

June 27, 2022

To,  
**W.S. Industries (India) Limited**  
108, Mount Poonamalee Road  
Porur Chennai – 600116  
Tamil Nadu, India

Dear Sir,

**Sub: Proposed Open Offer by Mr. C K Venkatachalam (“Acquirer 1”), Mr. C K Balasubramaniam (“Acquirer 2”), Mr. S Anandavadivel (“Acquirer 3”), Mr. S Aravindan (“Acquirer 4”), Mr. S Nagarajan (“Acquirer 5”), Mr. Prakash K.V (“Acquirer 6”) and Trineva Infra Projects Private Limited (“Acquirer 7”) (Collectively Referred to as “Acquirers”) to acquire upto 80,33,000 Equity shares of ₹ 10/- each for cash at a price of ₹ 12.50 (Rupees Twelve and Fifty Paise only) per Equity Share aggregating upto ₹ 10,04,12,500/- (Ten Crores Four Lakhs Twelve Thousand and Five Hundred only), to the Public shareholders of W.S. Industries (India) Limited (“Target Company”) in accordance with the extant Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) (“Open Offer”).**

We have been appointed as ‘Manager’ to the captioned Open Offer by the Acquirers in terms of regulation 12(1) of the Takeover Regulations. In this regard, we are enclosing the following for your kind reference and records:

1. A copy of pre offer opening public announcement cum corrigendum dated June 25, 2022, (“**Offer Opening Public Announcement cum Corrigendum**”). The Offer Opening Public Announcement cum Corrigendum was published today, June 27, 2022 in the following newspapers:-

<u>Sr. No.</u>	<u>Newspapers</u>	<u>Language</u>	<u>Editions</u>
1	Financial Express	English	All Editions
2	Jansatta	Hindi	All Editions
3	Navshakti	Marathi	Mumbai
4	Dina Kural	Tamil	Registered office of Target Company

In case of any clarification required, please contact the person as mentioned below:

<u>Contact Person</u>	<u>Designation</u>	<u>Telephone Number</u>	<u>E-mail Id</u>
Gaurav Khandelwal	Vice President	+91-22-49730394	<a href="mailto:gaurav@saffronadvisor.com">gaurav@saffronadvisor.com</a>
Pooja Jain	Assistant Company Secretary and Compliance Officer		<a href="mailto:pooja@saffronadvisor.com">pooja@saffronadvisor.com</a>

We shall arrange to courier the covering letter along with other original documents to your good offices shortly. We request you to kindly consider the attachments as good compliance and disseminate it on your website.

**For Saffron Capital Advisors Private Limited**



**Gaurav Khandelwal**  
Vice President  
Equity Capital Markets  
Encl: a/a

## CLASSIFIED CENTRES IN MUMBAI

<b>Aryan Publicity</b> Parel Village, Phone : 23692926 / 56051035 Mobile: 9320111876	<b>DATEY Advertising,</b> Datey Bhavan, Dadar (W) Phone : 24468656 / 24465555 Mobile: 9930949817	<b>Shark Enterprises,</b> Goregaon (E), Phone: 022-26863587	<b>S.Kumar Publicity,</b> Vashi, Phone : 27898472 Mobile : 9820889848
<b>Beejay Ads,</b> Opera House Phone : 23692926 / 56051035	<b>Central Advertising Agency,</b> Mahim (W), Phone : 24468656 / 24465555	<b>Adresult Services,</b> Goregaon (W) Phone : 28762157 / 28726291.	<b>Siba Ads &amp; Communications,</b> Vashi, Phone : 27892555/ 61372555
<b>Colour Spot,</b> Byculla (E), Phone : 23748048 / 23714748.	<b>Charudatta Advertising,</b> Mahim (W), Phone : 24221461	<b>Samartha Advertiser Pvt. Ltd.,</b> Goregaon (E), Phone: 26852294 Mobile: 9594969627	<b>Ashwini Communication,</b> Thane (W), Phone : 2544 5007.
<b>Fulrani Advtg. &amp; Mktg. Antop Hill</b> Phone: 24159061 Mobile: 9762938274/ 9969408835	<b>Jay Publicity,</b> Dadar (E), Phone : 24124640	<b>Target Media,</b> Goregaon (E), Mobile: 8692959648/ 9702307711	<b>Sarathi Enterprises,</b> Thane (W), Phone : 25426604
<b>AZAD Publicity</b> Mumbai Central 9821204061	<b>Pallavi Advtg.</b> Dadar (W), Mobile: 9869109765	<b>Bijal Visual Ads.,</b> Malad (W), Phone: 28835457/ 28805487 Mobile: 9322265715	<b>Shreen Advertising,</b> Thane (W), Phone : 25343648 / 25341538
<b>KITES Advertising,</b> Tardeo AC Market, Bombay Central, Phone : 66375957/ 8. Mobile : 9324175957.	<b>Shree Swami Samartha Advertising,</b> Dadar (W), Phone : 24440631 Mobile : 9869131962	<b>Swati Advertisers,</b> Thane (W), Phone : 9820786203	<b>Mangal Advtg &amp; Consultancy,</b> Thane (W), Phone : 2538 8134 Mobile: 9869197367
<b>Ganesh Advertising,</b> Abdul Rehman Street, Phone : 2342 9163 / 2341 4596.	<b>Stylus Arts,</b> Dadar (W), Phone : 24304897	<b>Noble Publicity Service,</b> Malad (W), Phone : 28881426 / 28881518.	<b>Ashwini Communication,</b> Thane (W), Phone : 2538 8134 Mobile: 9869197367
<b>J.K. Advertisers,</b> Horminal Circle, Fort, Phone : 22663742.	<b>Time Advertising,</b> Matunga (W), Phone : 2446 6191	<b>UNIQUUE Publicity</b> Thane West 25393894 / 66743004	<b>Sarathi Enterprises,</b> Thane (W), Phone : 25426604
<b>Mani's Agencies,</b> Opp.G.P.O. Fort, Phone : 2263 00232. Mobile : 9892091257.	<b>Space Age Advertising,</b> Bandra (E) Phone : 26552207 Mobile: 9869666222	<b>Ad Junction,</b> Dombivli (E), Phone : 0251-2862551 Mobile : 9870017985	<b>Swati Advertisers,</b> Thane (W), Phone : 9820786203
<b>Manjot Ads,</b> Curry Road (E) Phone : 24700338. Mobile : 9820460262.	<b>Kirti Agencies,</b> Khar (W), Phone : 26047542.	<b>Budhkar Publicity Pvt. Ltd.,</b> Kalyan (W), Phone : 0251 - 2205995 Mobile : 9322400262	<b>UNIQUUE Publicity</b> Thane West 25393894 / 66743004
<b>OM Sai Ram Advtg.,</b> Curry Road Mobile: 9967375573	<b>AD Support Advertising,</b> Santacruz (W), Mobile: 9869463650	<b>Dimensions Advertising,</b> Dombivli (E) . Phone : 0251-2445074 Mobile : 9322597885	<b>Capitalize Terms used but not defined in this Pre-Offer Opening Advertisement cum Corrigendum shall have the same meaning as assigned to them in the LoF. This Pre-Offer Opening Advertisement cum Corrigendum is being issued in all the newspapers in which the original DPS was published.</b>
<b>Pinto Advertising,</b> Mazagaon, Phone : 23701070. Mobile : 9869040181.	<b>Gauri Press</b> Communication, Vile Parle (E), Phone : 2617 6310 Mobile: 9820069565	<b>OMKAR Enterprises</b> Dombivli (West) 0251-2480136 / 9821467209	<b>1. Offer Price:</b> The Offer Price is Rs. 12.50/- (Rupees Twelve and Fifty Paise only) per equity share.
<b>S. Arts Advtg,</b> Masjid Phone: 23415111	<b>Prime Publicity Services,</b> Andheri (E), Phone : 26839686 / 26830304.	<b>Prabhakar Advertisers,</b> Dombivli (E), Phone : 0251-2448917 Mobile : 9819575111	<b>2. Committee of Independent Directors</b> (hereinafter referred to as "IDC") of the Target Company has recommended that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations. The IDC's recommendation was published on June 24, 2022 in the same newspapers in which the DPS was published.
<b>Yugambha Advertising,</b> Girgaon, Phone : 2386 8065. Mobile : 9869074144.	<b>Plasma Advertising,</b> Panvel, Phone : 022-27461970	<b>Bajaj Publicity</b> Dombivli (E) Mobile : 9320962437	<b>3. The Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.</b>
<b>Ambition Advertising,</b> Prabhadevi, Phone : 24210792 / 94.	<b>ZOYA Creation</b> Andheri West 9833364551	<b>Radha Advertising,</b> Dombivli (E), Mobile : 9920909141 9833555898	<b>4. The Letter of Offer with respect to the Offer ("LoF") dated June 15, 2022, was dispatched on June 21, 2022 to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, June 14, 2022.</b>
<b>B. Y. Padhye Publicity,</b> Dadar (W), Phone : 2422 9241/ 2422 0445.	<b>P. V. Advertisers,</b> Jogeshwari (W) Phone: 26768888 Mobile: 9820123000	<b>Pink Advertising,</b> Ambernath (E), Mobile : 9322681423	<b>5. Please note that a copy of LoF (which inter alia includes detailed instructions in relation to the procedure for acceptance and settlement of the offer shares under the Offer, as well as Form of Acceptance and SH-4 of the LoF) is also available on the website of Securities and Exchange Board of India (www.sebi.gov.in), Registrar to the Offer (www.integratedindia.in), Target Company (www.wsindustries.in/KYC) and Manager to the Offer (www.saffronadvisor.com).</b>

# W.S. INDUSTRIES (INDIA) LIMITED

PRE- OFFER ADVERTISEMENT UNDER REGULATION 18(7) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

Registered Office: 108, Mount Poonamalee Road, Porur, Chennai - 600116, Tamil Nadu, India.  
Tel: +91 44 24354754; Fax: NA; Email: sect1@wsindustries.com; Website: www.wsindustries.in/KYC;  
Corporate Identification Number: L29142TN1961PLC004568

OPEN OFFER FOR ACQUISITION OF UP TO 80,33,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, REPRESENTING 26% OF THE EQUITY SHARE CAPITAL, (ON A FULLY DILUTED BASIS) (i.e. 3,08,94,831 EQUITY SHARE CAPITAL "EMERGING VENTURE SHARE CAPITAL", OF W.S. INDUSTRIES (INDIA) LIMITED ("TARGET COMPANY"), AS OF THE TENTH WORKING DAY FROM THE CLOSURE OF THE TENDERING PERIOD OF THE OPEN OFFER, BY MR. C.K VENKATACHALAM ("ACQUIRER 1"), MR. C K BALASUBRAMANIAM ("ACQUIRER 2"), MR. S ANANDAVADIVEL ("ACQUIRER 3"), MR. S ARAVINDAN ("ACQUIRER 4"), MR. S NAGARAJAN ("ACQUIRER 5"), MR. PRAKASH K.V ("ACQUIRER 6") AND TRINEVA INFRA PROJECTS PRIVATE LIMITED ("ACQUIRER 7") (COLLECTIVELY REFERRED TO AS "ACQUIRERS") PURSUANT TO THE PURCHASE OF 96,02,182 SHARES FROM THE SELLERS AND THE ALLOTMENT OF 46,34,224 EQUITY SHARES ON A PREFERENTIAL BASIS, FROM PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, 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 Advertisement in accordance with Regulation 18(7) of the Takeover Regulations and Corrigendum to the Detailed Public Statement ("DPS") is to be read together with: (a) the Public Announcement dated April 30, 2022 ("PA"); (b) the Detailed Public Statement published on May 07, 2022 in Financial Express (English daily) all editions, Jansatta (Hindi daily) all editions, Navshikha (Marathi daily) Mumbai edition and Dina Kural (Regional language newspaper (Tamil, Chennai) where the Registered Office of the Target Company is situated) ("DPS"); (c) the Letter of Offer dated June 15, 2022 ("LOF") is being issued by Saffron Capital Advisors Private Limited, on behalf of the Acquirers in respect of the Open Offer ("Pre Offer Advertisement cum Corrigendum"). This pre-offer opening Public Announcement is being issued pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations") and Corrigendum to the Detailed Public Statement pursuant to changes/amendments advised by SEBI vide its letter number SEBI/HO/CFD/DCR-III/OW/24229/1 dated June 10, 2022 ("Observation Letter").

Capitalized terms used but not defined in this Pre-Offer Opening Advertisement cum Corrigendum shall have the same meaning as assigned to them in the LoF. This Pre-Offer Opening Advertisement cum Corrigendum is being issued in all the newspapers in which the original DPS was published.

- Offer Price:** The Offer Price is Rs. 12.50/- (Rupees Twelve and Fifty Paise only) per equity share.
- Committee of Independent Directors** (hereinafter referred to as "IDC") of the Target Company has recommended that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations. The IDC's recommendation was published on June 24, 2022 in the same newspapers in which the DPS was published.
- The Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.
- The Letter of Offer with respect to the Offer ("LoF") dated June 15, 2022, was dispatched on June 21, 2022 to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, June 14, 2022.
- Please note that a copy of LoF (which inter alia includes detailed instructions in relation to the procedure for acceptance and settlement of the offer shares under the Offer, as well as Form of Acceptance and SH-4 of the LoF) is also available on the website of Securities and Exchange Board of India (www.sebi.gov.in), Registrar to the Offer (www.integratedindia.in), Target Company (www.wsindustries.in/KYC) and Manager to the Offer (www.saffronadvisor.com).
- In case of non-receipt/non-availability of the Form of Acceptance, a public shareholder may participate in the Offer: (i) by using Form of Acceptance obtained in the manner described above; or (ii) by providing their application in plain paper in writing signed by all shareholder(s), stating name, address, number of Equity shares held, client ID number, DP ID number, number of Equity shares tendered and other relevant documents as mentioned in LoF.
- Instructions to the Public Shareholders:**
  - In case of Equity Shares are held in physical form: Public shareholders holding Equity Shares in physical form may participate in the Offer through their respective Selling Broker by providing the relevant information and documents as mentioned in LoF.
  - In case of Equity Shares are held in dematerialised form: Public shareholders holding Equity Shares in dematerialised form and desire to tender their Equity Shares in dematerialized form under the Offer would have to do so through their respective Selling Brokers by giving the details of Equity Shares they intend to tender under the Offer and as per the procedure specified in LoF.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on May 13, 2022. SEBI vide its letter no. SEBI/HO/CFD/DCR-III/OW/24229/1 dated June 10, 2022 ("Observation Letter"), issued its observation on the DLOF. These comments and other key changes (occurring after the date of the Public Announcement) have been incorporated in the LoF.**
- Status of Statutory and Other Approvals:** As on date of the LoF and to the best of the knowledge of the Acquirers, there are no statutory or other approvals required for the purpose of implementing this Offer. If any statutory approvals become applicable prior to the completion of the Offer, the Offer would also be subject to receipt of such statutory approvals.
- Material Updates (from the date of the PA):** Following are the material updates post issuance of the Public Announcement dated April 30, 2022:
  - The approval from shareholders of Target Company and Stock Exchanges for the proposed Preferential Allotment has been received on June 1, 2022 and June 6, 2022 respectively. The Acquirers have deposited a sum of ₹ 10,04,12,500 (Rupees Ten Crores Four Lacs Twelve Thousand Five Hundred only) in the Escrow Cash Account, which represents 100% of the total consideration payable to the public shareholders under the Offer in compliance with the Regulation 22 of the SEBI (SAST) Regulations. In terms of Regulation 22 (2) of SEBI (SAST) Regulations, 2011, the Acquirers have consummated the SPA on June 10, 2022 upon expiry of 21 (Twenty-One) working days from the date of the DPS and the acquirers have acquired 96,02,182 equity shares constituting 31.08% of the paid-up share capital from the sellers in accordance with the SPA dated April 30, 2022. Further, in accordance with Regulation 24(1) of the SEBI (SAST) Regulations, Acquirer 1, Acquirer 3 and Acquirer 5 have been appointed on the board of directors of the Target Company w.e.f June 10, 2022.
  - The approval from shareholders of Target Company and Stock Exchanges for the proposed Preferential Allotment has been received on June 1, 2022 and June 6, 2022 respectively. Target Company on June 10, 2022 has allotted 46,34,224 (Forty Six Lacs Thirty Four Thousand Two Hundred and Twenty Four Only) equity shares of face value of ₹ 10 each at a price of ₹ 12.50/- (Rupees Twelve and Fifty Paise Only) for cash aggregating to ₹ 5,79,27,800/- (Rupees Five Crores Seventy Nine Lacs Twenty Seven Thousand and Eight Hundred Only) on a preferential basis to the Acquirers ("Preferential Allotment") as per the details given in the Letter of Offer.
  - As on date, the Acquirers hold following shares in the Target Company:
 

Acquirers	Number of Shares <sup>@</sup>	% of Share Capital <sup>A</sup>
(i) Mr. C.K Venkatchalam	22,22,354	7.19
(ii) Mr. C.K Balasubramaniam	20,79,473	6.73
(iii) Mr. S.Anandavadivel	22,21,854	7.19
(iv) Mr. S Aravindan	20,79,973	6.73
(v) Mr. S Nagarajan	43,01,830	13.92
(vi) Mr. Prakash K.V	21,50,914	6.96
(vii) Trineva Infra Projects Private Limited	43,01,828	13.92

<sup>A</sup> calculated on Emerging Voting Share Capital.  
<sup>@</sup>SPA shares consummated on June 10, 2022.  
<sup>@</sup>Equity Shares allotted on Preferential basis on June 10, 2022.

iv. The issued, subscribed and paid up share capital of the Target Company consequent to preferential allotment has increased from ₹ 26,26,06,070 (Rupees Twenty Six Crores Twenty Six Lacs Six Thousand and Seventy only) comprising of 2,62,60,607 (Two Crores Sixty Two Lacs Sixty Thousand Six Hundred and Seven) equity shares of face value of ₹ 10 each to ₹ 30,89,48,310 (Rupees Thirty Crores Eighty Nine Lacs Forty Eight Thousand Three Hundred and Ten only) comprising of 3,08,94,831 (Three Crores Eight Lacs Ninety Four Thousand Eight Hundred and Thirty One) equity shares of face value of ₹ 10 each.

11. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was submitted to SEBI on May 13, 2022. All observations received from SEBI by way of their letter no. SEBI/HO/CFD/DCR-III/OW/24229/1 dated June 10, 2022 in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the LOF.

12. The revised schedule of activities pertaining to the Offer is set forth below:

Activity	Original Day and Date	Revised Day and Date
Public Announcement (PA)	Saturday, April 30, 2022	Saturday, April 30, 2022
Publication of DPS in the newspapers	Monday, May 09, 2022	Saturday, May 07, 2022
Filing of the draft letter of offer with SEBI	Tuesday, May 17, 2022	Friday, May 13, 2022
Last date for a competitive bid	Tuesday, May 31, 2022	Friday, May 27, 2022@
Last date for SEBI observations on draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Tuesday, June 07, 2022	Friday, June 10, 2022
Identified Date*	Thursday, June 09, 2022	Tuesday, June 14, 2022
Letter of Offer to be dispatched to Eligible Shareholders	Thursday, June 16, 2022	Tuesday, June 21, 2022
Last date for revising the Offer price/ number of shares	Wednesday, June 22, 2022	Monday, June 27, 2022
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation	Tuesday, June 21, 2022	Friday, June 24, 2022
Date of publication of Offer Opening Public Announcement	Wednesday, June 22, 2022	Monday, June 27, 2022
Date of commencement of Tendering Period (Offer Opening Date)	Thursday, June 23, 2022	Tuesday, June 28, 2022
Date of Expiry of Tendering Period (Offer Closing Date)	Wednesday, July 06, 2022	Monday, July 11, 2022
Last Date for completion of all requirements including payment of consideration	Wednesday, July 20, 2022	Monday, July 25, 2022

@There has been no competing offer as on the date of the LoF

\* 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 equity shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers 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 Original Timelines were indicative and were subject to the receipt of relevant approvals from various statutory/regulatory authorities.

**OTHER INFORMATION**

- References to various dates as mentioned in PA/DPS/DLOF/LOF should be read as per revised activity schedule as mentioned above.
- The Open Offer shall continue and shall be completed as per the schedule set out above and updated in the LOF sent to shareholders of the Target Company.
- All the other terms and conditions remain unchanged.
- The Acquirers accept full responsibility for the information contained in this Pre-Offer Opening Advertisement cum Corrigendum and also for the obligations of the Acquirers as laid down in Takeover Regulations.
- The PA, DPS, DLOF, LOF, Pre-Offer Opening Advertisement cum Corrigendum will also be available on SEBI's website (www.sebi.gov.in) and on the website of Manager to the Offer (www.saffronadvisor.com).

<p style="text-align: center;">SAFFRON CAPITAL ADVISORS PRIVATE LIMITED</p> <p>605, Sixth Floor, Centre Point, J.B. Nagar, Andheri (East), Mumbai - 400 059; Maharashtra, India Tel. No.: +91 22 49730394; Fax No.: NA Email id: openoffers@saffronadvisor.com; Website: www.saffronadvisor.com; Investor Grievance: investorgrievance@saffronadvisor.com; SEBI Registration Number: INM000011211 Validity: Permanent Contact Person: Gaurav Khandelwal/Pooja Jain</p>	<p style="text-align: center;">Integrated Registry Management Services Private Limited</p> <p>Kences Tower, II Floor, No.01, Ramakrishna Street, North Usman Road, T Nagar, Chennai - 600017, Tamil Nadu, India; Tel. No.: +91 44 28140801 / 02 / 03; Fax No.: +91 44 28142479; Email: yuvraj@integratedindia.in; Website: www.integratedindia.in; SEBI Registration: INR000000544; Contact Person: S Yuvraj</p>
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**ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS**

Acquirer 1	Acquirer 2	Acquirer 3	Acquirer 4
Sd/- C K Venkatchalam	Sd/- C K Balasubramaniam	Sd/- S Anandavadivel	Sd/- S Aravindan
<b>Acquirer 5</b>	<b>Acquirer 6</b>	<b>Acquirer 7</b>	
Sd/- S Nagarajan	Sd/- Prakash K. V	For and on behalf of Trineva Infra Projects Private Limited Sd/- C K Venkatchalam	

(Signed by Mr. S Nagarajan (for himself and Acquirers 1, 2, 3, 4 and 6 under Specific Power of Attorney dated April 30, 2022) and Mr. C.K Venkatchalam, on behalf of the Acquirer 7)

Place : Chennai  
Date : June 25, 2022

Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

**Report on Other Legal & Regulatory Requirements**

- The Balance Sheet and the Profit and Loss Account have been drawn up in Forms A and B respectively of the Third Schedule to the Banking Regulation Act, 1949, the Multi State Co-operative Societies Act, 2002, the Multi State Co-operative Societies Rules, 2002.
- As required by Section 73(4) of the Multi State Co-operative Societies Act, 2002 and section 30(3) of the Banking Regulation Act, 1949, we report that:
  - We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit and have found to be satisfactory.
  - In our opinion, proper books of account as required by law have been kept by the Bank so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from the branches or offices.
  - As required by Section 30 (3) of the Banking Regulation Act, 1949, we further report that the transactions of the Bank which came to our notice have been within the powers of the Bank.
  - The Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report, are in agreement with the books of account and the returns.
  - The accounting standards adopted by the Bank are consistent with those laid down by accounting principles generally accepted in India, so far applicable to the Urban co-operative Banks.
- As per the information and explanations given to us and based on our examination of the books of account and other records, we report as under on the matters specified in clause (d) and (e) of Rule 27 (2) of the Multi State Co-operative Societies Rules, 2002:
  - In our opinion and according to information and explanations given to us, we have not noticed any material impropriety or irregularity in the expenditure or in the money due to the Bank.
  - During the course of Audit, we have generally not come across any violations of guidelines, conditions etc. issued by the RBI. Since the Bank has neither accepted deposits nor received subsidy from National Bank for Agriculture and Rural Development, our comments regarding violations of guidelines issued by the said Bank are not called for.
  - As required by Rule 27(3) (a) to (f) of the Multi State Co-operative Societies Rules, 2002, we give the Annexure, a schedule on the matters specified in the said Rule.

<p><b>KIRTANE &amp; PANDIT LLP</b> Chartered Accountants F.R.NO.105215W/W100057</p> <p><b>SANDEEP WELLING</b> Partner M. No. 044576 Place: Mumbai Date: 10<sup>th</sup> June, 2022 UDIN: 22044576AKRYLM7147</p>	<p><b>G. D. APTE &amp; CO.</b> Chartered Accountants F.R.NO.100515W</p> <p><b>SANTOSH RASHINKAR</b> Partner M. No. 103483 Place: Pune Date: 10<sup>th</sup> June, 2022 UDIN: 22103483AKRWDJ1720</p>
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### COSMOS CO-OPERATIVE BANK LTD.

Financial Year Ended March 31, 2022  
Annexure to Independent Auditor's Report  
(As referred in Clause 4 of our report of even date as on March 31, 2022)

As required by the Rule 27 (3) of the Multi State Co-operative Societies Rules, 2002 ("the Rules"), we report on the matters specified in clauses (a) to (f) of the said Rule to the extent applicable to the Bank.

- During the course of our audit, we have generally not come across transactions which appear to be contrary to the provisions of the Act, the Rules or the Bye-Laws of the Bank.
- During the course of our audit, we have not come across material and significant transactions which appear to be contrary to the guidelines issued by the Reserve Bank of India ("RBI"). Since, the Bank has neither accepted deposits nor received subsidy from National Bank for Agriculture and Rural Development, our comments regarding transactions contrary to the guidelines issued by the said Bank are not called for.
- The following advances are categorized as doubtful or loss assets as per prudential norms of RBI as on March 31, 2022 and reported in terms of clause (c) of Rule 27 (3) of the Rules:

Category	Outstanding Amount as on March 31, 2022 (₹ in lakhs)
Doubtful Assets	704.77
Loss Assets	Nil
<b>Total</b>	<b>704.77</b>

\*A provision of Rs. 242.73 Lakhs has been made against the above advances.

d. As per the information provided to us and to the best of our knowledge, the following credit facilities have been sanctioned by the Bank to the members of the Board or their relatives:

Particulars	Outstanding Amount (₹ in lakhs)
Fund Based	23.10
Non Fund Based	Nil
<b>Total</b>	<b>23.10</b>

e. During the course of our audit, we have generally not come across any violations of guidelines conditions etc. issued by the RBI. Since, the Bank has neither accepted deposits nor received subsidy from National Bank for Agriculture and Rural Development, our comments regarding violations of guidelines issued by the said Bank are not called for.

f. To the best of our knowledge, no other matters have been specified by the Central Registrar of Co-operatives Societies, which require reporting under this Rule.

<p><b>KIRTANE &amp; PANDIT LLP</b> Chartered Accountants F.R.NO.105215W/W100057</p> <p><b>SANDEEP WELLING</b> Partner M. No. 044576 Place: Mumbai Date: 10<sup>th</sup> June, 2022</p>	<p><b>G. D. APTE &amp; CO.</b> Chartered Accountants F.R.NO.100515W</p> <p><b>SANTOSH RASHINKAR</b> Partner M. No. 103483 Place: Pune Date: 10<sup>th</sup> June, 2022</p>
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THE COSMOS CO-OP. BANK LTD.

(Multistate Scheduled Bank)

Enriching Life!



## दक्षिण अफ्रीका : नाइट क्लब में 20 लोगों की मौत

जोहानिसबर्ग, 26 जून (एपी)।

दक्षिण अफ्रीका की पुलिस तटीय शहर ईस्ट लंदन के एक नाइट क्लब में रविवार तड़के कम से कम 20 लोगों की मौत के मामले की जांच कर रही है। यह स्पष्ट नहीं है कि उन युवाओं की मौत का कारण क्या है, जो स्कूल की परीक्षा की समाप्ति का जश्न मनाने के लिए एक पार्टी में शामिल हुए थे।

स्थानीय अखबार 'डेली डिस्पैच' में बताया कि शव टेबल और कुर्सियों पर पड़े हुए थे और चोट के किसी प्रकार के लक्षण नहीं दिखे हैं। स्वास्थ्य विभाग के प्रवक्ता सियांगेला नदेवु ने कहा, अभी हम मौत के कारणों की पुष्टि नहीं कर सकते हैं। मनाना ने कहा, हम मौत के संभावित कारणों का पता लगाने के लिए शवों का अंत्यपरिक्षण करा रहे हैं। क्लब के मालिक सियांगेला नदेवु ने स्थानीय प्रसारक इंफर्नीए को बताया कि उन्हें रविवार की सुबह घटनास्थल पर बुलाया गया। नदेवु ने कहा, मुझे अभी भी नहीं पता कि वास्तव में क्या हुआ था, लेकिन जब मुझे बुलाया गया तो बताया गया कि कुछ लोग जबरन वहां घुसने की कोशिश कर रहे थे। उन्होंने कहा, हम पुलिस की जांच रिपोर्ट का इंतजार कर रहे हैं।

## शास्त्रीय नृत्यांगना झांग जून को दी श्रद्धांजलि

बेंगलुरु, 26 जून (भाषा)।

भारतीय शास्त्रीय नृत्यों-भरतनाट्यम, कथक और ओडिसी से जुड़ी कलाकार दिवंगत झांग जून को भावभीनी श्रद्धांजलि देने के लिए आयोजित एक कार्यक्रम में बड़ी संख्या में चीनी लोगों ने भाग लिया। बेंगलुरु में कोविड के चलते प्रतिबंधों से तंग आ चुके झांग के 300 से अधिक प्रशंसक शुरुवार रात एशिया इन्फ्रास्ट्रक्चर इन्वेस्टमेंट बैंक (एआइआइबी) के सभागार में अपने छोटे बच्चों के साथ, प्रतिभाशाली पेशेवरों के उम्दा प्रदर्शन को देखने के लिए उमड़ पड़े, जिन्होंने चीन में भारतीय शास्त्रीय नृत्य रूपों के प्रति अपना जीवन समर्पित कर रखा है।

## एफपीआइ की निकासी जारी, अब तक 46,000 करोड़ रुपए निकाले

नई दिल्ली, 26 जून (भाषा)।

विदेशी निवेशकों की भारतीय इक्विटी बाजारों से निकासी जारी है। भारतीय रिजर्व बैंक और अमेरिकी फेडरल रिजर्व द्वारा मौद्रिक नीति को कड़ा करने के बाद एफपीआइ ने इस महीने अब तक लगभग 46,000 करोड़ रुपए निकाले हैं।

फेडरल रिजर्व की नीतियों, कच्चे तेल की कीमतों और अस्थिर रुपए ने विदेशी पोर्टफोलियो निवेशकों (एफपीआइ) के रुख को प्रभावित किया।

आंकड़ों के मुताबिक एफपीआइ द्वारा 2022 में अब तक इक्विटी से शुद्ध निकासी बढ़कर 2.13 लाख करोड़ रुपए तक पहुंच गई है। यस सिक्वॉरिटीज में संस्थागत इक्विटी के प्रमुख विश्लेषक हितेश जैन ने कहा कि अमेरिकी फेडरल रिजर्व और दूसरे प्रमुख केंद्रीय बैंकों द्वारा मौद्रिक सख्ती, कच्चे तेल की कीमतों में तेजी और अस्थिर

रुपए के बीच अनुमान है कि एफपीआइ उभरते बाजारों से दूर रहेंगे।

उन्होंने कहा कि एफपीआइ की आवक तभी दोबारा शुरू होगी, जब अमेरिका में फेडरल रिजर्व द्वारा दरों में बढ़ोतरी रुक जाएगी।

जियोजित फाइनेंशियल सर्विसेज के मुख्य निवेश रणनीतिकार वी के विजयकुमार ने कहा कि इसके अलावा अगर डालर और बान्ड प्रतिफल का मौजूदा रुझान बना रहता है, तो एफपीआइ द्वारा और अधिक बिकवाली करने की संभावना है।

आंकड़ों के मुताबिक विदेशी निवेशकों ने जून में (24 तारीख तक) इक्विटी से 45,841 करोड़ रुपए की शुद्ध निकासी की। विदेशी निवेशक अक्टूबर 2021 से भारतीय इक्विटी से लगातार धन निकाल रहे हैं। इस तरह की निकासी आखिरी बार 2020 की पहली तिमाही में देखी गई थी, जब महामारी तेजी से बढ़ रही थी।

# रूस से सोने के आयात पर प्रतिबंध लगाएंगे जी-7 देश : बाइडेन

एलमौ (जर्मनी), 26 जून (एपी)।

अमेरिकी राष्ट्रपति जो बाइडेन ने रविवार को कहा कि जी-7 के सदस्य देश रूस से सोने के आयात पर प्रतिबंध लगाने की घोषणा करने जा रहे हैं। यूक्रेन पर रूस के हमले के बाद लगाए जा रहे प्रतिबंधों की कड़ी में यह नई पाबंदी होगी।

दुनिया के सात प्रमुख विकसित देशों के संगठन जी-7 की जर्मनी में म्यूनिख के पास एलमौ में शिखर बैठक होने वाली है। इसी बैठक में रूस से सोने के आयात पर पाबंदी लगाने की औपचारिक घोषणा की जाएगी। अनुमान है कि मंगलवार को जी-7 देश इस बारे में अंतिम फैसला ले लेंगे।

बाइडेन और अन्य विकसित देशों के प्रमुख शिखर सम्मेलन में इस बात पर चर्चा करेंगे कि रूस-यूक्रेन युद्ध के बीच ऊर्जा आपूर्ति को



निर्यात रूस ने अकेले ब्रिटेन को किया था।

किस तरह सुरक्षित किया जाए। इसके अलावा दुनिया की अधिकांश अर्थव्यवस्थाओं में तेजी से बढ़ती मुद्रास्फीति पर काबू पाने के तरीकों पर भी चर्चा होने की उम्मीद है।

बाइडेन प्रशासन के वरिष्ठ अधिकारियों ने कहा कि ईंधन के बाद सोना रूस का दूसरा बड़ा निर्यात है। ऐसी स्थिति में रूस से सोने का

आयात प्रतिबंधित किए जाने से रूस के लिए वैश्विक बाजारों में शिरकत कर पाना मुश्किल हो जाएगा।

बाइडेन ने अपने ट्विटर संदेश में कहा कि रूस अपने सोने की बिक्री से दसियों अरबों डालर कमाता है। हाल के वर्षों में ऊर्जा के बाद सोना ही रूस का दूसरा बड़ा निर्यात उत्पाद रहा है। साल 2020 में रूस ने लगभग 19 अरब डालर मूल्य के सोने का निर्यात किया जो वैश्विक स्वर्ण निर्यात का लगभग पांच फीसद था। खास बात यह है कि रूसी सोने के निर्यात में से करीब 90 फीसदी हिस्सा जी-7 देशों को ही भेजा गया था। इसमें से भी 90 फीसदी से अधिक स्वर्ण निर्यात रूस ने अकेले ब्रिटेन को किया था। वहीं अमेरिका ने 2019 में रूस से 20 करोड़ डालर से कम और वर्ष 2020 एवं 2021 में 10 लाख डालर से भी कम का सोना आयात किया।

## भारत ने प्रतिबंध के बाद कई देशों को 18 लाख टन गेहूं निर्यात किया

नई दिल्ली, 26 जून (भाषा)।

गत 13 मई को गेहूं के निर्यात पर प्रतिबंध लगाए जाने के बाद भारत ने बांग्लादेश और अफगानिस्तान सहित करीब एक दर्जन देशों को 18 लाख टन खाद्यान्न का निर्यात किया है।

केंद्रीय खाद्य सचिव सुधांशु पांडेय ने यह जानकारी देते हुए कहा है कि 50,000 टन निर्यात की प्रतिबद्धता के तहत अफगानिस्तान को मानवीय सहायता के रूप में लगभग 33,000 टन गेहूं की आपूर्ति की जा चुकी है। पांडेय ने तब शुक्रवार को जर्मनी के बर्लिन में 'वैश्विक खाद्य सुरक्षा के लिए एकता' पर आयोजित एक मंत्रिस्तरीय सम्मेलन को संबोधित करते हुए कहा कि भारत ने हमेशा दुनिया की जरूरतों को ध्यान में रखा है। यहां जारी एक आधिकारिक बयान के मुताबिक, पांडेय ने कहा कि भारत ने अपनी 1.38 अरब आबादी की खाद्य जरूरतों को पूरा करने के साथ ऐसा किया है। सचिव ने कहा, यहां यह बताना महत्वपूर्ण है कि भारत सरकार द्वारा हाल ही में गेहूं के निर्यात को नियमित करने का फैसला धरतू उपलब्धता के साथ ही कमजोर देशों में उपलब्धता की रक्षा के लिए लिया गया था, जिनकी आपूर्ति बाजार की ताकतों द्वारा सुनिश्चित नहीं की जा सकती।

## मुद्रास्फीति पर काबू के लिए वृद्धि का असहनीय बलिदान न हो : जयंत वर्मा

नई दिल्ली, 26 जून (भाषा)।

भारतीय रिजर्व बैंक (आरबीआइ) की मौद्रिक नीति समिति (एमपीसी) के सदस्य जयंत वर्मा का मानना है कि मुद्रास्फीति पर अचानक काबू पाने के लिए वृद्धि का असहनीय बलिदान नहीं किया जाना चाहिए। उन्होंने कहा

कि भारतीय अर्थव्यवस्था कोविड-19 महामारी के प्रकोप से मुश्किल से ही उबर पाई है और यह सुनिश्चित किया जाना चाहिए कि मुद्रास्फीति पर अचानक काबू पाने की कोशिश में वृद्धि का असहनीय बलिदान न हो। देश की अर्थव्यवस्था के लिए सतर्क आशावादी दृष्टिकोण के साथ वर्मा ने कहा कि वित्त वर्ष 2022-23 और 2023-24 के

लिए वृद्धि की संभावनाएं तर्कसंगत हैं, भले ही पूंजीनैतिक तनाव और जिस की ऊंची कीमतें लंबे समय तक बनी रहें। बढ़ती मुद्रास्फीति के दबाव में मौद्रिक नीति तय करने वाली एमपीसी ने कठोर रुख अपनाया है और प्रधान उधारी दर रेपो दो बार में कुल 0.90 फीसद की बढ़ोतरी के साथ दो साल के उच्च स्तर 4.90 फीसद पर पहुंच गई है।

PRE- OFFER ADVERTISEMENT UNDER REGULATION 18(7) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

# W.S. INDUSTRIES (INDIA) LIMITED

Registered Office: 108, Mount Poonamalee Road, Ponur, Chennai – 600116, Tamil Nadu, India; Tel: +91 44 24354754; Fax: NA; Email: secl@wsindustries.com; Website: www.wsindustries.in/KYC; Corporate Identification Number: L29142TN1961PL0004568

OPEN OFFER FOR ACQUISITION OF UP TO 80,33,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, REPRESENTING 28% OF THE EQUITY SHARE CAPITAL, (ON A FULLY DILUTED BASIS) (i.e. 3,08,94,831 EQUITY SHARE CAPITAL-“EMERGING VOTING SHARE CAPITAL”), OF W.S. INDUSTRIES (INDIA) LIMITED (“TARGET COMPANY”), AS OF THE TENTH WORKING DAY FROM THE CLOSURE OF THE TENDERING PERIOD OF THE OPEN OFFER, BY MR. C.K VENKATACHALAM (“ACQUIRER 1”), MR. C K BALASUBRAMANIAM (“ACQUIRER 2”), MR. S ANANDAVADIVEL (“ACQUIRER 3”), MR. S SARAVINDAN (“ACQUIRER 4”), MR. S NAGARAJAN (“ACQUIRER 5”), MR. PRAKASH K.V (“ACQUIRER 6”) AND TRINEVA INFRA PROJECTS PRIVATE LIMITED (“ACQUIRER 7”) (COLLECTIVELY REFERRED TO AS “ACQUIRERS”) PURSUANT TO THE PURCHASE OF 96,02,182 SHARES FROM THE SELLERS AND THE ALLOTMENT OF 46,34,224 EQUITY SHARES ON A PREFERENTIAL BASIS, FROM PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, 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 Advertisement in accordance with Regulation 18(7) of the Takeover Regulations and Corrigendum to the Detailed Public Statement (“DPS”) is to be read together with: (a) the Public Announcement dated April 30, 2022 (“PA”); (b) the Detailed Public Statement published on May 07, 2022 in Financial Express (English daily) all editions, Jansatta (Hindi daily) all editions, Navshakti (Marathi daily) Mumbai edition and Dina Kural (Regional language newspaper (Tamil, Chennai) where the Registered Office of the Target Company is situated) (“DPS”); (c) the Letter of Offer dated June 15, 2022 (“LOF”) is being issued by Saffron Capital Advisors Private Limited, on behalf of the Acquirers in respect of the Open Offer (“Pre Offer Advertisement cum Corrigendum”). This pre-offer opening Public Announcement is being issued pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI (SAST) Regulations”) and Corrigendum to the Detailed Public Statement pursuant to changes/amendments advised by SEBI vide its letter number SEBI/HO/CFD/DCR-III/OIW/24229/1 dated June 10, 2022 (“Observation Letter”).

Capitalized terms used but not defined in this Pre-Offer Opening Advertisement cum Corrigendum shall have the same meaning as assigned to them in the LoF. This Pre-Offer Opening Advertisement cum Corrigendum is being issued in all the newspapers in which the original DPS was published.

- Offer Price:** The Offer Price is Rs. 12,500/- (Rupees Twelve and Fifty Paise only) per equity share.
- Committee of Independent Directors** (hereinafter referred to as “IDC”) of the Target Company has recommended that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations. The IDC’s recommendation was published on June 24, 2022 in the same newspapers in which the DPS was published.
- The Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.
- The Letter of Offer with respect to the Offer (“LoF”) dated June 15, 2022, was dispatched on June 21, 2022 to all the Eligible Shareholders of the Target Company holding Equity Shares as on the Identified Date, June 14, 2022.
- Please note that a copy of LoF (which inter alia includes detailed instructions in relation to the procedure for acceptance and settlement of the offer shares under the Offer, as well as Form of Acceptance and SH-4 of the LoF) is also available on the website of Securities and Exchange Board of India ([www.sebi.gov.in](http://www.sebi.gov.in)), Registrar to the Offer ([www.integratedindia.in](http://www.integratedindia.in)), Target Company ([www.wsindustries.in/KYC](http://www.wsindustries.in/KYC)) and Manager to the Offer ([www.saffronadvisor.com](http://www.saffronadvisor.com)).
- In case of non-receipt/non-availability of the Form of Acceptance, a public shareholder may participate in the Offer: (i) by using Form of Acceptance obtained in the manner described above; or (ii) by providing their application in plain paper in writing signed by all shareholder(s), stating name, address, number of Equity shares held, client ID number, DP name, DP ID number, number of Equity shares tendered and other relevant documents as mentioned in LoF.
- Instructions to the Public Shareholders:**
  - In case of Equity Shares are held in physical form: Public shareholders holding Equity Shares in physical form may participate in the Offer through their respective Selling Broker by providing the relevant information and documents as mentioned in LoF.
  - In case of Equity Shares are held in dematerialised form: Public shareholders holding Equity Shares in dematerialised form and desire to tender their Equity Shares in dematerialized form under the Offer would have to do so through their respective Selling Brokers by giving the details of Equity Shares they intend to tender under the Offer and as per the procedure specified in LoF.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on May 13, 2022. SEBI vide its letter no. SEBI/HO/CFD/DCR-III/OIW/24229/1 dated June 10, 2022 (“Observation Letter”), issued its observation on the DLOF. These comments and other key changes (occurring after the date of the Public Announcement) have been incorporated in the LoF.
- Status of Statutory and Other Approvals:** As on date of the LoF and to the best of the knowledge of the Acquirers, there are no statutory or other approvals required for the purpose of implementing this Offer. If any statutory approvals become applicable prior to the completion of the Offer, the Offer would also be subject to receipt of such statutory approvals.
- Material Updates (from the date of the PA): Following are the material updates post issuance of the Public Announcement dated April 30, 2022:**
  - The approval from shareholders of Target Company and Stock Exchanges for the proposed Preferential Allotment has been received on June 1, 2022 and June 6, 2022 respectively. The Acquirers have deposited a sum of ₹ 10,04, 12,00,00,000 (Rupees Ten Crores Four Lacs Twelve Thousand Five Hundred only) in the Escrow Cash Account, which represents 100% of the total consideration payable to the public shareholders under the Offer in compliance with the Regulation 22 of the SEBI (SAST) Regulations. In terms of Regulation 22 (2) of SEBI (SAST) Regulations, 2011, the Acquirers have consummated the SPA on June 10, 2022 upon expiry of 21 (Twenty-One) working days from the date of the DPS and the acquirers have acquired 96,02,182 equity shares constituting 31.08% of the paid-up share capital from the sellers in accordance with the SPA dated April 30, 2022. Further, in accordance with Regulation 24(1) of the SEBI (SAST) Regulations, Acquirer 1, Acquirer 3 and Acquirer 5 have been appointed on the board of directors of the Target Company w.e.f June 10, 2022.
  - The approval from shareholders of Target Company and Stock Exchanges for the proposed Preferential Allotment has been received on June 1, 2022 and June 6, 2022 respectively. Target Company on June 10, 2022 has allotted 46,34,224 (Forty Six Lacs Thirty Four Thousand Two Hundred and Twenty Four Only) equity shares of face value of ₹ 10 each at a price of ₹ 12,500/- (Rupees Twelve and Fifty Paise Only) for cash aggregating to ₹ 5,79,27,800/- (Rupees Five Crores Seventy Nine Lacs Twenty Seven Thousand and Eight Hundred Only) on a preferential basis to the Acquirers (“Preferential Allotment”) as per the details given in the Letter of Offer.
  - As on date, the Acquirers hold following shares in the Target Company:

Acquirers	Number of Shares*	% of Share Capital*
(i) Mr. C.K Venkatachalam	22,22,354	7.19
(ii) Mr. C.K Balasubramaniam	20,79,473	6.73
(iii) Mr. S Anandavadivel	22,21,854	7.19
(iv) Mr. S Aravindan	20,79,973	6.73
(v) Mr. S Nagarajan	43,01,830	13.92
(vi) Mr. Prakash K.V	21,50,914	6.96
(vii) Trineva Infra Projects Private Limited	43,01,828	13.92

\* calculated on Emerging Voting Share Capital.  
\*SPA shares consummated on June 10, 2022.  
@Equity Shares allotted on Preferential basis on June 10, 2022.

iv. The issued, subscribed and paid up share capital of the Target Company consequent to preferential allotment has increased from ₹ 26,26,06,070 (Rupees Twenty Six Crores Twenty Six Lacs Six Thousand and Seventy only) comprising of 2,62,60,607 (Two Crores Sixty Two Lacs Sixty Thousand Six Hundred and Seven) equity shares of face value of ₹ 10 each to ₹ 30,89,48,310 (Rupees Thirty Crores Eighty Nine Lacs Forty Eight Thousand Three Hundred and Ten only) comprising of 3,08,94,831 (Three Crores Eight Lacs Ninety Four Thousand Eight Hundred and Thirty One) equity shares of face value of ₹ 10 each.

11. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was submitted to SEBI on May 13, 2022. All observations received from SEBI by way of their letter no. SEBI/HO/CFD/DCR-III/OIW/24229/1 dated June 10, 2022 in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the LOF.

12. The revised schedule of activities pertaining to the Offer is set forth below:

Activity	Original Day and Date	Revised Day and Date
Public Announcement (PA)	Saturday, April 30, 2022	Saturday, April 30, 2022
Publication of DPS in the newspapers	Monday, May 09, 2022	Saturday, May 07, 2022
Filing of the draft letter of offer with SEBI	Tuesday, May 17, 2022	Friday, May 13, 2022
Last date for a competitive bid	Tuesday, May 31, 2022	Friday, May 27, 2022@
Last date for SEBI observations on draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Tuesday, June 07, 2022	Friday, June 10, 2022
Identified Date*	Thursday, June 09, 2022	Tuesday, June 14, 2022
Letter of Offer to be dispatched to Eligible Shareholders	Thursday, June 16, 2022	Tuesday, June 21, 2022
Last date for revising the Offer price/ number of shares	Wednesday, June 22, 2022	Monday, June 27, 2022
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation	Tuesday, June 21, 2022	Friday, June 24, 2022
Date of publication of Offer Opening Public Announcement	Wednesday, June 22, 2022	Monday, June 27, 2022
Date of commencement of Tendering Period (Offer Opening Date)	Thursday, June 23, 2022	Tuesday, June 28, 2022
Date of Expiry of Tendering Period (Offer Closing Date)	Wednesday, July 06, 2022	Monday, July 11, 2022
Last Date for completion of all requirements including payment of consideration	Wednesday, July 20, 2022	Monday, July 25, 2022

@ The issued has no competing offer as on the date of the LoF

\* 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 equity shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers 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 Original Timelines were indicative and were subject to the receipt of relevant approvals from various statutory/regulatory authorities.

**OTHER INFORMATION**

- References to various dates as mentioned in PA/DPS/DLOF/LOF should be read as per revised activity schedule as mentioned above.
- The Open Offer shall continue and shall be completed as per the schedule set out above and updated in the LOF sent to shareholders of the Target Company.
- All the other terms and conditions remain unchanged.
- The Acquirers accept full responsibility for the information contained in this Pre-Offer Opening Advertisement cum Corrigendum and also for the obligations of the Acquirers as laid down in Takeover Regulations.
- The PA, DPS, DLOF, LOF, Pre-Offer Opening Advertisement cum Corrigendum will also be available on SEBI’s website ([www.sebi.gov.in](http://www.sebi.gov.in)) and on the website of Manager to the Offer ([www.saffronadvisor.com](http://www.saffronadvisor.com)).

**TATA**

**टाटा कैपिटल हाइसिंग फाइनेंस लिमिटेड**

पंजीकृत पता: 11वां तल, टॉवर ए, पेनिनसुला बिजनेस पार्क, गणपतराव कदम मार्ग, लोवर परत, मुंबई-400013

शाखा पता: टाटा कैपिटल हाइसिंग फाइनेंस लिमिटेड, बी-36, प्रथम एवं द्वितीय तल, लाजपत नगर – पार्ट 2, एचडीएफसी बैंक के ऊपर, नई दिल्ली 110024

**अचल संपत्तिके विक्रय हेतु सूचना**

**(प्रतिभूति हित (प्रवर्तन) नियमावली 2002 के नियम 8(1) के साथ पठित नियम 8(6) के अंतर्गत)**

प्रतिभूति हित (प्रवर्तन) नियमावली 2002 के नियम 8(6) एवं नियम 9(1) के साथ पठित वित्तीय परिसम्पत्तियों के प्रतिभूतिकरण एवं पुनर्निर्माण तथा प्रतिभूति हित प्रवर्तन अधिनियम 2002 के अंतर्गत अचल परिसंपत्तियों के विक्रयार्थ ई-नीलामी विक्रय सूचना एलएडएआर जनसंचारण को तथा विशेष रूप में निम्न उधारकर्ता तथा/सह-उधारकर्ता, अथवा उनके वित्तिक उत्तरदायित्वियों/प्रतिनिधियों (उधारकर्ताओं) को विशिष्ट रूप में सूचित किया जाता है कि टाटा कैपिटल हाइसिंग फाइनेंस लि. (टीसीएचएफएल) के पास कंबैकल निम्न विवरणित अचल संपत्ति, जिसका कानून टीसीएचएफएल के प्राधिकृत अधिकारी द्वारा ले लिया गया है, का विक्रय 05 अगस्त 2022 को “जेसी है जहां है” एवं “जेसी है जो है” और “वहां जो कुछ भी है” आधार पर, निम्न वर्णित उधारकर्ताओं एवं सह-उधारकर्ताओं की ओर कानूनी दायरत्वियों की वसूली के लिए किया जाएगा। आरक्षित मूल्य तथा धरोहर राशि जमा का उल्लेख नीचे किया गया है। एलएडएआर सूचित किया जाता है कि विक्रय के किसी स्वरूप/समाप्ति के न होने पर, उक्त प्रतिभूति परिसंपत्ति/संपत्ति का विक्रय ई-नीलामी द्वारा उक्त 05 अगस्त 2022 को अथवा 2.00 बजे कर दिया जाएगा। ई-नीलामी में प्रतिभागीता करने के लिए धराज के डिमांड ड्राफ्ट से युक्त मोडरेट लिफाका टीसीएचएफएल के प्राधिकृत अधिकारियों के पास 04 अगस्त 2022 को सायं 5 बजे तक अथवा इससे पूर्व शाखा के परत, टाटा कैपिटल हाइसिंग फाइनेंस लिमिटेड, बी-36, प्रथम एवं द्वितीय तल, लाजपत नगर पार्ट-2, एचडीएफसी बैंक के ऊपर, नई दिल्ली 110024 पर प्रस्तुत/जमा करना होगा।

प्रतिभूत परिसंपत्ति/अचल संपत्ति का विक्रय जो है, वह यहां इसमें निम्न विवरणित संक्षिप्त विवरणों के अनुसार “जेसी है जहां है अथवा” पर आधारित होगा:

क्र. सं.	क्र. सं.	उधारकर्ता(ओं)/सह-उधारकर्ता(ओं)/वित्तिक उत्तरदायित्वियों(ओं)/वित्तिक प्रतिनिधि/गारंटर(री) के नाम	मांग सूचना के अनुसार राशि	आरक्षित मूल्य	धरोहर राशि	कच्चा का प्रकार
1.	9959 310	संजय सेठी (उधारकर्ता), मधु सेठी (सह-उधारकर्ता)	₹. 42,64,508/- (रुपए ब्यालिस लाख बीसठ हजार पांच सौ आठ मात्र)	₹. 94,75,000/- (रुपए चौराने लाख पचासहजार हजार मात्र)	₹. 9,47,500/- (रुपए नौ लाख सैतारिस हजार पांच सौ मात्र)	Symbolic

27 मई 2019

**अचल संपत्ति का विवरण:** वाणिज्यिक दूकान सं. बीएच 1 एवं 2 के समस्त सह भाग तथा अंश, जिसका अधिमान 340 वर्ग फुट तथा दूकान सं. बीएच 18 एवं 19 जिसका अधिमान 260 वर्ग फुट है, जिसका कुल अधिमान 600 वर्ग फुट है, जो तलवार एवं दूकान संख्या जीएन-19 पर अस्तित्व है, जिसका शेडविशेषण 158 वर्ग फुट है जो वाणिज्यिक परिसर जो एसीडी कोम्प्लेक्स के रूप में अधिष्ठात है के भीतर पर है जिसका कोऑरिनेशन नं. 125/14 है जो है, डिमेंशन रोड, वॉर्ड जगदोरा चंद्र बंस, लखनऊ, ए.ए. 226001 में स्थित है और विक्रय विवेक में लिखित समाचार सूच-सूचिकाओं के साथ है।

नीलामी में, जनसंचारण को व्यक्तित्व रूप में अपनी बोली(सिया) जमा/प्रस्तुत करने के लिए आमंत्रित किया जाता है। उधारकर्ता(ओं)/सह-उधारकर्ता(ओं) को एलएडएआर इस सूचना के अग्रसरण की तिथि से 30 दिनों के अंदर भावी विक्रय के साथ कुल कानूनी दायरत्वियों का भूतानत करने के लिए अधिसूचना प्रसारित किया जाता है। अंतिम अवरक का तब उदाहरण भूतानत करने में विफल रहने पर अचल संपत्ति को अनुसूची के अनुसार बेच दिया जाएगा। ई-नीलामी उस स्थिति में भी रोक दी जाएगी, यदि ब्याज एवं लागतों (विक्रय की लागत सहित) के साथ उपर्युक्तानुसार देय राशि प्राधिकृत अधिकारियों को भूतानत कर दी जाती है अथवा अधिकारी की संतुष्टि हेतु इस बात का साथ देया जाता है कि ऐसे प्रतिभूत अचल व इसके ब्याज एवं लागतों की राशि का नीलामी की तिथि से पूर्व भूतानत कर दिया गया है।

कोई भी अधिकारी या अन्य व्यक्तित्व, जो इस विक्रय के संबंध में कोई भी कार्य-वायिवि निमा रहा है, यद्यपि वह कार्य-वायिवि को प्रबंध अथवा अग्रसरण रूप में ही क्यों न निमा रहा हो, वह बोलीदाता नहीं कर सकता, बेशी कोई अचल संपत्ति में कोई हित प्राप्तित नहीं कर सकता अथवा उपाजित करने का प्रयास नहीं कर सकता।

विक्रय जो है, वह प्रतिभूति हित (प्रवर्तन) नियमावली 2002 में विहित शर्तों तथा निम्नलिखित शर्तों गती के अधीन होगा: ई-नीलामी पोर्टल [DisposalHub.com](http://DisposalHub.com) के माध्यम से 05 अगस्त 2022 को अथवा 2.00 बजे से लेकर के अथवा 3.00 बजे तक 10 मिनटों तक के अंतिम तल दिलाते के साथ संचालित की जाएगी।

**नियम एवं शर्तें:** (1) यहां इसमें निम्न दो गई अनुसूची में विनिर्दिष्ट विवरण यद्यपि अधोहस्ताक्षरकर्ता की संपूर्ण जानकारी के अनुसार वर्णित किए गए हैं, तथापि अधोहस्ताक्षरकर्ता इस उद्घोषणा में हुई/होनेवाली किसी त्रुटि, त्रुटिपूर्ण-विवरण अथवा त्रुटि हुई उत्तरदायिता नहीं होगी। बोली राशि से संबंधित, अथवा बोलीदाता से संबंधित, किसी विवाद के उत्पन्न होने की स्थिति में अचल संपत्ति को एक बार फिर से नीलामी के लिए रख दिया जाएगा, जो प्राधिकृत अधिकारियों के विवेकाधीन होगा। (2) अचल संपत्ति का विक्रय आरक्षित मूल्य से कम पर नहीं किया जाएगा। (3) बोली बुद्धि राशि ₹. 10,000/- (एक दस हजार मात्र) होगी। (4) संपत्ति के क़ायम जमा/प्रस्तुत की गई समस्त बोलियों के साथ उपर्युक्तानुसार धरोहर राशि “टाटा कैपिटल हाइसिंग फाइनेंस लि.” के पास में आहरित ब्याज वार पर भूतानतयोग्य डिमांड ड्राफ्ट के माध्यम से संतुलन होनी चाहिए। नीलामी के उपरान्त अचल संपत्ति बोलीदाताओं को डिमांड ड्राफ्ट वापस कर दिए जाएंगे। एनईएफटी/आरडीसीएस/आईएमपीएस के माध्यम से धराज के भूतानत हेतु सूचना प्राधिकृत अधिकारी से संपर्क करें। (5) सर्वोच्च बोलीदाता को तब ही सफल बोलीदाता के रूप में घोषित किया जाएगा, जब वह सर्वोच्च बोलीदाता हेतु विक्रय रूप में अर्हक पता जाता है और इसके अतिरिक्त जब उसकी बोली राशि आरक्षित मूल्य से कम नहीं हो। यह प्राधिकृत अधिकारियों के विवेकाधीन होगा कि वे उस स्थिति में सर्वोच्च बोली की स्वीकृति को अस्वीकार कर सकते हैं जब कुच्य यह ज्ञात हो कि प्रस्तावित मूल्य स्पष्टतः इतना अपर्याप्त है कि वह बोलीदाता करने के लिए अनुचित लग रहा हो। (6) अनिलेखित कारणों के लिए यह प्राधिकृत अधिकारियों के विवेक पर होगा कि वे विक्रय स्थिति कर दें/उसे समाप्त कर दें। (7) अचल संपत्ति का अचलतक जो है वह पूर्व नियुक्ति के साथ 25 जुलाई 2022 को 11.00 बजे से लेकर के 5.00 बजे तक किया जा सकता है। (8) एक सफल बोलीदाता के रूप में घोषित हो चुके व्यक्तियों को तत्काल ऐसी घोषणा के बाद, अपराधि/बोली की 25 प्रतिशत राशि जमा करनी होगी, जिसमें धराज जमा भी सम्मिलित होगी, और वह राशि प्राधिकृत अधिकारियों के पास 24 घंटों के अंदर जमा करनी होगी, और यह राशि जमा करने में त्रुटि होने पर संपत्ति को तत्काल प्रभाव से निजी सधि द्वारा ही जनेवाली नई नीलामी/विक्रय हेतु रख दिया जाएगा। (9) यदि उपरोक्तानुसार अधिक राशि जमा कर दी जाती है तो ऊपरवर्ति की शेष रकम का भूतानत क्रेता द्वारा प्राधिकृत अधिकारियों को संपत्ति के विक्रय की अनिष्टि की तिथि से 15वें दिवस को अथवा इसके पूर्व करना होगा, इसमें ऐसा दिवस पूरक जाएगा, अथवा यदि 15वें दिन रविवार या अन्य अवकाश पड़ता है तो तब 15वां दिवस जो होगा वो अवकाशों के बाद आनेवाला प्रथम कार्यालय दिवस होगा। (10) ऊपर वर्णित अधि के अंदर किसी भूतानत में त्रुटि होने की स्थिति में संपत्ति को निजी सधि द्वारा नई नीलामी/विक्रय हेतु रख दिया जाएगा। धराज सहित अन्य जमा राशियों को टाटा कैपिटल हाइसिंग फाइनेंस लि. द्वारा जमा कर लिया जाएगा और वृकृतार्थ क्रेता संपत्ति से संबंधित समस्त दायों से बर्हित हो जाएगा। (11) टाटा कैपिटल हाइसिंग फाइनेंस लि. को ज्ञात किसी मारचरस्ता के विवरण, जिस हेतु संपत्ति है, मूल्य है। इच्छुक बोलीदाता को सलाह है कि वे संबंधितक प्रत्येकताओं जैसे कि संपत्ति कर, विद्युत इत्यादि के बकायों सहित संपत्ति पर मारचरस्ताओं के संबंध में अपने स्वयं के लेख पर स्वतंत्र जांच-पड़ताल कर लें। (12) किसी अन्य विवरण के लिए अथवा ई-नीलामी पर ऑनलाइन प्रश्नण की प्रक्रिया हेतु प्रस्तावित बोलीदाताओं जो है वे सेवा प्रदाता, मेसर्स नेक्स्ट सोल्यूशंस प्राइवेट लिमिटेड, पता-ए203, द्वितीय तल, श्री याम्य पेंसैस, सेक्टर-4 एवं 5 क्रोसिंग, रेतले रोड, नूग्राम-122006 से 91 97100 29933, 91 98100 29926, दूरभाष संख्या: 91 4 233 933, ई-मेल आईडी: [csd@disposalhub.com](mailto:csd@disposalhub.com) से अथवा बी मनीष बंसल को उनको ई-मेल आई