

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF AKG EXIM LIMITED UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (“TAKEOVER REGULATIONS”)**

**Open Offer (“Offer”)** for acquisition of 82,62,000 (Eighty Two Lakhs Sixty Two Thousand) fully paid-up equity shares of face value of ₹ 10 each (“Equity Shares”), representing 26.00% of the Voting Equity Share Capital of AKG Exim Limited (“Target Company”), as of the tenth working day from the closure of the tendering period of the open offer (“Voting Share Capital”), from the eligible shareholders of the Target Company for cash at a price of ₹ 15.00 (Indian Rupees Fifteen only) per Equity Share (“Offer Price”) by Mr. Kalapi Vinit Nagada (“Acquirer”).

This Public Announcement is being issued by Sun Capital Advisory Services Private Limited (“**Manager to the Offer**”), for and on behalf of the Acquirer, to the Public Shareholders of the Target Company pursuant to and in compliance with, among others, Regulations 3(1) and 4 read with Regulation 15(1) and other applicable regulations, if any, of the Takeover Regulations. No Person is Acting in Concert (“**PAC**”) with the Acquirer for the purpose of this Open Offer.

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

- a) “**Public Shareholders**” shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the Acquirer, existing members of the promoter and promoter group of the Target Company and the parties to the underlying Share Purchase Agreement including persons deemed to be acting in concert with such parties to the Share Purchase Agreement, pursuant to and in compliance with the Takeover Regulations.
- b) “**Voting Share Capital**” means the fully diluted equity voting share capital of the Target Company as of tenth working day from the closure of the tendering period of the Offer i.e. 3,17,76,576 Equity Shares.

## **1. OFFER DETAILS**

- 1.1 **Offer Size:** The Acquirer hereby makes this Open Offer to all the Public Shareholders of the Target Company to acquire 82,62,000 (Eighty Two Lakhs Sixty Two Thousand) fully paid-up equity shares of the Target Company of face value of Rs. 10 each (“**Offer Share**”) representing 26.00% (Twenty Six percent) of the Voting Equity Share Capital, at a price of ₹ 15.00 (Indian Rupees Fifteen only) per Offer Share (“**Offer Price**”) aggregating to ₹ 1,239.30 Lakh (Indian Rupees One Thousand Two Hundred and Thirty Nine Lakh and Thirty Thousand Only), subject to the terms and conditions mentioned in this Public Announcement, the Detailed Public Statement and the Letter of Offer to be issued in accordance with the Takeover Regulations (“**Offer Size**”).

- 1.2 **Offer Price / Consideration:** ₹ 15.00 (Indian Rupees Fifteen only) per Offer Share, is calculated in accordance with Regulation 8(2) of the Takeover Regulations, aggregating to a consideration of ₹ 1,239.30 Lakh (Indian Rupees One Thousand Two Hundred and Thirty Nine Lakh and Thirty Thousand Only), assuming full acceptance in the Offer. In terms of Regulation 2(1)(j) of the Takeover Regulations, the Equity Shares are frequently traded on the National Stock Exchange of India Limited.
- 1.3 **Mode of Payment:** The Offer Price will be paid in cash by the Acquirer, in accordance with the provisions of Regulation 9(1)(a) of the Takeover Regulations.
- 1.4 **Type of Offer:** The Offer is a mandatory offer in compliance with Regulations 3(1) and 4 of the Takeover Regulations as the Acquirer has intention to acquire the substantial number of equity shares, voting rights and control over the Target Company.
- 1.5 **Other Offer Details:** This Offer is not subject to any minimum level of acceptance. The Acquirer does not have any intention to delist the Target Company through this Offer.

## 2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)

The Acquirer has intention to acquire the substantial number of equity shares, voting rights and control over the Target Company. The Acquirer has entered into a share purchase agreement on October 9, 2025, pursuant to which the Acquirer has agreed to acquire 73,39,200 Equity Shares at an agreed purchase price is ₹ 13.00 per Equity Share, representing 23.10% of the Voting Share Capital, from one of the existing promoters and promoter group entities, of the Target Company.

Details of Underlying Transaction						
Type of Transaction (direct / indirect)	Mode of Transaction (Agreement/ Allotment/ Market purchase)	Shares / Voting rights acquired/ proposed to be Acquired		Total Consideration for Equity Shares /VRs acquired	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number of Equity Shares	% vis a vis total Equity / voting capital			
Direct Acquisition	Share Purchase Agreement	73,39,200	23.10%	₹ 954.10 Lakh	Cash	Regulations 3(1) and 4 of Takeover Regulations as the Acquirer has intention to take control on the Target Company

### 3. ACQUIRER & PERSONS ACTING IN CONCERT (PAC)

Details	Acquirer
Name of Acquirer(s)/ (PACs)	Mr. Kalapi Vinit Nagada
Address	402, 4th Floor, Shirin Towers, Shradhanand Road, Vile Parle (East), Mumbai, Maharashtra – 400057.
Name(s) of persons in control /promoters of Acquirers/ PACs where Acquirer/ PAC are companies	NA
Name of the Group, if any, to which the Acquirer(s)/PAC belong	NA
Pre Transaction shareholding: <ul style="list-style-type: none"> <li>Number of the Equity Shares</li> <li>% of total existing share capital</li> </ul>	Nil Nil
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming no Equity Shares are tendered in the Open Offer): <ul style="list-style-type: none"> <li>Number of the Equity Shares</li> <li>% of total Voting Equity Share Capital</li> </ul>	73,39,200 23.10%
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming entire 26% is tendered in the Open Offer): <ul style="list-style-type: none"> <li>Number of the Equity Shares</li> <li>% of total Voting Equity Share Capital</li> </ul>	1,56,01,200 49.10%
Any other interest in the TC	Nil

Note: There are no persons acting in concert in this Offer within the meaning of Regulation 2(1)(q) of the Takeover Regulations.

### 4. DETAILS OF SELLING SHAREHOLDERS

Name of the Selling Shareholder	Part of Promoter group (Yes/ No)	Details of shares / voting rights held by the selling shareholder			
		Pre Transaction		Post Transaction	
		Number of Shares	%	Number of Shares	%
MAHIMA GOEL	Yes	1,18,82,182	37.39	45,42,982	14.30

## **5. TARGET COMPANY**

5.1 **Name:** AKG Exim Limited

5.2 **Corporate Identification Number:** L00063HR2005PLC119497

5.3 **Registered Office:** Unit No. 237, 2<sup>nd</sup> Floor, Tower-B, Spazedge, Sector-47, Sohna Road, Gurgaon, 122018, Haryana, India.

5.4 **Exchange where listed:** The Equity Shares of the Target Company are listed on National Stock Exchange of India Limited (“NSE”) and having NSE Symbol: AKG; and ISIN: INE00Y801016.

## **6. OTHER DETAILS**

6.1 The Detailed Public Statement to be issued under the Takeover Regulations shall be published in newspapers, within five (5) working days of this public announcement, in accordance with Regulations 13(4) and 14(3) of the Takeover Regulations on or before October 16, 2025.

6.2 The Acquirer undertakes that he is fully aware of and will comply with his obligations laid down in the Takeover Regulations and that he has adequate financial resources to meet his obligations in relation to the Offer, in terms of Regulation 25(1) of the Takeover Regulations.

6.3 This Offer is not a competing offer in terms of Regulation 20 of the Takeover Regulations.

6.4 This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations.

6.5 In this Public Announcement, any references to “₹” or “Rs.” or “INR” are references to Indian Rupees.

6.6 Any term used in this Public Announcement but not defined, shall have the meaning ascribed to it under the Takeover Regulations.

6.7 This Open Offer is subject to the terms and conditions mentioned in this Public Announcement, the Detailed Public Statement and the Letter of Offer that are proposed to be issued in accordance with the Takeover Regulations.

6.8 The information pertaining to the Target Company contained in this Public Announcement has been obtained from publicly available sources and/or the Target Company. The information pertaining to the selling shareholder(s) contained in this Public Announcement has been obtained from the selling shareholder(s).

## ISSUED BY MANAGER TO THE OFFER



### Sun Capital Advisory Services Private Limited

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**SEBI Registration No.:** INM000012591

**CIN:** U67190MH2006PTC159258

### BY THE ACQUIRER

Sd/-

**Kalapi Vinit Nagada**  
(The Acquirer)

**Date:** October 9, 2025

**Place:** Mumbai