

G-TEC JAINX EDUCATION LIMITED

("GTECJAINX"/"TARGET COMPANY"/"TC") (Corporate Identification No. L72200MH1999PLC119661)

Registered Office: Office No. 302 B Wing, Pinnacle Corporate Park, Bandra Kurla Complex, Bandra (East), Mumbai - 400051;

Phone No.: +91-9029341200 / +91-9029341800; Email id: info@gtecjainxeducation.com; cs@gtecjainxeducation.com; Website: www.gtecjainxeducation.com

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS

OPEN OFFER FOR ACQUISITION OF UPTO 26,49,166 (TWENTY-SIX LAKH FORTY-NINE THOUSAND ONE HUNDRED SIXTY-SIX) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH ("EQUITY SHARES") CONSTITUTING 26.00% OF THE VOTING SHARE CAPITAL OF GTECJAINX, FROM THE PUBLIC SHAREHOLDERS OF GTECJAINX BY M/S. G-TEC EDUCATION PRIVATE LIMITED (ACQUIRER-1) AND MR. ROYCHAND CHENRAJ (ACQUIRER-2) (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND REGULATION 3(3) READ WITH OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")

This detailed public statement ("DPS") is being issued by M/s. Navigant Corporate Advisors Limited, the Manager to the Offer ("Manager"), for and on behalf of the Acquirers, in compliance with Regulation 13(4) and other applicable Regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011"), pursuant to the Public Announcement (PA) filed on 28th September, 2026 with the National Stock Exchange of India Limited, Securities and Exchange Board of India ("SEBI") and Target Company, in terms of Regulation 3(1) and Regulation 3(3) read with regulation 15(1) and regulation 13 (1) of the SEBI (SAST) Regulations.

Definitions:
"Equity Shares" means the fully paid-up equity shares of the Target Company of face value of Rs. 10 (Rupees Ten Only) Each.

"Offer" or "Open Offer" means the open offer for acquisition up to 26,49,166 (Twenty-Six Lakh Forty- Nine Thousand One Hundred Sixty- Six) Equity Shares, representing 26.00% of the Voting Share Capital.

"Offer Price" has the meaning described to such term under paragraph 1.

"SPA" or "Agreement" has the meaning described to such term under paragraph 1.

"Public Shareholders" shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, excluding the Acquirers, the existing Promoter/Promoter Group of the Target Company / the parties to the SPA, as applicable.

"SPA" or "Agreement" has the meaning described to such term under paragraph 2.

"Voting Share Capital" means total voting equity capital of the Target Company on a fully diluted basis expected as of tenth (10th) working day from the closure of the tendering period of the Offer.

I. ACQUIRERS, SELLER, TARGET COMPANY AND OFFER:

(A) INFORMATION ABOUT ACQUIRERS:

Acquirer -1: M/s. G-TEC Education Private Limited

G-TEC Education Private Limited (PAN: AAECG8566E) ("Acquirer-1"/"G-TEC") is a private limited company incorporated under the provisions of the Companies Act, 1956 (CIN: U80903KL2012PTC030609) on February 24, 2012. The registered office of Acquirer-1 is situated at House of G-TEC, Indus Avenue, Kallai Road, Chalapuram, Kozhikode, Kerala - 673002. Tel. No.: +91-495-4088333/9447790569Email: cmd@gteceducation.com

Acquirer-1 is an ISO 9001:2015 certified educational network imparting training in various segments, including ICT, academic programmes, ITeS, corporate training, skilling and vocational training, including Government projects, through its training centres. G-TEC serves as a training and certification partner for various organisations, including Microsoft (USA), SAP (Germany), ACCA, IAP (UK), IBM, Adobe, EC-Council, IAB (UK), BCS (UK), ILBI, Edexcel and Interlinguae (Italy), as well as Government bodies such as NSDC, NIELIT and Keltron, amongst others.

Acquirer-1 is promoted by Mr. Mehroof Ifthikar Manalody, Mrs. Vaheeda Kizhakke Peerathil and Mr. Mishal Aboobacker Manalody.

The present authorised share capital of Acquirer-1 is Rs. 1,50,00,000 (Rupees One Crore Fifty Lakh only), comprising 15,000 (Fifteen Thousand) equity shares of Rs. 1,000/- (Rupees One Thousand only) each. The equity shares of Acquirer-1 are not listed on any stock exchange.

The paid-up equity share capital of Acquirer-1 is Rs. 1,50,00,000 (Rupees One Crore Fifty Lakh only), comprising 15,000 (Fifteen Thousand) equity shares of Rs. 1,000/- (Rupees One Thousand only) each, fully paid-up, held as follows:

Name of Shareholders	Category	No. of shares held	% of Shareholding
Mr. Mehroof Ifthikar Manalody	Promoter	7,500	50.00%
Mrs. Vaheeda Kizhakke Peerathil	Promoter	3,750	25.00%
Mr. Mishal Aboobacker Manalody	Promoter	3,750	25.00%
Total		15,000	100.00%

Acquirer -1 does not belong to any group.

The details of present Board of Directors of Acquirer-1 are tabled as below:

Name of Director	Designation	DIN	Date of appointment	Qualification and Experience
Mehroof Ifthikar Manalody	Managing Director	02713624	24/02/2012	Mr. Mehroof Manalody Ifthikar is a graduate in B.A. Economics from Madras University. He is the founder of G-TEC Education Private Limited and has over 25 years of experience in successfully managing and operating G-TEC and in the IT skilling and education sector.
Vaheeda Kizhakke Peerathil	Director	03164880	24/02/2012	Mrs. Vaheeda Kizhakke Peerathil has completed her Bachelor of Commerce. She is a seasoned executive and corporate leader with over 25 years of experience in information technology training and education management.
Mishal Aboobacker Manalody	Director	11304426	19/09/2025	Mr. Mishal Aboobacker Manalody holds a Master of Science degree from Boston University and has over 06 years of experience as a Business Analyst.

None of the directors of Acquirer-1 are directors on the Board of Directors of the Target Company or hold any shares or other ownership interest in the Target Company. Except, Mr. Mehroof Ifthikar Manalody, a Director of Acquirer-1, is also the Managing Director of the Target Company.

Acquirer-1 is presently a Promoter of the Target Company and has an existing relationship/interest in the Target Company by virtue of its existing shareholding and position as a Promoter. Mr. Mehroof Ifthikar Manalody, who is a Director of Acquirer-1, is also the Managing Director of the Target Company. Except for its existing shareholding and interest in the Target Company and the additional Equity Shares proposed to be acquired pursuant to the Share Purchase Agreement, Acquirer-1 does not have any other interest in the Target Company.

The key financial information of Acquirer-1, based on its audited financial statements for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, is set out below:

Figures in Rs. lakhs, except EPS

Particulars	Audited 31.03.2026	Audited 31.03.2025	Audited 31.03.2024
	2682.73	2512.04	1942.88
Total Revenue			
Net Income (Profit / (Loss) after tax	341.94	319.60	194.10
Earnings Per Share (in Rs.)	2279.59	2130.68	1293.98
Net Worth / Shareholder's Funds	1486.22	1144.28	824.68

Raziq Ahmed, F.C.A. (Membership No. 220045), Partner of M/s. P. A. Hameed & Associates LLP, Chartered Accountants (Firm Registration No. 005527S), having their office at #6/1201, Cherothy Road North End, Opp. Gandhi Park, Calicut - 673032; Tel. No.: +91-495-2366777; Email: contact@pahameed.com, vide certificate dated September 28, 2026, has certified that the Net worth of Acquirer-1 is Rs. 1,486.21 Lakhs as on March 31, 2026 (UDIN: 26220045NHCTDF2676).

Acquirer-1 holds 20,38,070 Equity Shares of the Target Company as on the date of the PA and DPS. Acquirer-1 has agreed to acquire 6,11,346 Equity Shares pursuant to the Share Purchase Agreement ("SPA").

Acquirer-1, its directors and promoters have not been categorized as a willful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on willful defaulter issued by RBI and are in compliance with Regulation 6A of the SEBI (SAST) Regulations.

Acquirer-1, its directors and promoters have not been categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), and are in compliance with Regulation 6B of the SEBI (SAST) Regulations.

Acquirer-1 hereby confirms and declares that neither Acquirer-1 nor any of its promoter or directors or key managerial personnel are declared as "Fraudulent Borrower" by the lending banks or financial institution or consortium, in terms of RBI master circular dated July 01, 2016.

Acquirer-2: Mr. Roychand Chenraj:

Mr. Roychand Chenraj S/o Mr. Roy Chand, is a 65 years old Resident Indian currently residing at 130, Wheeler Road, Cox Town Bangalore North, Fraser Town, Bangalore, Karnataka-560005; Tel. No. +91- 9844066624; Email: chairman@qji.ac.in; He has been conferred with honorable doctorate of literature from Mangalore University. He has not changed/ altered his name at any point of time.

Acquirer-2 carries a valid passport of Republic of India and also holds a Permanent Account Number (PAN) ABBPC3662J.

Acquirer-2 is having experience of over 43 years in the field of educationist, entrepreneur, angel investor and philanthropist.

Acquirer-2 does not belong to any group.

CA Mayank Patesaria (Membership No. 068372), Proprietor of Mayank Patesaria and Associates, Chartered Accountant, having his office located at No. 854, M 19, 1st Main Road, 3rd Cross, Patel, Puttanna, Industrial Estate, Deepanjali Nagar, Bangalore 560026, Tel: +91 9663397651; Email: mpandassociates@gmail.com vide certificate dated September 24, 2026 has certified that Net Worth of Acquirer-2 is Rs. 2,168.63 Lakhs as on 31st March, 2026 (UDIN: 26068372JPQZPG5304).

Acquirer-2 holds 21,53,724 Equity Shares of the Target Company as on the date of the PA and DPS. Acquirer-2 has agreed to acquire 6,11,346 Equity Shares pursuant to the Share Purchase Agreement ("SPA").

As on the date of this DPS, Acquirer-2 does not have any interest in Target Company, save and except the proposed shareholding to be acquired in the Target Company pursuant to SPA / Agreement.

Acquirer-2 is presently a Promoter of the Target Company and has an existing relationship/interest in the Target Company by virtue of its existing shareholding and position as a Promoter. Acquirer-2 is also non-executive chairman of the Target Company. Except for its existing shareholding and interest in the Target Company and the additional Equity Shares proposed to be acquired pursuant to the Share Purchase Agreement, Acquirer-2 does not have any other interest in the Target Company.

Acquirer-2 hereby confirms and declares that he is not declared as "Fraudulent Borrower" by the lending banks or financial institution or consortium, in terms of RBI master circular dated July 01, 2016.

(B) JOINT UNDERTAKINGS / CONFIRMATION BY THE ACQUIRERS:

The Acquirers undertake that if they acquire any Equity Shares of the Target Company during the Offer Period, they will inform the Stock Exchange and the Target Company within 24 hours of such acquisitions and they will not acquire any Equity Shares of the Target Company during the period between three working days prior to the commencement of the Tendering Period ("TP") and until the closure of the TP in accordance with Regulation 18(6) of the Regulations.

The Acquirers have not been prohibited by SEBI from dealing in securities in terms of directions issued under section 11B of the SEBI Act, as amended or under any other regulations made under the SEBI Act.

Acquirers have not been categorized as a willful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the RBI, and are in compliance with Regulation 6A of the SEBI (SAST) Regulations.

The Acquirer-1 and Acquirer-2 have not been categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), and are in compliance with Regulation 6B of the SEBI (SAST) Regulations.

The Acquirers have undertaken that they will not sell the Equity Shares of the Target Company, if any held by them during the Offer Period in terms of Regulation 25(4) of the Takeover Regulations.

The Equity Shares tendered in this offer will be acquired by Acquirers and there is no person acting in concert with Acquirers in this Open Offer.

(C) DETAILS OF SELLING SHAREHOLDER (THE SELLER):

1. The details of Seller have been set out as under:

Name of Seller	Address of Seller	Part of the Promoter / Promoter Group (Yes / No)	Details of shares / voting rights held by the Selling Shareholder			
			Pre- Transaction		Post Transaction	
			Number	%	Number	%
Mr. Sudhakar Pandurang Sonawane	Flat 1203, F Wing, Rustomjee Seasons, MIG Colony, Near MIG Club, Bandra East, Mumbai 400051	Yes-Promoter	20,49,650	20.12%	8,26,958	8.12%
Total			20,49,650	20.12%	8,26,958	8.12%

The Seller has confirmed that he is not been prohibited by SEBI from dealing in securities in terms of directions issued under section 11B of the SEBI Act, as amended or under any other regulations made under the SEBI Act.

(D) INFORMATION ABOUT THE TARGET COMPANY:

G-TEC Jainx Education Limited was originally incorporated on 29th April, 1999 under the Companies act 1956 in the name and style of "Keerti Software & Hardware Intotech Private Limited". The name of the Target Company was changed to "Keerti Knowledge and Skills Private Limited" vide fresh certificate for incorporation consequent on change on name dated 08th February, 2017 issued by the Registrar of Companies, Maharashtra, Mumbai. Subsequently, Target Company was converted into a public limited company vide a Fresh Certificate of Incorporation dated 06th March, 2017 was issued by the Registrar of Companies, Mumbai, Maharashtra. The name of the Company further changed to "G-Tec Jainx Education Limited" vide fresh certificate of incorporation consequent upon change of name issued by the Registrar of Companies, ROC Mumbai dated 3rd August, 2023. The corporate identification number (CIN) of the Target Company is L72200MH1999PLC119661. The Registered office of Target Company is presently situated at Office No. 302, B-Wing, Pinnacle Corporate Park, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, India, 400051; Phone No.: +91-9029341200 / +91-9029341800; Email id: info@gtecjainxeducation.com; Website: www.gtecjainxeducation.com.

The Authorised Capital of GTECJAINX is Rs. 2500.00 Lakhs divided into 2,50,00,000 Equity Shares of Face Value of Rs. 10/- each. The Issued, Subscribed and Paid-up capital of GTECJAINX is Rs. 1018.91 Lakhs divided into 1,01,89,098 Equity Shares of Face Value of Rs. 10/- each.

Target Company has established its connectivity with both the National Securities Depository Limited and Central Depository Services (India) Limited. The ISIN of GTECJAINX is INES86X01012.

As on date, the Target Company does not have any partly paid equity shares. There are no outstanding warrants or options or similar instruments, convertible into Equity Shares at a later stage. No shares are subject to any lock in obligations.

The entire present and paid-up Equity Shares of the Target Company is currently listed with National Stock Exchange of India Limited ("NSE Limited") having NSE Symbol GTECJAINX.

The Equity Shares of Target Company are frequently traded on NSE in terms of Regulation 2 (1) (j) of the Takeover Regulations.

The Company has complied with the requirements of the Listing Agreement with NSE and as on date no penal action has been initiated by the NSE.

Financial Information of GTECJAINX for quarter ended June 30, 2026, financial year ended March 31, 2026, March 31, 2025 and March 31, 2025.

Standalone Financial Statement:

Figures in Rs. Lakh (Except EPS)

Particulars	Quarter ended 30.06.2026 (Limited Reviewed)	Year ended 31.03.2026 (Audited)	Year ended 31.03.2025 (Audited)	Year ended 31.03.2024 (Audited)
Total Revenue	153.55	555.63	533.90	609.88
Net Income i.e. Profit/(loss) after tax	26.30	(39.43)	(275.26)	88.94
EPS (in Rs.)	0.26	(0.39)	(2.70)	0.87
Net worth /Shareholders' Funds	776.35	750.05	792.28	1067.53

Consolidated Financial Statement:

Figures in Rs. Lakh (Except EPS)

Particulars	Quarter ended 30.06.2026 (Limited Reviewed)	Year ended 31.03.2026 (Audited)	Year ended 31.03.2025 (Audited)	Year ended 31.03.2024 (Audited)
Total Revenue	224.51	781.94	788.85	842.95
Net Income i.e. Profit/(loss) after tax	29.79	(87.59)	(337.86)	(11.72)
EPS (in Rs.)	0.29	(0.39)	(3.32)	(0.12)
Net worth /Shareholders' Funds	73.78	43.99	136.42	474.28

As on the date of PA and DPS, the composition of Board of Directors of Target Company is as follows:

Name	Designation	DIN	Date of appointment in Target Company
Sudhakar Pandurang Sonawane	Joint Managing Director	01689700	29/04/1999
Mehroof Ifthikar Manalody	Managing Director	02713624	12/12/2022
Roychand Chenraj	Chairman & Non-Executive Director	01356394	12/12/2022
Easwaran Subramaniam Iyer	Non-Executive Director	10072574	25/04/2023
Rajvirendra Singh Rajpurohit	Independent Director	06770931	09/02/2017
Manish Heeralal Chandak	Independent Director	08220007	04/09/2020
Archana Sanjay Saini	Independent Director	08427866	06/05/2019
Sonia Rakesh Bhatia	Independent Director	07306337	28/12/2022

(E) DETAILS OF THE OFFER:

The Acquirers has made the Offer in accordance with the Regulation 3(1) and 3(3) of the Takeover Regulations vide the PA dated 28th September, 2026 to all the public shareholders of the Target Company for the acquisition of up to 26,49,166 (Twenty-Six Lacs Forty-Nine Thousand One Hundred Sixty-Six Only) Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid-up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 29/- (Rupees Twenty-Nine only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").

The Offer is being made to all the Shareholders of the Target Company except the Acquirers, the Sellers and existing promoters.

The Offer Price will be paid in cash in accordance with Regulation 9(1)(a) of the SEBI SAST Regulations.

The Equity Shares of the Target Company under the Offer will be acquired by Acquirers 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.

The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.

The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.

As of the date of this DPS, there are no statutory approvals required for this Offer. However, if any statutory approval that become applicable prior to completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.

To the extent required and to optimize the value of all the shareholders, the Acquirers may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers intends to seek a reconstitution of the Board of Directors of the Target Company. However, no firm decision has been made in this regard by the Acquirers.

The Acquirers will not proceed with the Open Offer in terms of Regulation 23(1) of SEBI (SAST) Regulations under any of the following circumstances:

- statutory approvals required for the open offer or for effecting the acquisitions attracting the obligation to make an open offer under these regulations having been finally refused, subject to such requirements for approval having been specifically disclosed in the detailed public statement and the letter of offer;
- the acquirers, being a natural person, has died;
- any condition stipulated in the agreement for acquisition attracting the obligation to make the open offer is not met for reasons outside the reasonable control of the acquirers, and such agreement is rescinded, subject to such conditions having been specifically disclosed in the detailed public statement and the letter of offer; or
- such circumstances as in the opinion of the Board, merit withdrawal.

For the purposes of clause (d) of sub-regulation (1), the Board shall pass a reasoned order permitting withdrawal, and such order shall be hosted by the Board on its official website.

Further, in terms of Regulation 23(2) of SEBI (SAST) Regulations, in the event of withdrawal of the open offer, within two working days:

- an announcement will be published in the same newspapers in which the public announcement of the open offer was published, providing the grounds and reasons for withdrawal of the open offer; and
- simultaneously with the announcement, acquirers will inform in writing to:

- the Board;
- the stock exchange on which the shares of the target company are listed, and the stock exchange shall forthwith disseminate such information to the public; and
- the target company at its registered office.

In terms of Regulation 25(2) of the Takeover Regulations, the Acquirers does not currently have any intention to alienate, restructure, dispose of or otherwise encumber any assets of Target Company in the succeeding two years from the completion of this Offer, except in the ordinary course of business and other than as already agreed, disclosed and / or publicly announced by Target Company. Notwithstanding anything contained herein and except with the prior approval of the shareholders of Target Company through a special resolution, passed by way of postal ballot, the Acquirers undertakes that it will not restructure, sell, lease, dispose of or otherwise encumber any substantial assets of Target Company other than in the ordinary course of business and other than as already agreed, disclosed and / or publicly announced by Target Company.

The Manager to the Offer, Navigant Corporate Advisors Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

II. BACKGROUND TO THE OFFER:

This Offer is being made pursuant to the execution of an Agreement dated 28th September, 2026 to purchase 12,22,692 equity shares constituting 12.00% of the fully paid up and voting equity share capital of the Target Company from Mr. Sudhakar Pandurang Sonawane (hereinafter referred to as the "Seller") at a consideration of Rs. 25/- per Equity Share. ("SPA")

This Open Offer is a "Mandatory Offer" under Regulations 3(1) and 3(3) of the Takeover Regulations, being made by the Acquirers for acquisition of up to 26.00% of the present issued, subscribed and paid-up equity share capital of the Target Company. The Acquirers are presently Promoters of the Target Company and are in control of the management and affairs of the Target Company. Upon completion of the Open Offer and acquisition of the Equity Shares pursuant to the Share Purchase Agreement, the Acquirers shall continue to be the Promoters and persons in control of the Target Company and shall continue to exercise control over the management and affairs of the Target Company.

The Acquirers are presently in control of the Target Company and intend to continue to exercise control over the management and affairs of the Target Company following completion of the Open Offer. The Acquirers may subject to applicable laws and regulations, including the Takeover Regulations and the Companies Act, 2013 make changes to the composition of the Board of Directors of the Target Company subsequent to completion of the Open Offer.

The Acquirers propose to continue the existing business activities of the Target Company and may, subject to applicable laws and regulations and with the requisite approvals, including the approval of the shareholders, wherever applicable, diversify or expand the business activities of the Target Company in the future. The primary purpose of the acquisition is to consolidate and strengthen the existing shareholding and management control of the Acquirers in the Target Company.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The Current and proposed shareholding of the Acquirers in Target Company and the details of their acquisition is as follows:

Sr. No.	Particulars	Acquirer -1		Acquirer -2	
		No. of Shares	%	No. of Shares	%
(i)	Shareholding as on PA date i.e. 28 th September, 2026	20,38,070	20.00%	21,53,724	21.14%
(ii)	Shares agreed to be acquired under SPA	6,11,346	6.00%	6,11,346	6.00%
(iii)	Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil
(iv)	Shares to be acquired in the Open Offer (assuming full acceptances)	Nil	Nil	26,49,166	26.00%
(v)	Post Offer shareholding [assuming full acceptance] (As on 10 th working day after closing of tendering period)	26,49,416	26.00%	54,14,236	53.14%

IV. OFFER PRICE:

The Equity Shares of the Target Company are listed on National Stock Exchange of India Limited (NSE). The shares are placed under Series "EQ" having a Scrip Symbol of "GTECJAINX" on the NSE.

The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on NSE.

The annualized trading turnover of the equity shares of the Target Company on NSE during Twelve calendar months prior to the month of PA date (September, 2025 – August, 2026) is as given below:

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**Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the Acquirers, Seller and /Promoter/ Promoter Group) are eligible to participate in the Offer any time before the closure of the Offer.*

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER:

1. All owners of Equity Shares (except the Acquirers, Seller and Promoter/Promoter Group) whether holding Equity Shares in dematerialized form or physical form, registered or unregistered, are eligible to participate in the Offer any time before closure of the tendering period.
2. There shall be no discrimination in the acceptance of locked-in and non-locked-in shares in the Offer. The residual lock-in period shall continue in the hands of the Acquirers. The shares to be acquired under the Offer must be free from all liens, charges and encumbrances and will be acquired together with the rights attached thereto.
3. Persons who have acquired the Equity Shares of the Target Company 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 the Equity Shares of the Target Company after the Identified Date or those who have not received the Letter of Offer, may also participate in this Offer.
4. The Open Offer will be implemented by the Acquirers through the Stock Exchange Mechanism made available by the Stock Exchange in the form of a separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations and SEBI Circular CIR/CFD/POLICYCELL/1/2015 dated 13th April, 2015 issued by SEBI and as amended by SEBI Circular CFD/DCR/2/CIR/P/2016/131 dated December 09, 2016 and as per further amendment vide SEBI Circular SEBI/HO/CFD/DCR-III/ CIR/P/2021/615 dated 13th August, 2021 and SEBI's Master Circular dated February 16, 2023, bearing reference number SEBI/HO/CFD/PoD1/P/CIR/2023/31 ("Master Circular").
5. National Stock Exchange of India Limited ('NSE') Limited shall be the designated Stock Exchange for the purpose of tendering shares in the Open Offer.
6. The Acquirers have appointed Allwin Securities Limited, Stock 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:

Allwin Securities Limited

B-205/206, Ramji House, 30, Jambulwadi, Kalbadevi Road, Mumbai-400 002

Tel: +91-22-4344 6444, **E-mail:** allwinsec@gmail.com, **Website:** www.allwinsecurities.com

SEBI Registration No.: INZ000239635

7. All the shareholders who desire to tender their equity shares under the Open Offer will have to intimate their respective stock brokers ("Selling Brokers") within the normal trading hours of the Secondary Market, during the Tendering period.
8. A separate Acquisition Window will be provided by the stock exchange to facilitate placing of sell orders. All the shareholders who desire to tender their equity shares under the Open Offer will have to intimate their respective stock brokers ("Selling Brokers") within the normal trading hours of the Secondary Market, during the Tendering period. The Selling broker can enter orders for dematerialized as well as physical Equity shares.
9. The Letter of Offer along with a form of acceptance cum acknowledgement would also be available at the SEBI website, www.sebi.gov.in, and shareholders can also apply by downloading such forms from the said website.
10. No indemnity is needed from unregistered shareholders.

IX. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER

X. OTHER INFORMATION:

1. The Acquirers and the Target Company have not been prohibited by SEBI from dealing in the securities under directions issued pursuant to Section 11B or under any other regulations made under the SEBI Act.
2. The Acquirers have appointed Navigant Corporate Advisors Limited as Manager to the Offer pursuant to regulation 12 of the SEBI (SAST) Regulations.

3. The Acquirers has appointed MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), as Registrar to the Offer having office at C-101, Embassy 247, L.B.S. Marg, Vikhroli West, Mumbai – 400 083, Maharashtra, India; Tel No.: +91-8108114949; Fax: +91 -22-49186060 E-mail Id: gtecjainex.offer@in.mpms.mufig.com; Website: www.in.mpms.mufig.com, Contact Person: Ms. Pradnya Karanjekar.
4. This Detailed Pubic Statement would also be available at SEBI's website, www.sebi.gov.in.
5. This Detailed Pubic Statement is being issued on behalf of the Acquirers by the Manager to the Offer i.e. M/s Navigant Corporate Advisors Limited.
6. The Acquirers accepts the full responsibility for the information contained in PA and DPS and also for the obligations of the Acquirers as laid down in the SEBI (SAST) Regulations, 2011 and subsequent amendments made thereof.

**ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS
M/S. G-TEC EDUCATION PRIVATE LIMITED AND MR. ROYCHAND CHENRAJ**



Navigant
Reinventing Business

NAVIGANT CORPORATE ADVISORS LIMITED

804, Meadows, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri (East), Mumbai - 400 059.

Tel No. +91-22- 4120 4837 / 4973 5078

Email id: navigant@navigantcorp.com; **Website:** www.navigantcorp.com

SEBI Registration No: INM000012243

Contact person: Mr. Sarthak Vijlani

Place: Mumbai, Date: September 29, 2026