

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) AND OTHER APPLICABLE REGULATIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF

FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF  
**ORTIN GLOBAL LIMITED**

**Registered Office:** D. No. 1-8-305, Ground Floor, Chikkadpally, Musheerabad (Delivery),  
Hyderabad, Telangana 500020, India

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**Website:** [www.ortinlabsindia.com](http://www.ortinlabsindia.com); **CIN:** L68200TG1986PLC006885

OPEN OFFER FOR ACQUISITION OF UPTO 21,14,162 (TWENTY ONE LAKHS FOURTEEN THOUSAND ONE HUNDRED SIXTY TWO ONLY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH (**"OFFER SHARES"**) REPRESENTING 26.00% OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF ORTIN GLOBAL LIMITED (**"TARGET COMPANY"**) AT A PRICE OF ₹ 14.65/- (RUPEES FOURTEEN AND SIXTY FIVE PAISA ONLY) PER EQUITY SHARE FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY, BY MR. PARVEEN SATIJA (**"ACQUIRER"**) 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 Detailed Public Statement (**"DPS"**) is being issued by **Rarever Financial Advisors Private Limited**, the Manager to the Offer (**"Manager"**), for and on behalf of the Acquirer to all the Public Shareholders of the Target Company pursuant to and in compliance with Regulation 4 read with 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto (**"SEBI SAST Regulations"**) and pursuant to the Public Announcement (**"PA"**) dated February 10, 2026 in relation to the Offer, which was filed with the BSE Limited (**"BSE"**), National Stock Exchange of India Limited (**"NSE"**) and the Securities and Exchange Board of India (**"SEBI"**) on February 10, 2026 and sent to the Target Company on February 10, 2026, in terms of Regulation 4 read with other applicable regulations of the SEBI (SAST) Regulations, 2011, if any.

For the purposes of this DPS, the following terms shall have the meanings assigned to them below:

**"Acquirer"** refers to Mr. Parveen Satija, s/o Mr. Ram Sarup Satija aged about 55 years, residing at 304-B Block Lok Vihar, Pitam Pura, North West Delhi, Delhi-110034;

**"Equity Shares"** means fully paid-up equity shares of the Target Company of Face Value of ₹ 10/- (Rupees Ten Only) each;

**"Identified Date"** shall mean the date falling on the 10<sup>th</sup> working day prior to the commencement of the Tendering Period (*as defined below*), for the purpose of determining the Public Shareholders to whom the Letter of Offer in relation to this Offer (the **"Letter of Offer"** or **"LoF"**) shall be sent.

**"Offer Period"** has the same meaning as ascribed to it in the **"SEBI (SAST) Regulations, 2011"**

**"Offer Size"** means acquisition up to **21,14,162 (Twenty One Lakh Fourteen Thousand One Hundred Sixty Two Only)** Equity Shares of face value of ₹ 10/- (Rupees Ten Only) representing 26% of the Voting Equity Share Capital of the Target Company, subject to the terms and conditions mentioned in the Public Announcement and to be set out in the Detailed Public Statement (**"DPS"**) and the Letter of Offer (**"LoF"**) proposed to be issued in accordance with the SEBI (SAST) Regulations, 2011;

**"Offer Price"** means an offer price of ₹ 14.65/- (**Rupees Fourteen and Sixty-Five Paisa only**) per Share (**"Offer Price"**). The Equity Shares of the Target Company are frequently traded within

the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations, 2011. The Offer Price has been determined in accordance with the provisions of Regulation 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011. Assuming full acceptance under this Open Offer, the aggregate consideration payable to the Public Shareholders in accordance with the SEBI (SAST) Regulations, 2011 will be **₹3,09,72,473.30/- (Rupees Three Crore Nine Lakh Seventy-Two Thousand Four Hundred and Seventy-three and Thirty Paise Only)** ("Offer Size");

**"Paid-up Equity Share Capital"** means ₹ 8,13,13,920/- (Rupees Eight Crore Thirteen Lakhs Thirteen Thousand Nine Hundred and Twenty Only) divided into 81,31,392 (Eighty-One Lakhs Thirty-One Thousand Three Hundred and Ninety-Two) equity shares of Face Value of ₹ 10/- (Rupees Ten Only) each.

**"Promoter Sellers"** means Mr. Murali Krishna Murthy Sanka, Mrs. Venkata Sujatha Sanka, Mrs. Lakshmi Sravani Dasari and Mr. Sanka Tandav Krishna.

**"Public Shareholders"** means all the equity shareholders of the Target Company excluding (i) the Promoters and members of the Promoter Group of the Target Company; (ii) the Acquirer and any Persons Deemed to be Acting in Concert with the Acquirer; and (iii) the Parties to the SPA (as defined below) and any Persons Deemed to be Acting in Concert with the parties to the SPA.

**"SPA"** means Share Purchase Agreement executed on February 10, 2026, between Acquirer and Promoter Sellers.

**"Stock Exchange"** means the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE);

**"Tendering Period"** has the meaning ascribed to it under the SEBI (SAST) Regulations, 2011;

**"Voting Share Capital"** means the total voting Equity Share Capital of the Target Company on a fully diluted basis as of the 10<sup>th</sup> (Tenth) Working Day from the closure of the Tendering Period of the Open Offer;

**"Working Day"** means any working day of the Securities and Exchange Board of India;

## **I. ACQUIRER, SELLERS, TARGET COMPANY AND OFFER**

### **1. Information about the Acquirer**

#### **1.1. Mr. Parveen Satija ("ACQUIRER")**

**1.2.** Mr. Parveen Satija, S/o Mr. Ram Sarup Satija, aged 55 years, having a residential address at 304-B Block Lok Vihar, Pitam Pura, North West Delhi, Delhi-110034. Ph. No. +91-9811029236; E-mail id: [satijaparveenonline@gmail.com](mailto:satijaparveenonline@gmail.com). Acquirer holds valid Passport and Permanent Account Number in India.

**1.3.** Acquirer has completed Bachelor of Commerce from Punjab University, Chandigarh. Mr. Parveen Satija having more than 20 years of experience He is an Indian business professional associated with corporate leadership roles in India. He has served as a Director in private limited companies and is experienced in board-level oversight, statutory compliance, and strategic supervision of business operations. His professional engagements reflect long-term involvement in privately held enterprises with a focus on governance and operational stability.

Name(s) of the Companies in which the Acquirer holds Directorship:

Sr.	Name of the Companies	Name of Acquirer
1.	Samsung Electro Product Private Limited	Mr. Parveen Satija (DIN: 00197648)

**1.4.** As on the date of the Detailed Public Statement (DPS), the Acquirer has no relationship or interest in the Target Company, except for the contractual arrangement (i.e., the SPA) in relation to the Underlying Transaction, as detailed in Part I (Background to the Open Offer) of this Detailed Public Statement, that has triggered this Open Offer.

- 1.5.** Pursuant to the contractual arrangement (i.e., the SPA) he will hold 1.23 % of Equity Share Capital in the Target Company.
- 1.6.** Presently, the Acquirer is not on the Board of the Target Company and does not have any other interest in the Target Company.
- 1.7.** The Acquirer confirms that, there is/are no person acting in concert with him in relation to this Offer within the meaning of 2(1)(q)(1) of the Takeover Regulation.
- 1.8.** The Net worth of the Acquirer as on January 27, 2026 is INR 8.54 Crores and the same is certified by M/s. Jay M. Shah & Co., Chartered Accountant (Proprietor having Membership No. 156245) having its office at 605 & 606, Maple Trade Center, Nr. Surdhara Circle, SAL Hospital Road, Memnagar, Ahmedabad - 380052 vide his certification dated January 31, 2026 (UDIN: 26156245HLJFBS1530) and have certified that the firm arrangements for funds have been made by the Acquirers for fulfilling its obligations under the Open Offer.
- 1.9.** The Acquirer is not part of any group of the Target Company.
- 1.10.** The Acquirer hereby confirm that he have not been debarred or prohibited by SEBI from accessing the stock market or dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992 as amended or under any other regulation made under the SEBI Act.
- 1.11.** The Acquirer has confirmed that he is not categorized as a "Wilful Defaulter" in terms of Regulation (1)(ze) of the SEBI (SAST) Regulations, 2011. Acquirer further confirms that the Acquirer and other companies in which he is the promoter and/or director, are not appearing in the wilful defaulter's list of the Reserve Bank of India.
- 1.12.** The Acquirer and the other companies, in which he is the promoter and/or director, has not been prohibited from assessing the capital market under any order/direction passed by SEBI.
- 1.13.** Based on the information available, the Acquirer has not been declared as a Fugitive Economic Offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018) as per Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.
- 1.14.** Acquirer undertakes that he will not sell the Equity Shares of the Target Company during the Offer period in terms of Regulation 25(4) of SEBI (SAST) Regulations.
- 1.15.** The Acquirer is not a director on the board of the Target Company.
- 1.16.** Upon sale of the shareholding of the Promoter sellers in the Target Company pursuant to the Share Purchase Agreement, they will cease to be members of the promoter and promoter group of the Target Company in accordance with the applicable law. The existing Promoter Sellers will transfer control and management of the Target Company to the Acquirer and submit an application for reclassification from the 'Promoter and Promoter Group' categories, in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations ('SEBI (LODR) Regulations').
- 1.17.** The Acquirer undertakes that during the Offer Period, every acquisition of Equity Shares of the Target Company made by the Acquirer or by persons acting in concert with him, if any, shall be disclosed in the manner specified, to each of the Stock Exchanges on which the Equity Shares of the Target Company are listed and to the Target Company at its registered office, within twenty-four (24) hours of such acquisition, in accordance with Regulation 18(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Further, the Acquirer and persons acting in concert with him shall not acquire or sell any Equity Shares of the Target Company during the period commencing from three (3) working days prior to the commencement of the Tendering Period and until the expiry/closure of the Tendering Period.

## 2. Information about the Promoter Sellers

2.1. The details of the Promoter Sellers under the Share Purchase Agreement are as follows:

Name & Address of Promoter Sellers	Nature of Entity	Part of Promoter / Promoter Group (Yes/No)	Details of Equity Shares / Voting Rights held by the Promoter Sellers			
			Pre Transaction*		Post Transaction	
			No. of Equity Shares	%	No. of Equity Shares	%
Murali Krishna Murthy Sanka <b>Address:</b> 8-182/B Chikkadpally, Musheerabad, Hyderabad Andhra Pradesh – 500020	Individual	Yes	17,844	0.22	Nil	Nil
Venkata Sujatha Sanka <b>Address:</b> 8-182/B Chikkadpally, Musheerabad, Hyderabad, Andhra Pradesh – 500020		Yes	21,944	0.27	Nil	Nil
Lakshmi Sravani Dasari <b>Address:</b> 8-182/B Chikkadpally, Musheerabad, Hyderabad, Andhra Pradesh – 500020		Yes	20,000	0.24	Nil	Nil
Sanka Tandav Krishna <b>Address:</b> 8-182/B Chikkadpally, Musheerabad, Hyderabad Andhra Pradesh – 500020		Yes	40,512	0.50	Nil	Nil
Total			1,00,300	1.23%	Nil	Nil

\* Please note the difference, if any, in the percentage is due to rounding-off

\*As a percentage of Pre-Issue Equity Share Capital of the Target Company

- 2.2. The Promoter Sellers have not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992, as amended (“SEBI Act”) or under any other Regulations, made under the SEBI Act.
- 2.3. The equity shares held by the Promoter Sellers are free from all encumbrances and are not under lock-in.
- 2.4. The Promoter Sellers have confirmed they have not been categorized as a “Wilful Defaulter” in terms of Regulation (1)(ze) of the SEBI (SAST) Regulations, 2011. They further confirm that they and other companies, in which they were a promoter and/or directors, are not appearing in the wilful defaulter’s list of the Reserve Bank of India.
- 2.5. Based on the information available, the Promoter Sellers have not been declared a Fugitive Economic Offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) as per Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

## 3. Information about the Target Company (Ortin Global Limited):

- 3.1. The Target Company was originally incorporated as a private limited company under the Companies Act, 1956 on October 27, 1986 in the name of “**Ortin Laboratories Private Limited**” in the State of Andhra Pradesh. Subsequently, pursuant to the necessary special resolution passed by the shareholders on December 5, 1994, the Target Company was converted into a public limited company under Section 31/44 of the Companies Act, 1956 and a fresh certificate of incorporation was issued by the Registrar of Companies, Andhra Pradesh

on January 23, 1995, consequent to which the name of the Company was changed to “**Ortin Laboratories Limited**”. Further, pursuant to the approval of the shareholders and the Certificate of Incorporation issued by the Registrar of Companies, Central Processing Centre, the name of the Company was changed from “**Ortin Laboratories Limited**” to “**Ortin Global Limited**” with effect from **June 14, 2024**. The Corporate Identification Number (CIN) of the Company is **L68200TG1986PLC006885**.

- 3.2. The Equity Shares of the Target Company are presently listed on BSE Limited (Security Code: 539287) and National Stock Exchange of India Limited (Security Symbol: ORTINGLOBE).
- 3.3. The ISIN of the Equity Shares of the Target Company is INE749B01020. The Equity Shares of the Target Company have not been delisted from any stock exchange in India.
- 3.4. The Target Company are Frequently Traded on BSE and NSE in terms of SEBI Takeover Regulation.
- 3.5. The Target Company is engaged in the business of manufacturing, processing, importing, exporting, buying, selling and otherwise dealing in a wide range of chemicals including heavy, fine, industrial, pharmaceutical, organic, inorganic and aromatic chemicals, and in all kinds of medicines, medicinal preparations and drugs. The Company is also authorized to manufacture, process, trade and deal in food preparations, food supplements and beverages, as well as in various healthcare, wellness and personal care products including ayurvedic, homeopathic, allopathic and other medicinal systems’ products such as drugs, medicines, vitamins, tonics, herbal products, ointments, chemicals, spirits, mixtures, powders, tablets, pills, capsules, injections, balms, oils, compounds, extracts, tinctures, cosmetics, toiletries, soaps, detergents, shampoos, creams, scents, perfumes and other related products, and to undertake allied and ancillary activities connected therewith, in accordance with its Memorandum of Association.
- 3.6. The Registered Office of the Target Company is situated at D. No. 1-8-305, Ground Floor, Chikkadpally, Musheerabad (Delivery), Hyderabad, Hyderabad, Telangana, India, 500020  
Tel. No. +91 9052011118, Email: [info@ortinlabsindia.com](mailto:info@ortinlabsindia.com) , Web: [www.ortinlabsindia.com](http://www.ortinlabsindia.com)
- 3.7. The Authorized Share Capital of the Target Company is ₹ 9,60,00,000/- comprising of 96,00,000 Equity Shares of ₹ 10/- each. The paid-up Equity Share Capital of the Target Company is ₹ 8,13,13,920/- comprising 81,31,392 Equity Shares of ₹ 10/- each fully paid up.
- 3.8. As on the date of DPS, there are no partly paid-up equity shares. There are no outstanding warrants or options or similar instruments, convertible into Equity Shares at a later stage. No Equity Shares are subject to any lock-in obligations.
- 3.9. The Target Company has complied with all the provisions of the listing agreement under the SEBI (LODR) Regulations, 2015 from time to time and there are no punitive actions except the following instances of non-compliance mentioned hereunder:

*No penal action had been initiated by the BSE & NSE and no punitive action taken from BSE & NSE except the levy of penalties as follows:*

S. No.	Regulation	Non-Compliance	Year	Action taken by BSE and NSE	Action taken by Company
1	Regulation 6(1)	Non-Appointment of Company Secretary and Compliance Officer	2024-25	Fine of Rs. 56,000/- plus GST	The Company has paid the fine amount and Mrs. Madhu Mala Solanki was

					appointed as Company Secretary and Compliance officer of the Company.
2	Regulation 33	Delay in compliance with provisions of Regulation 33 of SEBI (LODR) Regulations, 2015 – The Company has delayed in submitting the audited financial results for the quarter and year ended 31.03.2021 with the extended due date i.e., 30.06.2021.	2021-22	The Company was asked to pay the penalty of Rs. 53,100/- including taxes towards the noncompliance	The Company has paid the fine amount.
3	Regulation 6(1)	Non-appointment of qualified company secretary cum compliance officer for the period 01.04.2020 to 23.07.2020	2020-21	Fine of Rs. 1,10,920/- including all taxes.	The Company has paid the amount.

**3.10.** As on the date of this DPS, there is no subsidiary or holding company.

**3.11.** Summary of Unaudited Financials for the Quarter ended on December 31, 2025 and Audited Financial Statements for the Financial Years ended March 31, 2025, March 31, 2024 and March 31, 2023 are as follows:

*(Amount in Lakhs)*

Particulars	Unaudited Financial Statement for Nine Months period ending on	Audited Financial Statement for the Financial Year ending on March 31,		
	December 31, 2025	2025	2024	2023
Total Income	10.72	38.35	228.49	606.23
Net Profit/(Loss) for the year	(73.11)	(84.64)	(804.10)	(9.36)
Earnings per Share (₹ Per Share)	(0.90)	(1.04)	(9.89)	(0.12)
Net worth/ Shareholders' funds	124.64	197.75	282.39	1086.49

**3.12. The Present Board of Directors of Target Company are as follows:**

<b>SR.</b>	<b>NAME</b>	<b>DESIGNATION</b>	<b>DIN</b>
1	Murali Krishna Murthy Sanka	Managing Director	00540632
2	Prashant Prakash Sawant	Whole-Time director	11128335
3	Sarang Balbhimrao Patodekar	Non-Executive - Independent Director	08501875
4	Ajay Vishwakarma	Non-Executive - Independent Director	11163644
5	Mounika Pammi	Non-Executive - Independent Director	11111376
6	Pramod Dnyandeo Waghe	Director	10506276

**4. DETAILS OF THE OFFER**

- 4.1.** The Offer is being made by the Acquirer under the provisions of Regulations 4 of the SEBI (SAST) Regulations to acquire up to 21,14,162 (twenty one lakh fourteen thousand one hundred sixty two only) fully paid up equity shares having a face value of ₹ 10/- (rupees ten only) each ("offer shares") representing 26% of the Paid-Up Share Capital of the Target Company, at a price of ₹ 14.65/- (Fourteen Rupees and Sixty Five Paise Only) per fully Paid-Up Equity Share from the Public Shareholders of the Target Company.
- 4.2.** Assuming full acceptance, the total consideration payable by the Acquirer under this Offer at the Offer Price aggregates to ₹ 3,09,72,473.30/- (Rupees Three Crores Nine Lakhs Seventy Two thousand Four Hundred Seventy Three and Thirty Paise Only) payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, subject to the terms and conditions set out in the Offer Documents.
- 4.3.** The Offer is being made to all the eligible Public Shareholders of the Target Company in accordance with the Regulation 4 of the SEBI (SAST) Regulations, 2011.
- 4.4.** The Equity Shares of the Target Company accepted under the Offer will be acquired by all the Acquirer only as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof.
- 4.5.** This Offer is not conditional upon any minimum level of acceptance by the Equity Shareholders of the Target Company in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- 4.6.** This is not a competitive Offer in terms of Regulation 20 of SEBI (SAST) Regulations, 2011.
- 4.7.** This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.
- 4.8.** There are no conditions as stipulated in the Share Purchase Agreement, the meeting of which would be outside the reasonable control of the Acquirer, and in view of which the Offer might be withdrawn under Regulation 23(1) of the SEBI (SAST) Regulations.
- 4.9.** The Manager does not hold any Equity Shares in the Target Company as of the date of this DPS. The Manager further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer period.
- 4.10.** To the best of the knowledge and belief of the Acquirer, as on the date of this Detailed Public Statement, there are no statutory or other approvals required to implement the Offer of this Detailed Public Statement. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such other statutory approvals. The Acquirer will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 of the SEBI (SAST) Regulations. In the event of withdrawal, a

public announcement will be made within 2 (Two) Working Days of such withdrawal in the Newspapers and such public announcement will also be sent to SEBI, BSE, NSE and to the Target Company at its registered office.

- 4.11.** The Acquirer does not have any plan to dispose of or otherwise encumber any significant assets of the Target Company for the next 2 (Two) years from the date of closure of the Open Offer, except in the ordinary course of business of the Target Company, and except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company. In the event any substantial asset of the Target Company is to be sold, disposed of or otherwise encumbered other than in the ordinary course of business, the Acquirer undertake that they shall do so only upon the receipt of the prior approval of the shareholders of the Target Company, by way of a special resolution passed by postal ballot, in terms of Regulation 25(2) of SEBI (SAST) Regulations, 2011 and subject to the provisions of applicable law as may be required.
- 4.12.** If the aggregate number of Equity Shares validly tendered in this Offer by the Public Shareholders, is more than the Offer Size, then the Equity Shares validly tendered by the Public Shareholders will be accepted on a proportionate basis, in consultation with the Manager.
- 4.13.** Upon completion of the Offer, assuming full acceptance of the Offer, the Acquirer will hold 22,14,462 (Twenty Two Lakhs Fourteen Thousand Four Hundred and Sixty Two Only) Equity Shares representing 27.23% of the paid-up equity share capital of the Target Company as on the 10<sup>th</sup> (Tenth) working day after the closure of the Tendering Period. As per Regulation 38 of the SEBI (LODR) Regulations, read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR"), the Target Company is required to maintain a minimum public shareholding of at least 25%, as determined in accordance with the SCRR, on a continuous basis. However, pursuant to the completion of the Open Offer, the public shareholding of the Target Company may fall below the minimum public shareholding ("MPS") requirement prescribed under Rule 19A of the SCRR, read with the SEBI (LODR) Regulations. In such an event, the Acquirer shall undertake the necessary steps within the timelines specified under the SCRR to restore the public shareholding to the prescribed MPS level.

## **I. BACKGROUND TO THE OFFER**

1. The Acquirer has entered into the Share Purchase Agreement with the Promoter Sellers, on February 10, 2026, for the acquisition of 1,00,300 (One Lakh Three Hundred) fully paid up Equity Shares ("Sale Shares") of ₹ 10/- each representing 1.23% of the existing fully Paid Up Capital and Voting Equity Share Capital of Target Company at a Price of ₹ 14.65/- (Fourteen Rupees and Sixty Five Paise Only) per share aggregating to ₹ 14,69,395/- (Fourteen Lakh Sixty-Nine Thousand Three Hundred Ninety-Five Only) subject to the terms and conditions as mentioned in the SPA.
2. Pursuant to the acquisition under the SPA, the Acquirer is making an Open Offer in terms of Regulation 4 of the SEBI (SAST) Regulations, 2011. The Offer Price will be payable in cash by the Acquirer in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
3. The primary objective of the Acquirer in undertaking the acquisition of Equity Shares is to acquire control of the Target Company. Upon completion of the Open Offer and the underlying transactions, the Acquirer intends to expand the business operations and drive the next phase of growth of the Target Company.



## II. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed Shareholding of the Acquirer in the Target Company and the details of their acquisition are as follows:

Details		Acquirer	Total
Name & Address of Acquirer(s)		Mr. Parveen Satija 304-B Block Lok Vihar, Pitam Pura, North West Delhi, Delhi-110034	--
Name(s) of persons in control / promoters of Acquirers / PAC where Acquirers / PAC are companies		Not Applicable	--
Name of the Group, if any, to which the Acquirer belongs to		Not Applicable	--
Pre-transaction Shareholding	No. of Equity Shares	NIL	--
	% of Paid-up Equity Share Capital	NIL	--
Proposed shareholding after the acquisition of Equity Shares which Triggered the Open Offer (i.e. Post SPA)	No. of Equity Shares	1,00,300	1,00,300
	% of Voting Share Capital	1.23 %	1.23 %
Open Offer		21,14,162	21,14,162
Proposed shareholding after the acquisition of Equity Shares (including Offer Shares, assuming full acceptance) which triggered the Open Offer	No. of Equity Shares	22,14,462	22,14,462
	% of Voting Share Capital	27.23%	27.23%
Any other interest in the Target Company		As on date of this DPS, except for the execution of the Share Purchase Agreement, the Acquirer presently does not have any interest in the Target Company	

**Note:** As on the date of PA, Mr. Parveen Satija holds NIL Equity Shares in the Target Company. Through SPA, Mr. Parveen Satija will hold 1,00,300 Equity Shares representing 1.23 % (One Point Twenty Three Percent) of the Voting Share Capital of the Target Company. The Acquirers will become the Promoter of the Target Company and shall have control over the Target Company.

## III. OFFER PRICE

1. Presently, the Equity Shares of the Target Company are listed on BSE and NSE and having the, Script Code: **539287** and Script Symbol: **ORTINGLOBE** and the ISIN of Equity Shares of the Target Company is INE749B01020.
2. The annualized trading turnover in the Equity Shares of the Target Company based on trading volume during the Twelve calendar months prior to the month of PA (i.e. February 01, 2025 to January 31, 2026) is as set out below:

Stock Exchange	Time Period	Total Number of Equity Shares traded during the twelve calendar months prior to the month of PA	Total Number of listed Equity Shares	Annualized trading turnover (as % of total Equity Shares listed)
NSE	February 01, 2025 to January 31, 2026	41,20,362	81,31,392	50.67%
BSE	February 01, 2025 to January 31, 2026	15,95,882	81,31,392	19.63%

(Source: [www.nseindia.com](http://www.nseindia.com) & [www.bseindia.com](http://www.bseindia.com))

3. Based on the above information, the Equity Shares of the Target Company are Frequently traded on the exchange within the meaning of the explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations, 2011.
4. The Offer Price of ₹ 14.65/- (Rupees Fourteen and Sixty Five Paise Only) per Equity Share has been determined in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of the following:

Sr. No.	Particulars	Price (₹ per Equity Share)
A	The highest negotiated price per Equity Share of the Target Company for acquisition under any agreement attracts the obligation to make a PA of an Open Offer.	14.65/-
B	The volume-weighted average price paid or payable for acquisitions, whether by the acquirer or by any person acting in concert with him, during the 52 (Fifty-two) weeks immediately preceding the date of the public announcement.	Not Applicable
C	The highest price paid or payable for any acquisition, whether by the acquirer or by any person acting in concert with him, during the 26 (Twenty-six) weeks immediately preceding the date of the public announcement.	Not Applicable
D	The volume-weighted average market price of such Equity Shares for a period of sixty trading days immediately preceding the date of PA as traded on an exchange, provided such shares are frequently traded.	14.64/-
E	The per Equity Share value computed under Regulation 8(5) of the Takeover Regulations, if applicable.	Not Applicable
F	Where the shares are not frequently traded, the price determined by the Acquirers and the Manager taking into account valuation parameters including book value, comparable trading multiples and earnings per share.	Not Applicable

(Source: Share Valuation Report dated February 10, 2026, as certified by Mr. Shreyansh M. Jain, Registered Valuer (Reg. No. – IBBI/RV/03/2019/12124 having an office at 102, Kauttilya, F P No. 327, Khatodara, Surat - 395002, Gujarat; Tel. No.: +91 95582 19019 Email: [rvshreyanshmjain@gmail.com](mailto:rvshreyanshmjain@gmail.com) has valued the Equity Shares of Target Company is Rs. 14.65/-)

5. In view of the above parameters considered and presented in the table above, in the opinion of the Acquirer and Manager, the Offer Price of INR 14.64/- per Equity Share being the highest of the price mentioned above is justified in terms of Regulation 8(2) of SEBI (SAST) Regulations.

Accordingly the Offer price of INR 14.65/- is justified in terms of the SEBI (SAST) Regulations.

6. Since the date of the PA and as on the date of this DPS, there have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations.
7. The Offer Price may be adjusted in the event of any corporate actions like bonus, rights issue, stock split, consolidation, dividend, demergers, and reduction etc. where the record date for effecting such corporate actions falls between the date of this DPS up to 3 (three) Working Days prior to the commencement of the tendering period of the Offer, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.
8. If the Acquirer acquire or agrees to acquire any Equity Shares or voting rights in the Target Company during the Offer period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of SEBI (SAST) Regulations, 2011.
9. Provided that no such acquisition shall be made after the one working day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period. Further, in accordance with Regulations, 18(4) and 18(5) of the SEBI (SAST) Regulations, 2011, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing Offers or otherwise, the Acquirer will (i) make corresponding increases to the escrow amount (ii) make Public Announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify to BSE, NSE, SEBI and the Target Company at its registered office. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations, 2011.
10. If the Acquirer acquires Equity Shares of the Target Company during the period of 26 (Twenty-six) weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer will pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under the SEBI (SAST) Regulations, 2011, or pursuant to SEBI (Delisting of Equity Shares) Regulations, 2021, or open market purchases made in the ordinary course on the Stock Exchanges, not being negotiated acquisition of Equity Shares of the Target Company in any form.
11. As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Open Offer Price or Offer Size, the Acquirer shall comply with Regulation 18 of SEBI (SAST) Regulations, 2011, which is required to be fulfilled for the said revision in the Offer Price or Offer Size.
12. If there is any revision in the Offer Price on account of future purchases / competing offers, it will be done only up to the period prior to One (1) working day before the date of commencement of the tendering period and would be notified to the Shareholders.

#### **IV. FINANCIAL ARRANGEMENTS**

1. The Total Fund Requirement for the Open Offer (assuming full acceptances) for the acquisition up to 21,14,162 (Twenty One Lakh Fourteen Thousand One Hundred Sixty Two Only) Equity Shares from all the Public Shareholders of the Target Company at an Offer Price of ₹ 14.65/- (Rupees Fourteen and Sixty-Five Paise Only) per share aggregating to ₹ 3,09,72,473.30/- (Rupees Three Crore Nine Lakh Seventy-Two Thousand Four Hundred and Seventy-three and Thirty Paise Only). (**"Maximum Consideration"**).
2. The Acquirer has adequate financial resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The acquisition will be financed through the internal resources of the Acquirer and no borrowings from any bank and/or financial institution are envisaged.

3. The In accordance with Regulation 17 of SEBI (SAST) Regulations, the Acquirer and Manager to the Offer have entered into an escrow agreement with Axis Bank Limited ("Escrow Agent") on February 10, 2026 ("Escrow Agreement") and have opened an escrow account under the name and style of "**PARVEEN SATIJA - OPEN OFFER ESCROW ACCOUNT**" ("Escrow Account") with the Escrow Agent. In accordance with the requirements of Regulation 17 of the SEBI (SAST) Regulations, the Acquirer have deposited in cash an aggregate of ₹ 80,52,850/- (Rupees Eighty Lakhs Fifty Two Thousand Eight Hundred and Fifty Only) in the Escrow Account which is more than 25 % of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer have been authorized by the Acquirer to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated February 12 ,2026.
4. The Acquirer has authorized the Manager to Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
5. The Acquirer, the Manager and Axis Bank Limited, a Scheduled Commercial Bank and carrying on business as of banking in India under Banking Regulations, Act, 1949 registered office at Trishul, Opp. Samartheshwar Temple, Near Law Garden, Ellisbridge, Ahmedabad -380006, Gujarat, India and having one of its branch offices at Ground Floor, Shop No. 3, Sheetal Westpar, Nr. Ahmedabad One Mall, Vastrapur, Ahmedabad - 380015, Gujarat, India have entered into an Escrow Agreement dated February 10, 2026 and for the purpose of the Offer (the "Offer Escrow Agreement").
6. Mr. Jay M. Shah, Chartered Accountant of M/s. Jay M Shah & Co., having its office at 605 & 606, Maple Trade Center, Nr. Surdhara Circle, SAL Hospital Road, Memnagar, Ahmedabad – 380052 (Membership No.: 156245) vide his certificate dated January 31, 2026 certified that the Acquirer has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.
7. Based on the above and in the light of the escrow arrangements, the Manager to the Offer is satisfied (a) about the adequacy of resources to meet the financial requirements for the Open Offer and the ability of Acquirer to implement the Open Offer in accordance with the SEBI (SAST) Regulations, (b) that firm arrangements for payment through verifiable means have been put in place by the Acquirer to fulfill his obligations in relation to the Offer in accordance with the SEBI (SAST) Regulations.
8. In case of any upward revision in the Offer Price or Offer Size, the corresponding increase to the escrow amounts as mentioned above shall be made by the Acquirer in terms of Regulation 17(2) and 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

## **V. STATUTORY AND OTHER APPROVALS**

1. As on the date of this DPS, there are no statutory or other approvals required to implement the Offer. If any statutory approvals are required or become applicable prior to the completion of the Offer, the Offer would be subject to the receipt of such statutory approvals. The Acquirer will not proceed with the Offer in the event that such statutory approvals becoming applicable prior to completion of the Offer are refused in terms of Regulation 23 of SEBI (SAST) Regulations, 2011. In the event of withdrawal, a Public Announcement will be made within 2 (Two) Working days of such withdrawal, in the same newspapers in which this DPS has appeared.
2. If the holders of the Equity Shares who are not persons resident in India (including NRIs, OCBs and FIIs) had required any approvals (including from the RBI, the FIPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Equity Shares held by them in this Offer, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserve the right to reject such Equity Shares tendered in this Offer.

3. Subject to the receipt of the statutory and other approvals, if any, the Acquirer shall complete all procedures relating to the payment of consideration under this Offer within 10 (Ten) Working Days from the date of expiry of the Tendering Period to those eligible shareholders whose share certificates and/or other documents are found valid and in order and are accepted for acquisition by the Acquirer.
4. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirer for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirer agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirer in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
5. The Acquirer does not require any approval from financial institutions/banks in India for the Offer.

#### **VI. TENTATIVE SCHEDULE OF ACTIVITY**

This Open Offer is being made under Regulations 4 of the SEBI (SAST) Regulations, 2011, and the Acquirer will comply with provisions of SEBI (SAST) Regulations, 2011, as applicable.

<b>Activity</b>	<b>Date<sup>#</sup></b>	<b>Day</b>
Issue of Public Announcement	February 10, 2026	Tuesday
Publication of Detailed Public Statement in newspapers	February 17, 2026	Tuesday
Last Date for Filing of draft letter of Offer with SEBI	February 25, 2026	Wednesday
Last date for Public Announcement of a Competing Offer	March 12, 2026	Thursday
Last date for receipt of comments from SEBI on the draft letter of Offer (in the event SEBI has not sought clarification or additional information from the Manager)	March 20, 2026	Friday
Identified Date*	March 24, 2026	Tuesday
Last date for dispatch of the letter of Offer to the Public Shareholders	April 2, 2026	Thursday
Last date of publication by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	April 8, 2026	Wednesday
Last date for upward revision of the Offer Price and/or the Offer Size	April 9, 2026	Thursday
Advertisement of schedule of activities for Open Offer, the status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchanges and Target Company at its registered office	April 9, 2026	Thursday
Date of Commencement of Tendering Period	April 10, 2026	Friday
Date of Closure of Tendering Period	April 24, 2026	Friday
Last date of communicating of rejection/acceptance and payment of consideration for accepted tenders/return of unaccepted shares	May 11, 2026	Monday
Issue of Post-Offer Advertisement	May 18, 2026	Monday
Last date for filing of Final Report with SEBI	May 18, 2026	Monday

*\*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 shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirer, Promoter Sellers and promoter and promoter group of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.*

*#The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) 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*

## **VII. PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER**

1. All the Public Shareholders of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period for this Offer.
2. Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
3. The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their Email Ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of Letter of Offer in physical format, the same shall be provided.
4. The Public Shareholders may also download the Letter of Offer from the SEBI's website ([www.sebi.gov.in](http://www.sebi.gov.in)) or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their Folio Number, DP identity-client identity, current address and contact details.
5. In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirer shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager.
6. The Open Offer will be implemented by the Acquirer through a stock exchange mechanism made available by stock exchanges in the form of a separate window ("**Acquisition Window**"), as provided under the SEBI (SAST) Regulations, 2011, and SEBI circular CIR/CFD/POLICYCELLJ1/2015 dated April 13, 2015, and CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, as per further amendment vide SEBI circular numbered SEBI/HO/CFD/DCR-III/ CIR/P/2021/615 dated August 13, 2021.
7. BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.
8. The Acquirer has appointed M/s. South Gujarat Shares & Sharebrokers Limited ("**Buying Broker**") as their broker for the Open Offer through whom the purchases and settlement of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:



**Name:** South Gujarat Shares and Sharebrokers Limited  
**Address:** 3rd floor, Belgium Chambers, Opp. Linear Bus Stop, Ring Road, Surat – 395003, Gujarat, India  
**SEBI registration No.:** INZ000244231  
**Tel No.:** 9824112666  
**Email:** [yacoobali\\_venture@hotmail.com](mailto:yacoobali_venture@hotmail.com) | [info@sgssl.co.in](mailto:info@sgssl.co.in)  
**Website:** [www.sgssl.co.in](http://www.sgssl.co.in)  
**Contact Person:** Mr. Aiyub M. Yacoobali

9. All Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to intimate their respective Stock Brokers ("Selling Broker") within the normal trading hours of the secondary market, during the Tendering Period.
10. A Separate Acquisition Window will be provided by the BSE to facilitate the placing of sell orders. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.
11. The selling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition window of the BSE. Before placing the bid, the concerned Public Shareholder/selling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation.
12. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.
13. As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 3, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 1, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI SAST Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI SAST Regulations.

**VIII. THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER. KINDLY READ IT CAREFULLY BEFORE TENDERING EQUITY SHARES IN THE OFFER EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE SHAREHOLDERS.**

**IX. OTHER INFORMATION**

1. The Acquirer accepts full responsibility for the information contained in this Public Announcement. The Acquirer undertakes that they are aware of and will comply with their obligations as laid down in the SEBI (SAST) Regulations.
2. Unless otherwise stated, the information set out in this Detailed Public Statement reflects the position as of the date hereto.
3. Pursuant to Regulation 12 of SEBI (SAST) Regulations, 2011, Acquirer have appointed Rarever Financial Advisors Private Limited (SEBI Regi. No: INM000013217), as the Manager to the Offer ('Manager').
4. The Acquirer has appointed M/s. Bigshare Services Private Limited as the Registrar to the Offer has an office at Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093. Tel. No.: +91-22-6263 8200; Email-id: [openoffer@bigshareonline.com](mailto:openoffer@bigshareonline.com); Contact Person: Mr. Maruti Eate.

5. This Detailed Public Statement will also be available on SEBI's website ([www.sebi.gov.in](http://www.sebi.gov.in)), BSE's website ([www.bseindia.com](http://www.bseindia.com)), NSE's website ([www.nseindia.com](http://www.nseindia.com)) and on the website of Manager to the Offer at [www.rarever.in](http://www.rarever.in).
6. In this DPS, all references to "INR" or "₹" are references to the Indian Rupee(s).
7. **THIS DETAILED PUBLIC STATEMENT IS ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF ACQUIRER**



**Name** : Rarever Financial Advisors Private Limited  
**Registered** : 807, Iconic Shyamal, Shyamal Cross Road,  
**Office Address** 132 Ring Road, Satellite, Manekbag,  
Ahmedabad, Gujarat 380015..  
**Tel. No.** : +91 99981 23745  
**Website** : [www.rarever.in](http://www.rarever.in)  
**SEBI Reg. No.** : INM000013217  
**Contact Person** : Mr. Prasann Bhatt / Mr. Jiten Patel  
**Email Id** : [mb1@rarever.in](mailto:mb1@rarever.in)

**For and on behalf of the Acquirer**

Sd/-

\_\_\_\_\_  
Mr. Parveen Satija

Date : February 17, 2026

Place: Delhi