



TECHNOCRAFT INDUSTRIES (INDIA) LIMITED

Corporate Identification Number (CIN): L28120MH1992PLC069252

Registered Office: Plot No. 47 "Opus Centre", Second Floor, Central Road, Opposite Tunga Paradise Hotel, MIDC, Andheri (East), Mumbai – 400 093, Maharashtra, India.

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Contact Person: Mr. Neeraj Rai, Company Secretary

POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TECHNOCRAFT INDUSTRIES (INDIA) LIMITED

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 December 19, 2022 published on December 20, 2022 ("Public Announcement"), the Letter of Offer dated January 19, 2023 ("Letter of Offer") and Offer Opening Advertisement dated January 30, 2023 published on January 31, 2023 ("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 15,00,000 (Fifteen Lakhs only) fully paid-up equity shares of face value of Rs. 10 each ("Equity Shares") at a price of Rs. 1,000/- (Rupees One Thousand only) per Equity Share ("Buyback Price"), payable in cash, for an aggregate amount of Rs.150,00,00,000/- (Rupees One Hundred Fifty Crores only) ("Buyback Offer Size") from the Eligible Shareholders holding Equity Shares as on December 30, 2022 ("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 12.88% and 8.40% 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, 2022, 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 6.13% 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 Wednesday, February 01, 2023 and ended on Tuesday, February 14, 2023.

2. DETAILS OF BUYBACK

- The total number of Equity Shares bought back by the Company in the Buyback were 15,00,000 (Fifteen Lakhs only) at the price of Rs. 1,000/- (Rupees One Thousand only) per Equity Share.
- The total amount utilized in the Buyback is Rs.150,00,00,000/- (Rupees One Hundred Fifty Crores only) excluding the transaction cost.
- The Registrar to the Buyback, Link Intime India Private Limited, considered a total of 9,399 valid bids for 19,72,535 Equity Shares in response to the Buyback, which is approximately 1.32 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	2,25,000	9,074	86,649	38.51%
General category of other Eligible Shareholders	12,75,000	325	18,85,886	147.91%
Total	15,00,000	9,399	19,72,535	131.50%

- 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 Wednesday, February 22, 2023 was sent by Registrar to the Buyback to the Eligible Shareholders, on Wednesday, February 22, 2023 (by email where the email id is registered with the Company or the depositories) and dispatched on Wednesday, February 22, 2023 (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 Wednesday, February 22, 2023. 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 Wednesday, February 22, 2023. The unaccepted dematerialized Equity Shares were also returned to respective Seller Member(s) / Custodian(s) by the Clearing Corporation on Wednesday, February 22, 2023. No Equity Shares were tendered in physical form in the Buyback.
- The extinguishment of 15,00,000 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 Wednesday, March 01, 2023.

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 24,46,16,870 (2,44,61,687 Equity Shares)	Rs. 22,96,16,870 (2,29,61,687 Equity Shares)*

* Subject to extinguishment of 15,00,000 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	3,62,554	24.17%	1.58%
2.	Shakuntala Saraf	2,75,847	18.39%	1.20%
3.	Ashrit Holdings Limited	1,80,230	12.02%	0.78%
4.	Sharadkumar Madhoprasad Saraf HUF	1,17,671	7.84%	0.51%
5.	Anil Kumar Goel	99,957	6.66%	0.44%
6.	Navneet Kumar Saraf	75,397	5.03%	0.33%
7.	Nidhi Saraf	28,990	1.93%	0.13%
8.	Ashish Kumar Saraf	26,940	1.80%	0.12%
9.	Priyanka Ashish Saraf	26,678	1.78%	0.12%
10.	Sharadkumar Saraf	21,707	1.45%	0.09%
11.	Pushpa Vinod Saboo	19,231	1.28%	0.08%

* Subject to extinguishment of 15,00,000 Equity Shares accepted in the Buyback.

- The shareholding pattern of the Company, prior to the Buyback (as of the Record Date, being December 30, 2022) and post the completion of the Buyback is as follows:

Particulars	Pre -Buyback		Post -Buyback*	
	Number of Equity Shares	% to the existing Equity Share Capital	Number of Equity Shares	% to the Post Buyback Equity Share Capital
Promoters and persons acting in concert (Collectively "the Promoters")	18,267,348	74.6774	17,132,736	74.6144
Foreign Investors (Including Non- Resident Indians, FIs)	725,675	2.9666	5,828,951	25.3856
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions and Insurance Companies	-	0.0000		
Others (Public, Public Bodies Corporate etc.)	5,468,664	22.3560		
Total	24,461,687	100.0000	22,961,687	100.0000

*Subject to extinguishment of 15,00,000 Equity Shares of the Company.

4. MANAGER TO THE BUYBACK OFFER



SYSTEMATIX GROUP
Investments Re-defined

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:** +91-22-6704 8029

Contact Person: Ms. Jinal Sanghvi

Email: ecm@systematixgroup.in **Website:** www.systematixgroup.in

SEBI Registration Number: INM000004224 **Validity Period:** Permanent

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

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: February 23, 2023

Place: Mumbai.