27.76)
6	Equity Share Capital	4135.01	4135.01	4135.01
7	Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet of the previous year			(970.70)
8	Earnings per Share (of Rs. 10/ each)			
a) basic	(0.05)	1.84	(0.07)	1.59
b) Diluted	(0.05)	1.84	(0.07)	1.59

Sl. No.	Particulars	Consolidated		Year Ended
		Quarter Ended		
		30.06.2023	31.03.2023	30.06.2022
		Unaudited	Audited	Unaudited
1	Income	-	1,429.44	-
2	Profit / (Loss) (before Tax, Exceptional items)	(29.94)	746.67	(34.49)
3	Profit / (Loss) (before Tax after Exceptional items)	(29.94)	746.76	(34.49)
4	Profit / (Loss) (after Tax, after Exceptional items)	(29.94)	746.76	(34.49)
5	Total Comprehensive Income for the year	(29.94)	746.76	(34.49)
6	Equity Share Capital	4135.01	4135.01	4135.01
7	Reserves (excluding Revaluation Reserve)			(407.36)
8	Earnings per Share (of Rs. 10/ each)			
a) basic	(0.07)	1.81	(0.08)	1.51
b) Diluted	(0.07)	1.81	(0.08)	1.51

Note: a. The above is an extract of the detailed format of the Financial Results for the Quarter ended 30th June, 2023. The full format of the Standalone and Consolidated Financial Results are available on the Company's website www.premierenergy.in.

For Premier Energy and Infrastructure Limited

M Narayanamurthi

Managing Director

DIN: 00332455

Place : Chennai

Date : August 14, 2023

AERPACE INDUSTRIES LIMITED				
(FORMERLY KNOWN AS SUPREMEX SHINE STEELS LIMITED)				
CIN: L28122MH2011PCL214373				
Regd. Office : 1005, 10th Floor, A Wing, Kanakia Wall Street, Andheri Kurla Road, Andheri (East), Mumbai-400093				
Tel No: 022-69245000, Email: infosupremexshine@gmail.com , Website: www.supremexshinesteels.in				
STATEMENT OF UNAUDITED FINANCIAL RESULT FOR THE QUARTER ENDED 30TH JUNE 2023				
Sr No	Particulars	Quarter Ended		
		(Unaudited) 30-Jun-23	(Unaudited) 31-Mar-23	(Unaudited) 30-Jun-22
1.	Total Income from operations	35.57	62.58	39.78
2.	Net Profit / (Loss) for the period (before tax,Exceptional and/or Extra Ordinary items)	-45.10	1.55	24.62
3.	Net Profit / (Loss) for the period before tax (after Exceptional and/or Extra Ordinary items)	-45.10	1.55	24.62
4.	Net Profit / (Loss) for the period after tax (after Exceptional and/or Extra Ordinary items)	-42.39	0.10	24.51
5.	Total Comprehensive Income for the period [comprising profit / (loss) for the period after tax and share in profit/(loss) of joint venture and other comprehensive income (after tax)]	-42.39	0.10	24.51
6.	Paid Up Equity Share Capital (face value of Re 1/- per share, fully paid up)	315.40	315.40	315.40
7.	Other Equity (excluding Revaluation Reserve)	-	-	-
8.	Earning / (Loss) per share from Continuing operations (EPS) (of Re 1/- each) (not annualised) Basic/ Diluted EPS	(0.13)	0.0003	0.08

Notes :

1. The above is an extract of the detailed format of Quarterly Financial Results filed with Stock Exchanges under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Quarterly Financial Results are available on the website of the Stock Exchange, and on the website of the Company.

2. The above financial results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rule, 2015 as amended by the Companies (Indian Accounting Standards) Rule, 2016, prescribed under section 133 of the Companies Act, 2013 [the Act] read with relevant rules issued thereunder.

3. The Audited Financial Results of the Company for the quarter ended 30th June 2023 have been reviewed by the Audi Committee and taken on record by the Board of Directors at its meeting held on 14th August 2023.

For Aerpace Industries Limited

Sd/-

Milan B Shah

DIN: 08163535

Managing Director

Place : Mumbai

Date: 14th August 2023

Auro Infra Private Limited			
(formerly known as Aurobindo Realty & Infrastructure Private Limited)			
Registered Office: 21 st Floor, Wing A, Galaxy, Plot No:1, Sy.No.83/1 Hyderabad Knowledge City, Raidurg (Panmaktha) Hyderabad - 500081, Telangana			
Website: www.auroinfra.com email: cs@auroinfra.com CIN: U45500TG2016PTC111433			
Extract of the Statement of Standalone Unaudited Financial Results for the quarter ended June 30, 2023			
(All amounts are in Indian Rupees in Millions except share data and unless otherwise stated)			
Particulars	Quarter ended Jun 30, 2023 (Unaudited)	Quarter ended Jun 30, 2022 (Unaudited)	Year ended March 31, 2023 (Audited)
Total Income from Operations	2,762.18	1,206.78	10,926.05
Net Profit / (Loss) for the period (before Tax, Exceptional and/or Extraordinary items)	250.05	231.86	1,648.11
Net Profit / (Loss) for the period before tax (after Exceptional and/or Extraordinary items)	212.85	231.86	1,499.31
Net Profit / (Loss) for the period after tax (after Exceptional and/or Extraordinary items)	169.30	132.63	1,041.51
Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	169.23	134.14	1,041.23
Paid up Equity Share Capital	2,036.40	2,036.40	2,036.40
Reserves (excluding Revaluation Reserve)	2,780.79	1,705.04	2,611.89
Security Premium Account	5,517.78	5,517.78	5,517.78
Equity component of compulsory convertible debentures	1,243.48	650.78	1,243.48
Network	11,578.45	9,910.00	11,409.55
Paid Up Debt Capital/ Outstanding Debt	5,188.65	6,375.00	5,078.54
Current Ratio (in times)	2.32	1.01	2.88
Outstanding Redeemable Preference Share		Not applicable	
Debt Equity Ratio (in times)	1.58	1.20	1.49
Earnings Per Share (of Rs. 10/- each) (for continuing and discontinued operations)			
1. Basic:(Rs.) (not annualised)	0.83	0.66	5.11
2. Diluted:(Rs.) (not annualised)	0.83	0.66	5.11
Capital Redemption Reserve	-	-	-
Debenture Redemption Reserve	518.87	675.00	507.85
Debt Service Coverage Ratio (in times)	1.79	0.24	0.56
Interest Service Coverage Ratio (in times)	2.99	2.74	17.38

Notes

a) The above is an extract of the detailed format of quarterly financial results filed with the Stock Exchanges under Regulation 52 of the LODR Regulations. The full format of the quarterly financial results are available on the website of the Stock Exchange(s) and the listed entity. (<https://www.auroinfra.com/results-and-reports>).

b) For the other line items referred in regulation 52 (4) of the LODR Regulations, pertinent disclosures have been made to BSE Limited and can be accessed on <https://www.auroinfra.com/results-and-reports>.

c) During the period, there is no change in the accounting policies. Hence, there is no impact on net profit / loss and total comprehensive income or any other relevant financial items.

For Auro Infra Private Limited

(formerly known as Aurobindo Realty & Infrastructure Private Limited)

Sd/-

Rohit Reddy

Director

(DIN:02624136)

Place : Hyderabad

Date : 14th August 2023