

OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

LOC INFOTECH LIMITED

Registered Office: P-16, C-11, Road P S Entally, Kolkata - 700014, West Bengal, Tel. : +91-33-23578048. Email: corporate@locinfotech.co.in, Website: www.locinfotech.in; Corporate Identification Number: L72200WB1985PLC073196

OPEN OFFER BY SHREERAM BAGLA ("ACQUIRER 1") AND RACHINA SUMAN SHAW ("ACQUIRER 2") (ACQUIRER 1 & ACQUIRER 2 HEREINAFTER COLLECTIVELY REFERRED TO AS "ACQUIRERS") TO ACQUIRE UPTO 3,29,14,271 (THREE CRORE TWENTY NINE LAKH FOURTEEN THOUSAND TWO HUNDRED AND SEVENTY ONE) FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 2/- EACH FOR CASH AT A PRICE OF ₹ 151/- (RUPEES THREE POINT FIFTY ONE PAISE ONLY) ("OFFER PRICE"), PAYABLE IN CASH PER EQUITY SHARE AGGREGATING UPTO ₹11,55,28,091.21/- (RUPEES ELEVEN CRORE FIFTY FIVE LAKH TWENTY NINE THOUSAND NINETY ONE POINT TWO ONE TWO PAISA ONLY), TO THE PUBLIC SHAREHOLDERS OF LOC INFOTECH LIMITED ("TARGET COMPANY") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") ("OFFER" OR "OPEN OFFER").

This Offer Opening Public Announcement ("Offer Opening Public Announcement") should be read in conjunction of and together with (a) the Public Announcement dated July 24, 2024 ("PA"); (b) the Detailed Public Announcement published on August 30, 2024 in Financial Express (English) all editions, Jansatta (Hindi) all editions, Artha Lipi (Bengali) Kolkata Edition; Place of Registered office and Pratibha (Marathi) Mumbai Edition - Stock Exchange where maximum volume of trading in the shares of the Target Company are recorded during the sixty trading days preceding the date of the Public Announcement (i.e. BSE Limited ("BSE")); (c) the Draft Letter of Offer dated August 07, 2024 ("DLOF"); (d) the Letter of Offer dated October 28, 2024 ("LOF") along with Form of Acceptance-Cum-Acknowledgement is being issued by Saffron Capital Advisors Private Limited ("Manager to the Offer"), on behalf of the Acquirers in respect of the Open Offer.

This Offer Opening Public Announcement is being issued pursuant to Regulation 18(7) of the SEBI (SAST) Regulations, 2011 and pursuant to changes/amendments advised by SEBI vide its letter bearing reference number SEBI/HO/CFD/CFD-RAC-DCR2/P/OW/2024/3333/1 dated October 23, 2024 ("SEBI Letter"). This Offer Opening Public Announcement and Corrigendum is being published in all the newspapers in which the DPS was published.

Capitalised terms not but defined in this Offer Opening Public Announcement and Corrigendum shall have the meaning assigned to such terms in the PA, DPS, DLOF and/or LOF.

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

- The Offer Price of ₹ 3,51/- (Rupees Three Point Fifty One Paise only), per Equity Share payable in cash. There has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph VIA (Justification for the Offer Price) beginning on page no. 23 of the LOF.
- The Committee of Independent Directors of the Target Company ("CID") has recommended that the Offer is in line with the SEBI (SAST) Regulations, 2011 and the same is fair and reasonable. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations, 2011. The recommendations were unanimously approved by the Members of the CID on November 05, 2024, and published on November 07, 2024 in the same newspapers in which the DPS was published. For further details, please see IDC recommendation available on the website of SEBI at www.sebi.gov.in, on the website of BSE at www.bseindia.com and on the website of NSE at www.nseindia.com.
- The Open Offer is a mandatory offer being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 to the Public Shareholders of the Target Company.
- The Open Offer is not a compelling offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011. Further, there is no compelling offer to the Target Company. The Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 18(1) of the SEBI (SAST) Regulations, 2011.
- The LOF dated October 28, 2024, was dispatched through electronic mode and physical mode on October 29, 2024, and November 02, 2024, respectively to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date. i.e. Monday, November 25, 2024. It is clarified that all the Public Shareholders (whether they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer during the Tendering Period.
- Please note that a copy of the LOF along with Form of Acceptance-Cum-Acknowledgement and SH-4 is also available for downloading on the websites of the BSE, the BSE Limited (BSE), the National Stock Exchange (NSE) and the Registrar to the Offer at www.sebi.gov.in, www.bseindia.com, www.nseindia.com and www.camoindia.com respectively.
- Non-receipt/non-availability of the Form of Acceptance-Cum-Acknowledgement does not preclude an Eligible Shareholder from participating in the Open Offer. Please see the manner of participating in the Open Offer described below in brief. Kindly note that the Open Offer is being implemented by the Acquirers through the stock exchange mechanism made available by BSE in the form of a separate window ("Acquisition Window") in accordance with SEBI (SAST) Regulations, 2011 other applicable BSE circulars and guidelines issued by the BSE and the Indian Electronic Clearing Corporation Limited ("Clearing Corporation").
- The Eligible Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" on page no. 29 of the LOF in relation to inter alia the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein.

Instructions for Public Shareholders:

- In case of Public Shareholders holding Shares in dematerialized form:** Eligible Shareholders who are holding Equity Shares in dematerialized form and who desire to tender their Equity Shares in the Open Offer, may do so through their respective selling broker(s). Eligible Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. The selling broker(s) would be required to mark lien on the tendered Equity Shares and thereafter place an order/bid on behalf of the Public Shareholder using the Acquisition Window of the BSE. Please also read detailed procedure described in paragraph XA at page no. 31 of the LOF.
- In case of Public Shareholders holding Shares in physical form:** Eligible Shareholders holding Equity Shares in physical form may participate in the Open Offer through the respective selling broker(s) by providing complete set of documents for verification procedure including (i) original share certificate(s); (ii) valid share transfer form(s) (i.e. Form SH-4); (iii) duly filled in Form of Acceptance (in case the Public Shareholder has not received the Form of Acceptance, then he/she may make an application on plain paper duly signed by him/her, stating inter alia, full name, address, number of Equity Shares held, and number of Equity Shares being tendered); and (iv) such other documents described in paragraph XI at page no. 33 of the LOF. The selling broker shall place a bid using the Acquisition Window of the BSE and provide a Transaction Registration Slip ("TRS") to such Public Shareholder. The selling broker / Public Shareholder should thereafter deliver the original share certificate(s), Form SH-4 and such other documents described in paragraph XI at page no. 33 of the LOF to the Registrar to the Offer at the address mentioned in the LOF so that the same reaches the Registrar to the Offer not later than 5:00 PM Indian Standard Time ("IST") on the last day of the Offer Closing date (i.e. Monday, November 25, 2024). Please also read and follow the detailed procedure described in paragraph XI at page no. 33 of the LOF. Please note that physical share certificates and other relevant documents should not be sent to the Acquirers, Target Company or the Manager to the Offer.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer ("DLOF") was submitted to SEBI on August 07, 2024. SEBI issued its observations on the DLOF vide its letter bearing reference number SEBI/HO/CFD/CFD-RAC-DCR2/P/OW/2024/3333/2 dated October 23, 2024. SEBI's observations have been incorporated in the LOF. This Offer Opening Public Announcement and Corrigendum also serves as a corrigendum to the DPS, and as required in terms of the SEBI Letter.

10. Key Changes/Updates made in LOF:

Public Shareholders are requested to note the following material updates to the DLOF as included in the LOF in relation to the Open Offer:

- Revised schedule of activities has been inserted next to original schedule of activities on page No. 2 of the LOF and suitable change pertaining to the dates of the activities have been carried out at the appropriate places in the LOF.
- Following statement of activities which appeared below the table containing "Tentative Schedule of Major Activities of the Open Offer" on page no. 2 of the LOF: "The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations, 2011) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations, 2011."
- Following below statements are inserted below the table containing "Tentative Schedule of Major Activities of the Open Offer" on page no. 2 of the LOF:
 - Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
 - There is no compelling offer to this Offer.
 - Actual date of receipt of SEBI observations on the DLOF.
- Deletion of the word "Draft" or "DLOF" at all the applicable places in LOF.
- Under section Risk Factors in bullet point 16 & 17 - Para 1 - "Risk Factors Relating to the Transaction" following statements have been added:
 - Mrs. Kirti Lakhotia (Executive Director, Chairperson, Managing Director) of the Target Company had received a Summon bearing number, SEBI/HO/CFD/CFD-SECG/OW/2024/3338/1 dated October 23, 2024, in the matter of LOC Infotech Limited ("Summon"). The said summon was issued to investigate the financial statements of the Target Company, whether they were prepared in a manner detrimental to the investors or the securities markets, and/or any intermediary or any person associated with the securities market has violated Securities and Exchange Board of India Act, 1992 (hereinafter referred to as the "SEBI Act"), Securities Contracts (Regulations) Act, 1956 ("SCRA Act"), SEBI (Prohibition of Fraudulent and Unfair Trade Practices Relating to Securities Market) Regulations, 2003 (hereinafter referred to as the "PFUTP Regulations") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "LODR Regulations") or any other rules or regulations made or directions issued by SEBI there under. The said Summon, the target company, submitted their clarifications along with supporting papers. Subsequently, on February 24, 2024, SEBI vide order bearing number: SEBI/HO/CFD-SECG/OW/2024/6832/1 dated February 20, 2024, stated to rectify the said misrepresentation done in Financials of FY 2021-22, in the Financials for FY 2023-24.
 - Target Company ("Notice 1"), Mr. Pratik Lakhotia (Promoter, Managing Director) ("Notice 2"), Mr. Sidharth Lakhotia (Chief Executive Officer & Whole Time Director) ("Notice 3") and Mr. Pratik Lakhotia (Whole-Time Director) ("Notice 4"), Mr. Kamaljit Singh (Audit Committee Member) ("Notice 5"), Mr. Rajat Sharma (Audit Committee Member) ("Notice 6") and Mr. Mayur P Shah (Audit Committee Member) ("Notice 7") on June 12, 2024 had received a Show Cause Notice ("SCN") from SEBI bearing number: SEBI/AD/BS/1883/2024 vide letter dated June 05, 2024, to ascertain whether there are misrepresentation/misstatement in the financial statements of LOC Infotech Limited and the same is violation of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices Relating to Securities Market) Regulations, 2003 (hereinafter referred to as the "PFUTP Regulations") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "LODR Regulations") read with the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as the "SEBI Act"). Further in response to the said SCN, the Target Company vide letter dated June 26, 2024, sent a clarification letter to SEBI. Subsequently with reference to the Show Cause Notice (SCN) dated June 05, 2024, SEBI vide its email dated August 07, 2024, stated that in order to conduct an inquiry in the said matter, SEBI has provided an opportunity of hearing to the noticees as mentioned above. As on date of this LOF, the said matter is pending with the regulatory authority."

- The page numbers of the table of contents have been suitably updates wherever required in the LOF.
- Following definition have been inserted and updated under "Key Definitions" on page no. 5 of the LOF:

Deemed Person acting in concert: (Deemed PAC) - No person is acting in concert with the Acquirers for the purposes of this Open Offer. While persons may be deemed to be acting in concert with the Acquirers in terms of Regulation 21(1)(i)(2) of the SEBI (SAST) Regulations, 2011 ("Deemed PACs"), however, such Deemed PACs are not acting in concert with the Acquirers for the purposes of this Open Offer, within the meaning of Regulation 21(1)(i)(1) of the SEBI (SAST) Regulations, 2011.

- Replacement of the word "Draft Letter of Offer" or "DLOF" at all the applicable places in the LOF with "the Draft Letter of Offer" or "DLOF".
- Under para II (A) - Point No. 2 - "Background of the Offer" following statement has been inserted as Point No. (7):

Acquirers and Sellers hereby state that non-compliance with respect to regulatory requirement such as SEBI (LODR) Regulation, 2015 and SEBI (SAST) Regulation, 2011 or any other applicable Regulation if any within the prescribed time limit and hence any penalty, fees, charges, interest or any other expenses outstanding for the same shall be borne by Sellers only till the date of entering into the agreement or till the date of effective control by the Sellers whichever is later.
- Under para V (1) - "Background of the Acquirers" following statement has been updated under point (iv) below the table i.e. Name(s) of the Companies in which Acquirer 1 is a Promoter/holds Directorship/holds shareholding, the details of the same is as follows:

In the case of open offer of Divina Capital Services Limited, pursuant to Share Purchase Agreement executed on June 28, 2023, the Acquirer 1 has consummated the transaction on August 21, 2024, and;
- Under para V (1) - "Background of the Acquirers" following statement has been inserted as (vi):

Acquirer 1 undertakes that he will acquire the entire equity share tendered in the open offer.
- Under para V (2) - "Background of the Acquirers" following statement has been updated under point (iv) below the table i.e. Name(s) of the Companies in which Acquirer 2 is a Promoter/holds Directorship/holds shareholding, the details of the same is as follows:

In the case of open offer of Divina Capital Services Limited, pursuant to Share Purchase Agreement executed on June 28, 2023, the Acquirer 2 has consummated the transaction on August 21, 2024.
- Under para V (2) - "Background of the Acquirers" following statement has been inserted as (vi):

Apart from the aforementioned the Acquirer 2 is also a Promoter Director in Darsh Creatives Private Limited and Alenthy Food and Beverages Private Limited.;
- Under para V (2) - "Background of the Acquirers" following statement has been inserted as (vi):

As per information available in public domain, Acquirer 2 has triggered a mandatory open offer for Nagarpura Agri-Tech Limited (a BSE Listed Company) on August 05, 2024, pursuant to entering into a share purchase agreement dated August 05, 2024, with the Promoter Sellers and the Public Shareholders of the Nagarpura Agri-Tech Limited. As on date of this LOF, Acquirer 2 is yet to consummate the transaction pursuant to Share Purchase Agreement executed on August 05, 2024, in the case of open offer of Nagarpura Agri-Tech Limited.
- Under para V - Point No. 3 - "Background of the Acquirers" following statements have been inserted as point (iii), (iv), (v) and (vi):
 - (iii) - As on date of this LOF, no action has been taken against the Acquirers pursuant to SEBI Act, 1992 and regulations made there under.
 - (iv) - As on date of this LOF, no action has been taken against the Acquirers under the SEBI Act, 1992 and regulations made there under.
 - (v) - As on date of this LOF, acquirers have not received any complaint in relation to this open offer.
 - (vi) - As on date of this LOF, there is no direct or indirect linkage between Acquirers and the promoters/directors of the Target Company, Acquirers and public shareholders of the target company and the promoters/directors of the target company and Acquirers and its public shareholders.
- Under para V - Point No. 5 - "Background of the Target Company" following date has been replaced from June 30, 2024, to shareholding pattern filed by the Target Company with Stock Exchanges for quarter ended September 2024.

- Under para VI - "Background of the Target Company" following points have been inserted at point 11, 12, 13, 14, 15, 16, 17 and 20:
 - As on date of this LOF, no action has been taken against the target company and its promoters and directors under the SEBI Act, 1992 and regulations made there under.
 - As on date of this LOF, Target Company have not received any complaint in relation to this open offer.
 - As on date of this LOF, the target company and its promoters and directors are not 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.
 - There is no restriction on transfer of shares of the Target Company under the AoA/MoA if the same is as per the provisions of the Companies Act, 2013.
 - The report under Regulation 10(7) of the SEBI (SAST) Regulation 2011 has been filed with the Securities and Exchange Board of India on April 15, 2021, in the scrip of Target Company by Kirti Lakhotia. The 10(7) reports filed in the scrip of target company as mentioned was with respect to an eligible inter se transfer of equity shares between immediate relatives and also persons forming part of the promoters' group (i.e. namely Sidharth Lakhotia, Pratik Lakhotia, Prashant Lakhotia and Kirti Lakhotia. Acquirer is the mother of sellers thus are the immediate relative as per regulation 2(1)(1) further, promoter interse. Acquirer and sellers are the part of the Promoter/ Promoter Group. Further shareholders made in reliance upon the exemption provided in regulation 10(4)(i) of the SEBI (SAST) Regulation 2011 with regards to acquisition of 1,11,00,000 Equity shares from Sidharth Lakhotia, Pratik Lakhotia, Prashant Lakhotia as an inter se between immediate relative belonging to Promoter and Promoter Group.
 - As on date of this LOF, there is no direct or indirect linkage between Acquirers and the promoters/directors of the Target Company, Acquirers and public shareholders of the target company and the promoters/directors of the target company and Acquirers and its public shareholders.
 - As per the Benchwale position data on October 25, 2024, i.e. identified date, the promoters of the Company have not pledge any Equity share of the Target Company and 5.41% Equity share has pledge by public shareholding of the Target company.
 - Due to violation of erstwhile listing agreement of (presently "SEBI LODR Regulations") by the Target Company, National Stock Exchange of India Limited ("NSE") vide its letter dated July 30, 2018, had passed an order against Target Company to compulsorily delist the Equity Shares of the Target Company from the Exchange with effect from August 08, 2018. The said NSE order to delist Equity Shares of the Target Company from the Exchange was revoked by NSE vide Circular dated January 1, 2019, with effect from January 02, 2019. The status of the Target company was changed from "Delisted" to "Suspended w.e.f. January 02, 2019."
- Under para VI - "Background of the Target Company" following statement has been inserted at point 22:

As on date of this LOF, as mentioned above, there are no directions subsisting or proceedings pending against the Target Company under SEBI Act, 1992 and regulations made there under.
- Under para VI - Point No. 24 - "Background of the Target Company" following table has been updated:

As on the date of this LOF, the composition of the Board of Directors of the Target Company is as follows:

Name	Director Identification Number (DIN)	Date of Appointment	Designation
Kirti Lakhotia	00057357	01/04/1999	Managing Director
Kamajit Singh	00552381	28/01/2006	Non-Executive - Independent Director
Sidharth Lakhotia	00057511	15/05/1998	Whole-time Director
Pratik Lakhotia	00057015	30/01/2003	Whole-time Director
Ramesh Kumar Pandey	10701968	12/08/2004	Non-Executive - Independent Director
Chanchal Kedia	03413849	12/08/2004	Non-Executive - Independent Director
Prati Lakhotia	01781437	25/09/2024	Non-Executive - Independent Director

(Source: www.nse.gov.in, www.bseindia.com and www.risefindia.com)

*The form DIR-12 for appointment of Ramesh Kumar Pandey is yet to be filed with MCA due to technical issue on MCA Portal.

- The following are the Revision/Update/Inclusion of details mentioned under paragraph VI (Background of the Target Company):
 - Updated the figures in the financial information of the Target Company for the financial years ended on March 31, 2024, March 31, 2023, and March 31, 2022, and unaudited financial statements for the 3 (Three) months period ended June 30, 2024.
 - Updated the Pre and Post Offer Shareholding Pattern as well as notes to the shareholding pattern of the Target Company as on September 30, 2024.
 - Inclusion under point 23 below the table under "Background of the Target Company" - Pre and Post Offer Shareholding Pattern: Further Shashi Chandra Lakhotia, who is current promoter of Target Company will be reclassified as public in accordance with Regulation 31 A of SEBI (LODR) Regulation 2011. Further he will not be in control with the Acquirers.
 - Inclusion of Point No. 25 under paragraph VI (Background of the Target Company)

The promoters of Target Company will ask the target company pursuant to the consummation of the Share purchase Agreement dated July 24, 2024, and in accordance with the procedures contained in the SEBI (LODR) Regulations 2015.
 - Insertion of word "Promoter Group" under paragraph VI (Background of the Target Company) - Point 24 (Below Point No. 7)

Inclusion of Market Price of the Target Company as on date of PA, i.e. Wednesday, July 24, 2024.

The Market Price (closing) of the shares of the Target Company as on the date just before the PA, the date of PA and on the day just after PA at each exchange and on which the shares of the Target Company were traded:

Sr. No.	Particulars	BSE	NSE
1	Market Price of Target Company on the date immediately preceding PA, i.e. Tuesday, July 23, 2024	₹ 5.31/-	₹ 5.25/-
2	Market Price of Target Company as on date of PA, i.e. Wednesday, July 24, 2024	₹ 5.41/-	₹ 5.35/-
3	Market Price of Target Company on the date immediately after PA, i.e. Thursday, July 25, 2024	₹ 5.51/-	₹ 5.45/-

(www.bseindia.com and www.nseindia.com)

- Under para VII(B) - Point 3 - "Financial Arrangement" following words have been deleted: "to the exclusion of all others"
- Updated Note on taxation section to include amendments carried out by Finance act, 2024 at page No. 37 of the LOF.
- Under para IX (Documents for inspection) - under Point 6 the following update has been made:

"Copies of Annual reports of the Target Company for the financial years ending March 31, 2024, March 31, 2023, March 31, 2022, and limited reviewed unaudited financial statements for the three months period ended June 30, 2024."
- Under para IX (Documents for inspection) - under Point 11 the following update has been made:

Observation letter bearing reference number SEBI/HO/CFD/CFD-RAC-DCR2/P/OW/2024/3333/1 dated October 23, 2024, received from SEBI.

11. Status of Statutory and Other Approvals:

As on the date, on the basis of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete this Offer. However, in case of any such statutory approvals are required by the Acquirers at a date later before the expiry of the tendering period, this Offer shall be subject to such approvals and the Acquirers shall make the necessary applications for such statutory approvals. Please also refer to paragraph VIII B on page no. 28 of the LOF for further details.

12. Schedule of Major Activities of the Offer:

Activity	Original Schedule (Day and Date)	Revised schedule (Day and Date)*
Public Announcement (PA)	Wednesday, July 24, 2024	Wednesday, July 24, 2024
Publication of the DPS in the newspapers	Wednesday, July 31, 2024	Wednesday, July 31, 2024
Last date for filing of draft letter of offer with SEBI	Wednesday, August 07, 2024	Wednesday, August 07, 2024
Last date for public announcement of compelling offer(s)	Thursday, August 22, 2024	Thursday, August 22, 2024
Last date for receipt of comments from SEBI on Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Open Offer)	Thursday, August 29, 2024	Wednesday, October 23, 2024**
Identified Date(s) for determining shareholders to whom LOF shall be sent	Monday, September 09, 2024	Friday, October 25, 2024
Last date by which the Letter of Offer to be despatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Monday, September 09, 2024	Monday, November 04, 2024
Last date for upward revision of the Offer Price and/or Offer Size	Thursday, September 12, 2024	Thursday, November 07, 2024
Last date by which the committee of the independent directors of the Target Company is required to put its recommendation to the Public Shareholders for this Open Offer	Thursday, September 12, 2024	Thursday, November 07, 2024
Date of publication of Open offer opening Public Announcement in the newspapers in which the DPS has been published	Friday, September 13, 2024	Friday, November 08, 2024
Date of commencement of the Tendering Period ("Offer Opening Date")	Tuesday, September 13, 2024	Monday, November 11, 2024
Date of closure of the Tendering Period ("Offer Closing Date")	Monday, September 30, 2024	Monday, November 25, 2024
Last date of communicating the rejection/acceptance and completion of payment of consideration or return of Equity Shares to the Public Shareholders of the Target Company	Tuesday, October 15, 2024	Monday, December 09, 2024
Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Tuesday, October 22, 2024	Monday, December 16, 2024

Notes:

- Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
- There is no compelling offer to this Offer.
- Actual date of receipt of SEBI observations on the DLOF.
- Identified Date is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the equity shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, the Promoters, the parties to the Share Purchase Agreement and any persons deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.
- The Acquirers accept the full and final responsibility for the information contained in the PA, DPS and the LOF also for the obligations of the Acquirers laid down in the SEBI (SAST) Regulations in respect of this Offer.
- This Offer Opening Public Announcement would also be available on the website of SEBI at www.sebi.gov.in and on the website of Manager to the Offer at www.saffronadvisor.com.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS	REGISTRAR TO THE OFFER
 <p>Saffron Capital Advisors Private Limited 605, 6th Floor, Centre Point, Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai-400 050 Maharashtra, India. Tel. No. : +91 22 49730394 Email: info@saffronadvisor.com Website: www.saffronadvisor.com Investor Grievance Id: investor@grievance@saffronadvisor.com SEBI Registration Number: NM 000011211 Validity: Permanent Contact Person: Sakunthi Gokard/ Sachin Prajapati</p>	 <p>Camio Corporate Services Limited Subramanian Building", No. 1, Club House Road, Chennai - 600 002, Tamil Nadu. Tel No. : +91 44 4002 0700 Email: praj@saffronadvisor.com Website: www.camioindia.com Investor grievance id: investor@camioindia.com SEBI Registration Number: INR000007033 Validity: Permanent Contact Person: Sneepriya K</p>

Place: Kolkata
Date: November 07, 2024

OFFER OPENING PUBLIC ANNOUNCEMENT UNDER REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

ICC INFOTEC LIMITED

Registered Office: P-16, C.I.T. Road P S Entally, Kolkata -700014, West Bengal, Tel: +91-33-23570048; Email: corporate@iccinfectech.co.in, Website: www.iccinfectech.in; Corporate Identification Number: L72200WB1989PLC073196

OPEN OFFER BY SHREEHAR BAGLA ("ACQUIRER 1") AND RACHINA SUMAN SHAW ("ACQUIRER 2") (ACQUIRER 1 & ACQUIRER 2 HEREINAFTER COLLECTIVELY REFERRED TO AS "ACQUIRERS") TO ACQUIRE UPT. 3.29,14,271 (THREE CRORE TWENTY NINE LAKH FOURTEEN THOUSAND TWO HUNDRED AND SEVENTY ONE) FULLY PAID UP EQUITY SHARES OF FACE VALUE ₹ 2/- EACH FOR CASH AT A PRICE OF ₹ 3.51/- (RUPEE THREE POINT FIFTY ONE PAISE ONLY) ("OFFER PRICE"), PAYABLE IN CASH PER EQUITY SHARE AGGREGATING UPT. ₹11,55,26,09,21/- (RUPEES ELEVEN CRORE FIFTY FIVE LAKH TWENTY NINE THOUSAND NINETY ONE POINT TWENTY ONE PAISE ONLY), TO THE PUBLIC SHAREHOLDERS OF ICC INFOTEC LIMITED ("TARGET COMPANY") PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS, 2011") ("OFFER" OR "OPEN OFFER").

This Offer Opening Public Announcement ("Offer Opening Public Announcement") should be read in conjunction of and together with (a) the Public Announcement dated July 24, 2024 ("PA"), by the Issued Public Statement published on July 24, 2024 in Financial Express (English) all editions, Janasatta (Hindi) all editions, Arthika (Bengali) Kolkata Edition- Place of Registered office of Target Company and Pratibha (Marathi) Mumbai Edition - Stock Exchange where maximum volume of trading in the shares of the Target Company are recorded during the said trading days preceding the date of the Public Announcement (i.e. BSE Limited ("BSE")); (ii) the Draft Letter of Offer dated August 07, 2024 ("DLOF") (iii) the Letter of Offer dated October 28, 2024 ("LOF") along with form of Acceptance-Cum-Acknowledgement is being issued by Saffron Capital Advisors Private Limited ("Manager to the Offer"), on behalf of the Acquirers in respect of the Open Offer.

This Offer Opening Public Announcement is being issued pursuant to Regulation 18(7) of the SEBI (SAST) Regulations, 2011 and pursuant to changes/amendments advised by SEBI vide its letter bearing reference no. SEBI/HO/CFD/CRC-DCR/P/OW/2024/33331/1 dated October 29, 2024 ("SEBI Letter"). This Offer Opening Public Announcement and Condemnation is being published in all the newspapers in which the DPS was published.

Capitalised terms used but not defined in this Offer Opening Public Announcement and Condemnation shall have the meaning assigned to such terms in the PA, DPS, DLOF and/or LOF.

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

- The Offer Price is ₹ 3.51/- (Rupee Three Point Fifty One Paise only), per Equity Share payable in cash. There has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph VII(A) Justification for the Offer Price beginning on page no. 23 of the LOF.
- The Committee of Independent Directors of the Target Company ("CID") has recommended that the Offer is in line with the SEBI (SAST) Regulations, 2011 and the same is fair and reasonable. Further, CID is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations, 2011. The recommendations were unanimously approved by the Members of the CID on November 06, 2024, and published on November 07, 2024 in the same newspapers in which the DPS was published. For further details, please see IDC recommendation as available on the website of SEBI at www.sebi.gov.in, on the website of BSE at www.bseindia.com and on the website of NSE at www.nseindia.com.
- The Open Offer is a mandatory offer being made under Regulation 3(1) and (4) of the SEBI (SAST) Regulations, 2011 to the Public Shareholders of the Target Company.
- The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011. Further, there is no competing offer to this Open Offer. The Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- The LOF dated October 28, 2024, was dispatched through electronic mode and physical mode on October 29, 2024, and November 02, 2024, respectively to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, i.e. October 26, 2024. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer during the Tendering Period.
- Please note that a copy of the LOF along with form of Acceptance-Cum-Acknowledgement and SH-4 is also available for downloading on the websites of the SEBI, the BSE Limited (BSE), the National Stock Exchange (NSE) and the Registrar to the Offer at www.sebi.gov.in, www.bseindia.com, www.nseindia.com and www.camoinfo.com respectively.
- Non-receipt/non-availability of the Form of Acceptance-Cum-Acknowledgement does not preclude an Eligible Shareholder from participating in the Open Offer. Please see the manner of participating in the Open Offer described below in brief. Kindly note that the Open Offer is being implemented by the Acquirers through the stock exchange mechanism made available by BSE in the form of a separate window ("Registration Window"), in accordance with the SEBI (SAST) Regulations, 2011 and the applicable SEBI circulars and guidelines issued by the BSE and the Indian Clearing Corporation Limited ("Clearing Corporation").
- The Eligible Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" on page no. 29 of the LOF in relation to inter alia the procedure for tendering their Equity Shares in the Open Offer and are requested to adhere to and follow the procedure outlined therein.

Instructions for Public Shareholders:

In case of Public Shareholders holding Equity Shares in dematerialized form: Eligible Shareholders who are holding Equity Shares in dematerialized form and who desire to tender their Equity Shares in the Open Offer, may do so through their respective selling broker(s). Eligible Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. The selling broker(s) would be required to mark lien on the tendered Equity Shares and thereafter place an order/bid on behalf of the Public Shareholder using the Acquisition Window of the BSE. Please also read detailed procedure described in paragraph IX at page no. 31 of the LOF.

In case of Public Shareholders holding Equity Shares in physical form: Eligible Shareholders holding Equity Shares in physical form may participate in the Open Offer through the respective selling broker(s) by providing complete set of documents for verification purposes including (i) original share certificate(s), (ii) valid share transfer form (s) i.e. Form SH-4, (iii) duly filled in Form of Acceptance (in case the Public Shareholder has not received the Form of Acceptance, then he/she may make an application on plain paper duly signed by him/her, stating inter alia, full name, address, number of Equity Shares held, and number of Equity Shares being tendered); and (iv) such other documents described in paragraph IX at page no. 31 of the LOF. The selling broker shall place a bid using the Acquisition Window of the BSE and provide a Transaction Registration Slip ("TRS") to such Public Shareholder. The selling broker/ Public Shareholder should thereafter deliver the original share certificate(s), Form SH-4 and such other documents described in paragraph IX at page no. 31 of the LOF to the Registrar to the Offer at the address mentioned in the LOF so that the same reaches the Registrar to the Offer no later than 5:00 PM (Indian Standard Time) ("BST") on the last day of the Offer Closing date, i.e. Monday, November 25, 2024. Please also read and follow the detailed procedure described in paragraph IX at page no. 31 of the LOF. Please note that physical share certificates and other relevant documents should not be sent to the Acquirers, Target Company or the Manager to the Offer.

In terms of Regulation 18(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer ("DLOF") was submitted to SEBI on August 07, 2024. SEBI issued its observations on the DLOF vide its letter bearing reference no. SEBI/HO/CFD/CRC-DCR/P/OW/2024/33331/1 dated October 29, 2024. SEBI's observations have been incorporated in the LOF. This Offer Opening Public Announcement and Condemnation also serves as a condonation to the DLOF, and as required in terms of the SEBI Letter.

10. Key Changes/Updates made in LOF:

Public Shareholders are requested to note the following material updates to the DLOF as included in the LOF in relation to the Open Offer:

- Revised schedule of activities has been inserted next to original schedule of activities on page No. 2 of the LOF and suitable change pertaining to the dates of the activities have been carried out at the appropriate places in the LOF.
- Following statement is deleted which appeared below the table containing "Tentative Schedule of Major Activities of the Open Offer" on page no. 2 of the LOF: *"The above timelines are indicative prepared based on the basis of timelines provided by the Acquirers and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the activities set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations, 2011."*
- Following below statements are inserted below the table containing "Tentative Schedule of Major Activities of the Open Offer" on page no. 2 of the LOF:
 - Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.
 - There is no competing offer to this Offer.
 - Actual date of receipt of SEBI observations on the DLOF.
- Deletion of the term "Draft" or "DLOF" at all the applicable places in the LOF.
- Under section Risk Factors in bullet point 16.8.17 - Part A - Risk Factors Relating to the Transaction following statements have been added:
 - Mrs. Kiril Lakhotia (Executive Director, Chairperson, Managing Director) of the Target Company had received a Summon bearing number: SEBI/HO/CFD/CRC-DCR/P/OW/2024/33331/1 dated October 29, 2023, in the matter of ICC Infotech Limited ("Summon"). The said summon issued to investigate the financial statements of the Target Company, whether they were prepared in a manner detrimental to the investors or the securities markets, and/or any intermediary or any person associated with the securities markets, has violated Securities and Exchange Board of India (SEBI Act), Securities Contracts (Regulations) Act, 1956 ("SCRA") Act, SEBI (Prohibition of Fraudulent and Unfair Trade Practices Relating to Securities Markets) Regulations, 2003 (hereinafter referred to as the "PFRUT Regulations") and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (hereinafter referred to as the "LODR Regulations") or any other rules or regulations made or directions issued by SEBI there under. Further in response to the said summon, the target company submitted their clarifications along with supporting papers. Subsequently, on February 24, 2024, SEBI vide order bearing number: SEBI/HO/CFD/CRC-DCR/P/OW/2024/3632/1 dated February 24, 2024, stated to rectify the said misrepresentation done in Financials of FY 2021-22, in the Financials for FY 2023-24.
 - Mrs. Kiril Lakhotia (Promoter, Managing Director) ("Notice 2"), Mr. Sidharth Lakhotia (Chief Executive Officer & Whole Time Director) ("Notice 3") and Mr. Pratik Lakhotia (Whole Time Director & Chief Executive Officer) ("Notice 4"), Mr. Kamaljit Singh (Audit Committee Member) ("Notice 5"), Mr. Rajat Sharma (Audit Committee Member) ("Notice 6") and Mr. Mayank Shah (Audit Committee Member) ("Notice 7") on June 12, 2024 had received a Show Cause Notice ("SCN") from SEBI bearing number: SEBI/EAD/193/1834/24 vide letter dated June 05, 2024, to ascertain whether there are misrepresentation/ misstatement in the financial statements of ICC Infotech Limited and the same are in violation of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices Relating to Securities Markets) Regulations, 2003 (hereinafter referred to as the "PFRUT Regulations") and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (hereinafter referred to as the "LODR Regulations") read with the Securities and Exchange Board of India Act, 1956 (hereinafter referred to as the "SEBI Act"). Further in response to the said SCN, the Target Company vide letter dated June 26, 2024, sent a clarification letter to SEBI. Subsequently with reference to the Show Cause Notice (SCN) dated June 05, 2024, SEBI vide its email dated August 07, 2024, stated that in order to conduct an inquiry in the said matter, SEBI has provided an opportunity of hearing to the notices as mentioned above. As on date of this LOF, the said matter is pending with the regulator.

The page numbers of the table of contents have been suitably updated wherever required in the LOF.

Following definitions have been inserted and updated under "Key Definitions" on page no. 8 of the LOF.

Deemed Persons acting in concert (Deemed PAC): No person is acting in concert with the Acquirers for the purposes of this Open Offer. While persons may be deemed to be acting in concert with the Acquirers in terms of Regulation 21(i)(ii) of the SEBI (SAST) Regulations, 2011 (Deemed PACs), however, such Deemed PACs are not acting in concert with the Acquirers for the purposes of this Open Offer within the meaning of Regulation 21(i)(i) of the SEBI (SAST) Regulations, 2011.

Replacement of the word "This Draft Letter of Offer" or "DLOF" at all the applicable places in the LOF with "The Draft Letter of Offer" or "DLOF":

Under para III (A)- Point No. 2- Background of the Offer following statement has been inserted as Point No. (f):

Acquirers and Sellers hereby state that noncompliance with respect to regulatory requirement such as SEBI (LODR) Regulation, 2015 and SEBI (SAST) Regulation, 2011 or any other applicable Regulation if any within the prescribed time limit and hence any penalty, fees, charges, interest or any other expenses outstanding for the same shall be borne by Sellers only till the date of entering into the agreement or till the date of effective control by the Sellers whichever is later.

Under para V (1) - Background of the Acquirers' following statement has been updated under point (iv) below the table i.e. Name(s) of the Companies in which Acquirer 1 is a Promoter/holds Directorship/holds shareholding, the details of the same is as follows:

In the case of open offer of Divina Capital Services Limited, pursuant to Share Purchase Agreement executed on June 28, 2023, the Acquirer 1 has consummated the transaction on August 21, 2024, and

Under para V (1) - Background of the Acquirers' following statement has been inserted as (vi):

Acquirer 1 undertakes that it will acquire the entire equity share tendered in the open offer.

Under para V (2) - Background of the Acquirers' following statement has been updated under point (iv) below the table i.e. Name(s) of the Companies in which Acquirer 2 is a Promoter/holds Directorship/holds shareholding, the details of the same is as follows:

In the case of open offer of Divina Capital Services Limited, pursuant to Share Purchase Agreement executed on June 28, 2023, the Acquirer 2 has consummated the transaction on August 21, 2024,

Under para V (2) - Background of the Acquirers' following statement has been inserted as (vi):

Apert from the aforementioned Acquirer 2 is also a Promoter Director in Darsh Creatives Private Limited and Alenby Food and Beverages Private Limited.

Under para V (2) - Background of the Acquirers' following statement has been inserted as (vi):

As per information available in public domain, Acquirer 2 has triggered a mandatory open offer for Nagarjuna Agri-Tech Limited (a BSE Listed Company) on August 05, 2024, pursuant to entering into a share purchase agreement dated August 05, 2024, with the Promoter Sellers and the two Public Shareholders of the Nagarjuna Agri-Tech Limited.

As on date of this LOF, Acquirer 2 is yet to consummate the transaction pursuant to Share Purchase Agreement executed on August 05, 2024, in the case of open offer of Nagarjuna Agri-Tech Limited.

Under para V-Point No. 3 - Background of the Acquirers' following statements have been inserted as point (iii), (iv), (v), and (vi):

(iii) - As on date of this LOF, no directions subsisting or proceedings pending against the Acquirers under SEBI Act, 1992 and regulations made there under.

(iv) - As on date of this LOF, no action has been taken against Acquirers under the SEBI Act, 1992 and regulations made there under.

(v) - As on date of this LOF, acquirers have not received any complaint in relation to this open offer.

(vi) - As on date of this LOF, there is no direct or indirect linkage between Acquirers and the promoters/ directors of the Target Company. Acquirers and public shareholders of the target company and the promoters/ directors of the target company and Acquirers and its public shareholders.

Under para V-Point No. 5 - Background of the Target Company following date has been replaced from June 30, 2024, to shareholding pattern filed by the Target Company with Stock Exchanges for quarter ended September 2024.

q. Under para V (1) - Background of the Target Company following points have been inserted as point 11, 12, 13, 14, 15, 16, 17 and 20:

11 - As on date of this LOF, no action has been taken against the target company and its promoters and directors under the SEBI Act, 1992 and regulations made there under.

12 - As on date of this LOF, Target Company have not received any complaint in relation to this open offer.

13 - As on date of this LOF, the target company and its promoters and directors are not prohibited by SEBI from dealing in securities, in terms of the provisions of Section 118 of the SEBI Act, 1992, as amended ("SEBI Act") or under any other Regulation made under the SEBI Act.

14 - There is no restriction on transfer of shares of the Target Company under the Act, MOA if the same is as per the provisions of the Companies Act, 2013.

15 - The report under Regulation 10(7) of SEBI (SAST) Regulation 2011 has been filed with the Securities and Exchange Board of India on April 15, 2021, in the script of Target Company by Kiril Lakhotia. The 10(7) reports filed in the script of target company as mentioned was with respect to an eligible inter-se transfer of equity shares between immediate relatives and also persons forming part of the promoters' group i.e. namely Sidharth Lakhotia, Pratik Lakhotia, Prashant Lakhotia and Kiril Lakhotia. Acquirer is the mother of sellers thus are the immediate relative as per regulation 21(i)(1) further, promoter inter, Acquirer and sellers are the part of the Promoter/ Promoter Group. Further acquisition made in reliance upon the exemption provided for in regulation 10(a)(i) of SEBI (SAST) Regulation 2011 with regards to acquisition of 1,11,00,000 Equity shares from Sidharth Lakhotia, Pratik Lakhotia, Prashant Lakhotia as an inter se between immediate relative belonging to Promoter and Promoter Group.

16 - As on date of this LOF, there is no direct or indirect linkage between Acquirers and the promoters/ directors of the Target Company. Acquirers and public shareholders of the target company and the promoters/ directors of the target company and Acquirers and its public shareholders.

17 - As per the said LDF, position data as on October 25, 2024, i.e. identified date, the promoters of the Company have not pledge any Equity share of the Target Company and 6,91,052 Equity share has pledge by public shareholding of the Target company.

20 - Due to violation of erstwhile listing agreement of (presently "SEBI LODR Regulations") by the Target Company, National Stock Exchange of India Limited ("NSE") vide its letter dated July 30, 2018, had passed an order against Target Company to compulsorily delist the Equity Shares of the Target Company from the Exchange with effect from August 08, 2019. The said NSE order to delist Equity Shares of the Target Company from the Exchange was revoked by NSE vide Circular dated January 1, 2019, with effect from January 02, 2019. The status of the Target Company was changed from "Delisted" to "Suspended" w.e.f January 02, 2019.

Under para V (1) - Background of the Target Company following statement has been inserted at point 22:

As on date of this LOF, except as mentioned below, there are no directions subsisting or proceedings pending against the Target Company under SEBI Act, 1992 and regulations made there under.

Under para V-Point No. 24 - Background of the Target Company following table has been updated:

As on the date of this LOF, the composition of the Board of Directors of the Target Company is as follows:

Name	Director Identification Number (DIN)	Date of Appointment	Designation
Kiril Lakhotia	00057357	01/04/1999	Managing Director
Kamajit Singh	00052381	28/07/2006	Non-Executive - Independent Director
Sidharth Lakhotia	00057511	15/05/1988	Whole-time Director
Kiril Lakhotia	00057013	30/01/2003	Whole-time Director
Ramesh Kumar Pandey	10701968	12/08/2024	Non-Executive - Independent Director
Chanchal Kedia	03413849	12/08/2024	Non-Executive - Independent Director
Pratik Lakhotia	07814837	25/09/2024	Non-Executive - Independent Director

(Source: www.nseindia.com and www.bseindia.com and www.rseindia.com)

*The form DR-12 of appointment of Ramesh Kumar Pandey is yet to be filed with MCA due to technical issue on MCA Portal.

1. The following are the Revision Update/Inclusion of details mentioned under paragraph VI (Background of the Target Company):

i. Updated the figures in the financial information of the Target Company for the financial years ended on March 31, 2024, March 31, 2023, and March 31, 2022, and unaudited financial statements for the 3 (Three) months period ended June 30, 2024.

ii. Updated the Pre and Post Offer Shareholding Pattern as well as notes to the shareholding pattern of the Target Company as on September 30, 2024.

iii. Inclusion under point 3 below the table under Background of the Target Company - Pre and Post Offer Shareholding Pattern: Further stated Chandra Lakhotia, who is current promoter of Target Company will be reclassified as public in accordance with Regulation 31 A of SEBI (LODR) Regulation 2011, further he will not be in joint control with the Acquirers.

iv. Inclusion of Point No. 20 under paragraph VI (Background of the Target Company)

The promoters of Target Company will and the target company pursuant to the consummation of the Share purchase Agreement dated July 24, 2024, and in accordance with the procedures contained in the SEBI (LODR) Regulations 2015.

v. Insertion of word "Promoter Group" under paragraph VI (Background of the Target Company)- Point 34 (Below Point No. 7)

vi. Inclusion of Market Price of the Target Company on following dates as mentioned below at point 8 under section VII(A)- Justification for the Offer Price:

The Market Price (closing) of the shares of the Target Company as on the date just before the PA, the date of PA and on the day just after PA at each exchange and on which the shares of the Target Company were traded:

Sr. No.	Particulars	BSE	NSE
1	Market Price of Target Company on the date immediately preceding PA, i.e. Tuesday, July 23, 2024	₹ 5.31/-	₹ 5.25/-
2	Market Price of Target Company as on date of PA, i.e. Wednesday, July 24, 2024	₹ 5.41/-	₹ 5.35/-
3	Market Price of Target Company on the date immediately after PA, i.e. Thursday, July 25, 2024	₹ 5.51/-	₹ 5.45/-

(www.bseindia.com and www.nseindia.com)

Under para VII(A)- Point 3 - Financial Arrangement following words have been deleted: "to the exclusion of all others"

Under para VII(A)- Point 3 - Financial Arrangement following words have been deleted: "to the exclusion of all others"

Under para X (Documents for inspection)- under Point 6 the following update has been made:

"Copies of Annual reports of the Target Company for the financial years ending March 31, 2024, March 31, 2023, March 31, 2022, and limited reviewed unaudited financial statements for the three months period ended June 30, 2024"

Under para X (Documents for inspection)- under Point 11 the following update has been made:

Observation letter bearing reference number: SEBI/HO/CFD/CRC-DCR/P/OW/2024/33331/1 dated October 29, 2024, received from SEBI.

11. Status of Statutory and Other Approvals:

As on the date, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete this Offer. However, in case of any such statutory approvals are required by the Acquirers at a later date before the expiry of the tendering period, this Offer shall be subject to such approvals and the Acquirers shall make the necessary applications for such statutory approvals. Please also refer to paragraph VIII on page no. 28 of the LOF for further details.

12. Schedule of Major Activities of the Offer:

Activity	Original Schedule (Day and Date)	Revised schedule (Day and Date)
Publication of Offer in the newspapers	Wednesday, July 24, 2024	Wednesday, July 24, 2024
Last date for filing of draft letter of offer with SEBI	Wednesday, July 31, 2024	Wednesday, July 31, 2024
Last date for public announcement of competing offer(s)	Wednesday, August 07, 2024	Wednesday, August 07, 2024
Last date for receipt of comments from SEBI on Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Open Offer)	Thursday, August 29, 2024	Thursday, August 29, 2024
Identified Date(s) for determining shareholders to whom LOF shall be sent	Monday, September 02, 2024	Friday, October 25, 2024
Last date by which the Letter of Offer to be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	Monday, September 09, 2024	Monday, November 04, 2024
Last date for upward revision of the Offer Price and/or Offer Size	Thursday, September 12, 2024	Thursday, November 07, 2024
Last date by which the committee of the independent directors of the Target Company is required to publish its recommendation to the Public Shareholders for this Open Offer	Thursday, September 12, 2024	Thursday, November 07, 2024
Date of publication of Open Offer opening Public Announcement in the newspapers in which the DPS has been published	Friday, September 13, 2024	Friday, November 08, 2024
Date of commencement of the Tendering Period ("Offer Opening Date")	Tuesday, September 17, 2024	Monday, November 11, 2024
Date of closure of the Tendering Period ("Offer Closing Date")	Monday, September 30, 2024	Monday, November 25, 2024
Last date of communicating the rejection/acceptance and completion of payment of consideration or return of Equity Shares to the Public Shareholders of the Target Company	Tuesday, October 15, 2024	Monday, December 09, 2024
Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Tuesday, October 22, 2024	Monday, December 16, 2024

Notes:

1. Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates.

2. There is no competing offer to this Offer.

3. Actual date of receipt of SEBI observations on the DLOF.

4. Identified Date is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by email. It is clarified that all the equity shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, the Promoters, the parties to the Share Purchase Agreement and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

5. The Acquirers accept the full and final responsibility for the information contained in the PA, DPS and the LOF also for the obligations of the Acquirers laid down in the SEBI (SAST) Regulations in respect of this Offer.

6. This Offer Opening Public Announcement would also be available on the website of SEBI at www.sebi.gov.in and on the website of Manager to the Offer at www.saffronadvisors.com.

ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS	REGISTRAR TO THE OFFER
 Saffron Capital Advisors Private Limited 605, 5th Floor, Centre Point, Anand-Kurfa Road, J. B. Nagar, Andheri (East), Mumbai-400 059 Maharashtra, India. Tel No. : +91 22 48730394; Email id: info@saffronadvisors.com Website: www.saffronadvisors.com Investor Grievance Id: investor.grievance@saffronadvisors.com SEBI Registration Number: INM 00011211 Validity: Permanent Contact Person: Saurabh Galkwad/ Sachin Prajapati	 Camero Corporate Services Limited Subramanian Building, No. 1, Club House Road, Chennai - 600 002, Tamil Nadu, Tel No. : +91 44 4002 0700; Email: info@cameroindia.com Website: www.cameroindia.com Investor grievance id: investor@cameroindia.com SEBI Registration Number: INM00003753; Validity: Permanent Contact Person: Sreepriya K

Place: Kolkata
Date: November 07, 2024

English (India)

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ছট পুজো উপলক্ষ্যে স্পেশাল ট্রেন চালাচ্ছে দক্ষিণ পূর্ব রেল

আর্থিক লিপি প্রতিবেদনঃ ৭ নভেম্বর ছুটি পুজো উপলক্ষে
যাত্রীদের ভিড় নিয়ন্ত্রণে ৬টি ছুটি পুজো স্টেশনশাল ট্রেন চালানোর ব্যবস্থা করল দক্ষিণ পূর্ব রেল। মোট ১৬০টি ট্রিপ চালানোর ব্যবস্থা করা হয়েছে। ট্রেনগুলি হল, ০১০০৮
সাঁওরাগাছি-এলটিটি মুন্সই স্টেশনশাল, ০৬০৯০
সাঁওরাগাছি-এনজিআর মোহাই সেন্ট্রাল স্টেশনশাল, ০৭০৭০

সাঁতরাগাছি-সননগর স্পেশাল, ০৮০০৭ শালিয়ার-ভঙ্গপুর
স্পেশাল, ০৮১৬৫ হাতিয়া-দুর্গ স্পেশাল, ০৮০১১ ভঙ্গপুর-পুরী
স্পেশাল। ৮ নম্বরের ৫টি ছিঁ স্পেশাল ট্রেন ঢালারের দক্ষিণ পূর্ব
রেল। সেগুলি হল, ০৮০৩৭ সাঁতরাগাছি-পুরী স্পেশাল,
০৬০৯৬ সাঁতরাগাছি-আনারা স্পেশাল, ০৮৪৪৫
সাঁতরাগাছি-সেকেন্দ্রাবাদ স্পেশাল, ০৮১৮৩ টাটনগর-বস্তার

স্পেশাল, ০২৮৭৭ রাউচি-আনন্দ বিহার স্পেশাল। জট উৎসবে ভিড় নিয়ন্ত্রণের জন্য বিভিন্ন স্টেশনে বিশেষ ব্যবস্থা গ্রহণ করেছে দক্ষিণ পূর্ব রেল। প্রান্তিক স্টেশনে ভিড় ও সাহায্য নিয়ন্ত্রণের জন্য আরপিএফ কর্মীরা নিয়মিত নজরদারি চালাবে। ওকুদপূর্ণ স্টেশনগুলিতে বাড়ীদেয় নিরাপত্তা বৃদ্ধির জন্য পদাধিঃ সংখ্যক আরপিএফ কর্মী মোতায়েন করা হবে। ট্রেন নির্বিঘ্নে

চলাচলের জন্য আধিকারিকদের গুরুত্বপূর্ণ স্টেশনগুলিতে মোড়ানো করা হবে। শোন করলেই মেডিকেল বিভাগের সঙ্গে যুক্ত কবীরা স্টেশনগুলিতে উপস্থিত হবে। ওয়েটিং হল, প্রায়শই ও স্টেশন চত্বরে পরিষ্কার বজায় রাখার জন্য নির্দেশিকা জারি করা হয়েছে। দক্ষিণ পূর্ব রেলের এই উদ্যোগের ফলে কয়েক দশক বাতী সহজেই গন্তব্যস্থলে পৌঁছে যেতে পারবেন।

[illegible]

