

SEBI Regn. No. INM000011872

September 11, 2024

To,
The General Manager,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

By E-Mail

Dear Sir(s),

BSE Scrip Code: 522029; NSE Symbol: WINDMACHIN

Sub: Submission of Advertisements ‘Recommendation of Committee of Independent Directors’ and ‘Pre-Offer cum Corrigendum cum Addendum Advertisement’ in relation to the open offer to the equity shareholders of Windsor Machines Limited under the Securities and Exchange Board of India (Substantial acquisition of Shares and Takeovers) Regulations 2011, as amended (“Takeover Code”)

We, Choice Capital Advisors Private Limited (SEBI Regn. No. INM000011872), have been appointed as Manager to the Open Offer (“**Open Offer**”) to the equity shareholders of Windsor Machines Limited (“**Target Company**”), a company listed on the BSE Limited and the National Stock Exchange of India Limited (NSE). The Open Offer is being made pursuant to Regulations 3(1) and 4 read with 13(1) and 15(1) of the Takeover Code for the purpose of substantial acquisition of equity shares and control by **Plutus Investments and Holding Private Limited** (“**Acquirer**”).

The Open Offer is to acquire upto **1,68,82,268** (One Crore Sixty Eight Lakhs Eighty Two Thousand Two Hundred and Sixty Eight) Equity Shares of face value of ₹ 2/- each (“**Equity Shares**”) representing 26.00% fully paid-up equity shares 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 at a price of ₹ **100.00** (Rupees One Hundred Only) per fully paid Share, consequent to the acquisition of 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares, constituting 53.90% of the Voting Share Capital of the Target Company through Share Purchase Agreement dated June 18, 2024 (“**SPA**”) entered into between the Acquirer and Castle Equipments Private Limited, the promoter seller.

In this connection, we enclose herewith a news paper cutting of Advertisement ‘Recommendation of Committee of Independent Directors’ appeared in the newspapers on September 10, 2024, and ‘Pre-Offer cum Corrigendum cum Addendum Advertisement’ appeared in the newspapers on September 11, 2024 where Detailed Public Statement (DPS) was published, for your kind perusal.

Thanking you,

Yours faithfully,

For Choice Capital Advisors Private Limited
(SEBI Regn. No. INM000011872)

Nimisha Joshi
Vice President
Contact No. 9819252365
Encl.:- a.a.

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