



GRETEX CORPORATE SERVICES LIMITED

A-401, Floor 4th, Plot FP-616, (PT), Naman Midtown, Senapati Bapat Marg,
Near Indiabulls, Dadar (West), Mumbai – 400013

Website: www.gretexcorporate.com, Email ID: info@gretexgroup.com

Contact No.: 02269308500

CIN: L74999MH2008PLC288128

April 25, 2025

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

Dear Sir(s),

Sub.: Letter of Offer dated April 25, 2025 (“LoF”) in relation to an open offer to the Public Shareholders (as defined in the DPS) of Prozone Realty Limited (“PRL” or “Target Company”) (“Open Offer”).

We are pleased to inform that we have been appointed as ‘Manager to the Offer’ by M/s. Apax Trust (acting through its Trustee – Mr. Nikhil Chaturvedi) (“Acquirer”) and Mr. Nikhil Chaturvedi (together with the Acquirer, the “PAC”), as person acting in concern, in connection with the Open Offer under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations”) and subsequent amendments thereto, for acquisition of up to 3,96,76,750 (Three crore Ninety-Six Lakh Seventy-Six Thousand Seven Hundred and Fifty only) fully paid up Equity Shares of the Target Company, of face value of ₹ 2.00/- each (Indian Rupees Two), representing 26.00% of the Equity and Voting Share Capital of the Target Company at a price of ₹ 25 (Rupees Twenty-Five) per Equity Share (“Offer Price”) aggregating to total consideration to ₹ 99,19,18,750 (Rupees Ninety- Nine Crores Nineteen Lakhs Eighteen Thousand Seven Hundred and Fifty only) (assuming full acceptance) payable in cash.

We had submitted the public Announcement made on Tuesday, December 31, 2024, announcing the Open Offer under Regulation 3 read with Regulation 13(1) and 15(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations”) and subsequent amendments thereto on Tuesday, December 31, 2024.

In accordance with Regulation 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations, the Detailed Public Statement dated Monday, January 06, 2025 for the aforesaid Open Offer was published on Tuesday, January 07, 2025 in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), and Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition) (“Newspapers”) (“Detailed Public Statement”) and Copies of the DPS were filed with SEBI, BSE, NSE and sent to the registered office of the Target Company on Tuesday, January 07, 2025.

In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer dated Tuesday, January 14, 2025 was submitted on Tuesday, January 14, 2025.

As required under Regulation 18(1) of the SEBI (SAST) Regulations, please find enclosed Letter of Offer dated Friday, April 25, 2025.

Capitalized terms used in this letter unless defined herein shall have the same meanings as described to them in the attached LOF.

Branch Office: 90, Phears Lane, 5th Floor, Kolkata- 700012





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Thanking you,

Yours faithfully

For Gretex Corporate Services Limited

Arvind Harlaka

Arvind Harlaka

Whole Time Director

DIN: 00494136

Encl.: - as above

