



Technocraft Industries (India) Limited

Corporate Identification Number (CIN): L28120MH1992PLC069252

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Contact Person: Mr. Neeraj Rai, Company Secretary & Compliance Officer

This post-buyback public announcement (the "**Post Buyback Public Announcement**") is being made in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended from time to time ("**SEBI Buyback Regulations**"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated August 14, 2024, published on August 15, 2024 ("**Public Announcement**"), the Letter of Offer dated August 28, 2024 ("**Letter of Offer**") and Offer Opening Advertisement dated September 01, 2024 published on September 02, 2024 ("**Offer Opening Ad**").

Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- Technocraft Industries (India) Limited ("**Company**") had announced a buyback of 2,88,889 (Two Lakhs Eighty-Eight Thousand Eight Hundred and Eighty-Nine) fully paid-up equity shares of face value of Rs. 10 each ("**Equity Shares**") at a price of INR 4,500/- (Indian Rupees Four Thousand and Five Hundred Only) per Equity Share ("**Buyback Price**"), payable in cash, for an aggregate amount of INR 130,00,00,500/- (Indian Rupees One Hundred Thirty Crores and Five Hundred only) ("Buyback Offer Size") from the Eligible Shareholders holding Equity Shares as on August 27, 2024 ("**Record Date**") excluding the Transaction Costs from all the existing shareholders / beneficial owners of Equity Shares, on a proportionate basis, through the Tender Offer method ("**Buyback**" or "**Buyback Offer**").
- The Buyback Offer Size constituted 9.71% and 7.75% of the aggregate paid-up share capital and free reserves as per the audited standalone and consolidated financial statements respectively of the Company for the financial year ended March 31, 2024, in accordance with section 68(2)(c) of the Companies Act, 2013 and the SEBI Buyback Regulations. The number of Equity Shares bought back constituted 1.26% of the Pre-Buyback Equity Share Capital of the Company.
- The Company adopted the "tender offer" method for the purpose of Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India vide its circular CIR / CFD / POLICYCELL / 1 / 2015 dated April 13, 2015 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments or statutory modifications for the time being in force. For the purposes of the Buyback, NSE was the designated stock exchange ("**DSE**").
- The Tendering Period for the Buyback Offer was started on Monday, September 02, 2024 and ended on Friday, September 06, 2024.

2. DETAILS OF BUYBACK

- The total number of Equity Shares bought back by the Company in the Buyback were 2,88,889 (Two Lakhs Eighty-Eight Thousand Eight Hundred and Eighty-Nine) at the price of INR 4,500/- (Indian Rupees Four Thousand and Five Hundred Only) per Equity Share.
- The total amount utilized in the Buyback is INR 130,00,00,500/- (Indian Rupees One Hundred Thirty Crores and Five Hundred Only) excluding the transaction cost.
- The Registrar to the Buyback, Link Intime India Private Limited, considered a total of 1,17,806 valid bids for 21,02,311 Equity Shares in response to the Buyback, which is approximately 7.28 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids received/considered by the Registrar to the Buyback are set out below.

Category of Shareholders	No. of Equity shares reserved in Buyback	No. of Valid Bids	Total Valid Equity Shares Validly Tendered	% Response
Reserved category for Small Shareholders	43,334	1,16,243	1,99,099	4.60
General category of other Eligible Shareholders	2,45,555	1,563	19,03,212	7.75
Total	2,88,889	1,17,806	21,02,311	7.28

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection dated September 12, 2024 was sent by Registrar to the Buyback to the Eligible Shareholders, on Thursday, September 12, 2024 (by email where the email id is registered with the Company or the depositories) and dispatched on Thursday, September 12, 2024 (through physical intimation where email id is not available).
- The settlement of all valid bids was completed by the Indian Clearing Corporation Limited ("Clearing Corporation") on Thursday, September 12, 2024. Clearing Corporation has made direct funds payout to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If any Eligible Shareholders' bank account details were not available or if the funds transfer instruction was rejected by Reserve Bank of India or relevant bank, due to any reason, then such funds were transferred to the concerned Seller Members for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
- Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on Thursday, September 12, 2024. The unaccepted dematerialized Equity Shares were also returned to respective Seller Member(s) / Custodian(s) by the Clearing Corporation on Thursday, September 12, 2024. No Equity Shares were tendered in physical form in the Buyback.
- The extinguishment of 2,88,889 Equity Shares accepted under the Buyback Offer is currently under process and will be completed in accordance with the SEBI Buyback Regulations on or before Tuesday September 24, 2024.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

- The capital structure of the Company pre and post Buyback is as under:

Particulars	Pre-Buyback	Post Buyback
Authorised Share Capital	Rs. 40,00,00,000 (4,00,00,000 Equity Shares)	Rs. 40,00,00,000 (4,00,00,000 Equity Shares)
Issued Subscribed and Paid-up Equity Capital	Rs. 22,96,16,870 (2,29,61,687 Equity Shares)	Rs. 22,67,27,980 (2,26,72,798 Equity Shares)#

Subject to extinguishment of 2,88,889 Equity Shares accepted in the Buyback.

- Details of the Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back under the Buyback are as mentioned below:

Sr. No.	Name of the Shareholder	No. of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post Buyback Equity Share Capital of the Company#
1.	Sudarshankumar Saraf	69,800	24.16	0.31
2.	Shakuntala Saraf	53,107	18.38	0.23
3.	Sharadkumar Madhoprasad Saraf HUF	22,654	7.84	0.10
4.	Navneet Kumar Saraf	14,515	5.02	0.06
5.	Abakkus Emerging Opportunities Fund-1	13,359	4.62	0.06
6.	Nidhi Saraf	5,581	1.93	0.02
7.	Ashish Kumar Saraf	5,186	1.80	0.02
8.	Priyanka Ashish Saraf	5,136	1.78	0.02
9.	Sharadkumar Saraf	4,179	1.45	0.02
10.	Mahindra Manulife Manufacturing Fund	3,296	1.14	0.01
11.	HDFC Mutual Fund - HDFC Childrens Gift Fund	3,259	1.13	0.01

Subject to extinguishment of 2,88,889 Equity Shares accepted in the Buyback.

- The shareholding pattern of the Company, prior to the Buyback (as of the Record Date, being August 27, 2024)

and post the completion of the Buyback is as follows:

Particulars	Pre-Buyback		Post-Buyback#	
	Number of Shares	% to the existing Equity Share Capital	Number of Shares	% to the Post Buyback Equity Share Capital
Promoters and persons acting in concert (Collectively "the Promoter & Promoter Group")	1,71,32,736	74.61	1,69,46,826	74.75
Foreign Investors (Including Non-Resident Indians, FII's)	7,42,011	3.23	57,25,972	25.25
Financial Institutions/Banks & Mutual Funds promoted by Banks/ Institutions and Insurance Companies	4,37,938	1.91		
Others (Public, Public Bodies Corporate etc.)	46,49,002	20.25		
Total	2,29,61,687	100.00	2,26,72,798	100.00

Subject to extinguishment of 2,88,889 Equity Shares of the Company.

4. MANAGER TO THE BUYBACK



Systematix Corporate Services Limited

The Capital, A-Wing, 6th Floor, No. 603-606, Plot No. C-70, G-Block, Bandra-Kurla Complex (BKC), Bandra (East), Mumbai 400 051, Maharashtra, India.
Telephone: +91-22-6704 8000
Fax: +91-22-6619 8029
Contact Person: Ms. Jinal Sanghvi
Email: ecm@systematixgroup.in
Website: www.systematixgroup.in
SEBI Registration Number: INM000004224
Validity Period: Permanent

5. DIRECTORS RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement and confirms that this Post Buyback Public Announcement contains true, factual and material information and does not contain any misleading information. This Post Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee on September 13, 2024.

For and on behalf of the Board of Directors of Technocraft Industries (India) Limited

Sd/-
Sharad Kumar Saraf
Chairman & Managing Director
DIN: 00035843

Sd/-
Sudarshan Kumar Saraf
Co-Chairman & Managing Director
DIN: 00035799

Sd/-
Neeraj Rai
Company Secretary
Membership No. F6858

Date: September 13, 2024

Place: Mumbai