

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 13(4), 14(3) AND 15(2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THEREOF (“SEBI (SAST) REGULATIONS, 2011,”) FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

ASPIRA PATHLAB & DIAGNOSTICS LIMITED

Registered Office: Flat NO.2, R.D. Shah Bldg, Shradhdhanand Road Opp. Ghatkopar Railway Station, Ghatkopar (West), Mumbai, Maharashtra, India, 400086
Tel. No. 022-71975756/71975656; E-mail: info@aspiradiagnostics.com; Website: www.aspiradiagnostics.com; CIN: L85100MH1973PLC289209

OPEN OFFER FOR ACQUISITION OF UP TO 26,76,180 EQUITY SHARES OF FACE VALUE OF Rs.10/- (RUPEES TEN ONLY) EACH (“OFFER SHARES”), REPRESENTING 26.00% OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF ASPIRA PATHLAB & DIAGNOSTICS LIMITED (“TARGET COMPANY”), FROM PUBLIC SHAREHOLDERS AT AN OFFER PRICE OF Rs.55/- PER SHARE, PAYABLE IN CASH, BY THE MR. ARVIND KARSANDAS BHANUSHALI (ACQUIRER 1), MRS. DEEPAJI ARVIND BHANUSHALI (ACQUIRER 2), MR. JAY ARVIND BHANUSHALI (ACQUIRER 3), MR. NIKUNJ VELJI MANGE (ACQUIRER 4), AND MR. RAJ ARVIND BHANUSHALI (ACQUIRER 5) (ACQUIRER 2, ACQUIRER 3, ACQUIRER 4 AND ACQUIRER 5 ARE COLLECTIVELY REFERRED TO AS THE “ACQUIRERS”) ALONG WITH MRS. SHRADDHA NIKUNJ MANGE (PAC), 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 **Aftertrade Broking Private Limited**, the Manager to the Offer (“Manager”), for and on behalf of the Acquirers along with PAC to the Public Shareholders of the Target Company, pursuant to and in compliance with Regulations 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations, 2011 and subsequent amendment thereto pursuant to the Public Announcement (“PA”) filed with the BSE Limited (“BSE”) and filed with the Securities and Exchange Board of India (“SEBI”) and then sent to the Target Company in terms of Regulations 3(1) & 4 of SEBI (SAST) Regulation, 2011.

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

“**Acquirers**” for the purpose of this Offer collectively refers to Mr. Arvind Karsandas Bhanushali (Acquirer 1), Mrs. Deepali Arvind Bhanushali (Acquirer 2), Mr. Jay Arvind Bhanushali (Acquirer 3), Mr. Nikunj Velji Mange (Acquirer 4), and Mr. Raj Arvind Bhanushali (Acquirer 5).

“**BSE**” is the abbreviation for BSE Limited.

“**Board of Directors**” the Board of Directors of the Target Company.

“**CIN**” is the abbreviation for the term Corporate Identification Number issued under the provisions of the Companies Act, 1956/ 2013, and the rules made thereunder.

“**DIN**” is the abbreviation for the term Director Identification Number issued and allotted under the companies Act 1956/ 2013, and the rules made thereunder.

“**Equity Shares**” means paid-up Equity Shares of the Target Company of Face Value Rs.10/- (Rupees Ten Only) each.

“**Identified Date**” means the date falling on the 10th Working Day prior to the commencement of the Tendering Period for the Offer to determine the Public Shareholders to whom the Letter of Offer shall be sent. It is clarified that all the Public Shareholders (registered or unregistered) who own Equity Shares are eligible to participate in this Offer at any time before the expiry of the Tendering Period.

“**ISIN**” is the abbreviation for International Securities Identification Number.

“**Offer**” means an Open Offer being made by the Acquirers along with PAC for acquisition of up to 26,76,180 Offer Shares representing 26.00% of the Voting Share Capital of the Target Company, at an Offer Price of Rs.55/- per Offer Share, to the Public Shareholders of the Target Company, payable in cash, assuming full acceptance aggregating to a maximum consideration of aggregating to an amount of Rs.14,71,89,900/- which will be offered to the Public Shareholders who validly tender their Offer shares in the Offer.

“**Offer Documents**” means this Public Announcement, and the Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendation of the Committee of the Independent Directors of the Company, Pre-Offer Cum Corrigendum to Detailed Public Statement, and Post Offer Public Announcement, and any other notices, advertisements, and corrigendum issued by or on behalf of the Manager.

“**Offer Period**” means period from the date on which the Public Announcement was issued by the Acquirers and PAC, i.e. September 26, 2025, and till the date on which the payment of consideration to the Public Shareholders whose Equity Shares are validly accepted in this Offer, is made, or the date on which this Offer is withdrawn, as the case may be.

“**PAN**” is the abbreviation for Permanent account number allotted under the Income Tax Act, 1961.

“**PAC**” means persons acting in concert and has the meaning ascribed to such term as per Regulation 2(g) of the SEBI (SAST) Regulations.

“**Public Announcement**” means the Public Announcement, issued in accordance and compliance with the provisions of Regulation 3(1) and 4 read with Regulations 13(1), 14, and 15(1) of the SEBI (SAST) Regulations, 2011.

“**Detailed Public Announcement**” means Detailed Public Statement, issued in accordance and compliance with the provisions of Regulations 13(4), 14(3) And 15(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and Subsequent Amendments Thereof.

“**Promoters**” refers to the existing Promoters of the Target Company, in accordance with the provisions of Regulations 2 (1) (s), and 2 (1) (t) of the SEBI (SAST) Regulations, 2011 read with Regulations 2 (1) (oo) and 2 (1) (pp) of the SEBI (ICDR) Regulations, 2015, in this case, namely being, Mr. Paresh Bhani Bhanushali, Mr. Raj Arvind Bhanushali, Mr. Arvind Karsandas Bhanushali, Mrs. Deepali Arvind Bhanushali, Mrs. Geeta Paresh Bhanushali and Mrs. Yashraj Biotechnology Limited.

“**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 Acquirers and PAC.

“**SCRR**” means Securities Contract (Regulation) Rules, 1957, as amended.

“**SEBI**” means Securities and Exchange Board of India.

“**SEBI (ICDR) Regulations**” means Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and subsequent amendment thereto.

“**SEBI (LODR) Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendment thereto.

“**SEBI (SAST) Regulations**” means Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendment thereto.

“**Tendering Period**” shall have the meaning ascribed to it under the SEBI (SAST) Regulations, 2011.

“**Voting Share Capital**” shall mean the total voting Equity Share capital of the Target Company on a fully diluted basis expected as of the 10th Working Day from the closure of the Tendering Period for the Offer. The same has been calculated as per the information encapsulated in the table below.

“**Working Day**” means any working day of the Securities and Exchange Board of India.

ACQUIRERS, PAC, TARGET COMPANY AND OFFER:

1. INFORMATION ABOUT THE ACQUIRERS AND PAC

1.1. MR. ARVIND KARSANDAS BHANUSHALI (“ACQUIRER 1”)

I. Acquirer 1 is an Indian national aged 62 years, residing at Near Jain Mandir, C-34, Konark Indraprasth Sarvodaya Nagar, Nahur Road, Mulund (West), Mumbai-400080, Maharashtra, Email: arvind@yashraj.org, Mobile No. +91- 9820033966. Acquirer 1 holds Bachelor of Commerce (B. Com) third year mark-sheet from the University of Bombay. He is having 26 years of experience, in diagnostic and healthcare sector along with financial sector.

II. Acquirer 1 holds 8,85,500 constituting 8.60% equity shares of target company.

III. The Net worth of Acquirer 1 as on August 31, 2025 is Rs. 1953.13 Lacs certified dated September 11, 2025 by Mr. Jiten Bhanushali, Chartered Accountant of M/s. Jiten Bhanushali & Associates, having its office at C-125, Steel Chambers, Kalamboli, Navi Mumbai – 410218 having Membership No.: 181819 and Firm Registration No. 0146559W certified that the Acquirer 1 has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

1.2. MRS. DEEPAJI ARVIND BHANUSHALI (“ACQUIRER 2”)

I. Acquirer 2 is an Indian national aged 54 years, residing at Near Jain Mandir, C-34, Konark Indraprasth Sarvodaya Nagar, Nahur Road, Mulund (West), Mumbai-400080, Maharashtra, Email: deepali@yashraj.org, Mobile No. +91- 9820033966. Acquirer 2 holds Bachelor of Pharmacy (B. Pharm) from Bombay/Mumbai University. She is having more than 4 years of experience in healthcare sector, Sales & Marketing.

II. Acquirer 2 holds 8,85,500 constituting 8.60% equity shares of target company.

III. The Net worth of Acquirer 2 as on August 31, 2025 is Rs. 1554.49 Lacs certified dated September 11, 2025 by Mr. Jiten Bhanushali, Chartered Accountant of M/s. Jiten Bhanushali & Associates, having its office at C-125, Steel Chambers, Kalamboli, Navi Mumbai – 410218 having Membership No.: 181819 and Firm Registration No. 0146559W certified that the Acquirer 2 has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

1.3. MR. JAY ARVIND BHANUSHALI (“ACQUIRER 3”)

I. Acquirer 3 is an Indian national aged 25 years, residing at Near Jain Mandir, C-34, Konark Indraprasth Sarvodaya Nagar, Nahur Road, Mulund (West), Mumbai-400080, Maharashtra, Email: nikunj625@gmail.com, Mobile No. +91- 9372100646. Acquirer 4 holds a Degree of Bachelor of Science in Computer Science from University of Texas, Arlington. He is having more than 5 years of experience in development and business management with focus on strategy, growth and innovation in healthcare and diagnostic business.

II. Acquirer 4 holds 2,20,158 constituting 2.14% equity shares of target company.

III. The Net worth of Acquirer 4 as on August 31, 2025 is Rs. 531.43 Lacs certified dated September 11, 2025 by Mr. Jiten Bhanushali, Chartered Accountant of M/s. Jiten Bhanushali & Associates, having its office at C-125, Steel Chambers, Kalamboli, Navi Mumbai – 410218 having Membership No.: 181819 and Firm Registration No. 0146559W certified that the Acquirer 4 has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

1.4. MR. NIKUNJ VELJI MANGE (“ACQUIRER 4”)

I. Acquirer 4 is an Indian national aged 35 years, residing at Near Jain Mandir, C-34, Konark Indraprasth Sarvodaya Nagar, Nahur Road, Mulund (West), Mumbai-400080, Maharashtra, Email: nikunj625@gmail.com, Mobile No. +91- 9372100646. Acquirer 4 holds a Degree of Masters of Science in Computer Science from University of Texas, Arlington. He is having more than 5 years of experience in development and business management with focus on strategy, growth and innovation in healthcare and diagnostic business.

II. Acquirer 4 holds 2,20,158 constituting 2.14% equity shares of target company.

III. The Net worth of Acquirer 4 as on August 31, 2025 is Rs. 531.43 Lacs certified dated September 11, 2025 by Mr. Jiten Bhanushali, Chartered Accountant of M/s. Jiten Bhanushali & Associates, having its office at C-125, Steel Chambers, Kalamboli, Navi Mumbai – 410218 having Membership No.: 181819 and Firm Registration No. 0146559W certified that the Acquirer 4 has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

1.5. MR. RAJ ARVIND BHANUSHALI (“ACQUIRER 5”)

I. Acquirer 5 is an Indian national aged 27 years, residing at Near Jain Mandir, C-34, Konark Indraprasth Sarvodaya Nagar, Nahur Road, Mulund (West), Mumbai-400080, Maharashtra, Email: shradhdha5@gmail.com, Mobile No. +91-8879664556. Acquirer 5 holds a degree of Bachelor of Science, Physics from North Carolina State University. He is having more than 5 years of experience in Business development and project management.

II. Acquirer 5 holds 77,964 constituting 0.76% equity shares of target company.

III. The Net worth of Acquirer 5 as on August 31, 2025 is Rs. 348.39 Lacs certified dated September 11, 2025 by Mr. Jiten Bhanushali, Chartered Accountant of M/s. Jiten Bhanushali & Associates, having its office at C-125, Steel Chambers, Kalamboli, Navi Mumbai – 410218 having Membership No.: 181819 and Firm Registration No. 0146559W certified that the Acquirer 5 has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

1.6. MRS. SHRADDHA NIKUNJ MANGE (“PAC”)

I. PAC is an Indian national aged 30 years residing at Near Jain Mandir, C-34, Konark Indraprasth Sarvodaya Nagar, Nahur Road, Mulund (West), Mumbai-400080, Maharashtra, Email: shradhdha5@gmail.com, Mobile No. +91-797749232. PAC holds Provisional passing certificate of B.E. Computer Engineering from KJ Somaiya College of Engineering, Mumbai. She is having more than 4 years of experience in software development.

II. PAC holds 1,50,262 constituting 1.46% equity shares of target company.

III. PAC does not possess a Director Identification Number (DIN) and not currently holding any directorship in any company.

IV. The Net worth of PAC as on August 31, 2025 is Rs. 69.72 Lacs certified dated September 22, 2025 by Mr. Jiten Bhanushali, Chartered Accountant of M/s. Jiten Bhanushali & Associates, having its office at C-125, Steel Chambers, Kalamboli, Navi Mumbai – 410218 having Membership No.: 181819 and Firm Registration No. 0146559W certified that the PAC has sufficient resources to meet the fund requirement for the obligation of Open Offer of the Target Company.

2. OTHER DETAILS OF THE ACQUIRERS AND PAC:

I. The Acquirers and PAC have not acquired any Equity Shares of the Target Company between the date of PA i.e., September 26, 2025 and the date of the DPS from the Open Market.

II. Pursuant to the consummation of the Underlying Transaction and subject to compliance with the SEBI (SAST) Regulations, 2011, the Acquirers, along with the PAC, shall acquire control over the Target Company. Accordingly, Acquirers 3 and 4, along with the PAC, shall be reclassified from public to promoter, subject to compliance with the conditions specified in Regulation 31A of the SEBI (LODR) Regulations.

III. The Acquirers and PAC undertake 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 SEBI (SAST) Regulations, 2011.

IV. Interest in the Target Company.

a. Mr. Arvind Karsandas Bhanushali (Acquirer 1) is Spouse of Mrs. Deepali Arvind Bhanushali (Acquirer 2) and they are the Promoters of Target Company.

b. Mr. Raj Arvind Bhanushali (Acquirer 5) and Mr. Jay Arvind Bhanushali (Acquirer 3) are Son of Mr. Arvind Karsandas Bhanushali (Acquirer 1) and Mrs. Deepali Arvind Bhanushali (Acquirer 2) and Mr. Raj Arvind Bhanushali (Acquirer 5) is the Promoter group of Target Company.

c. Mr. Nikunj Velji Mange (Acquirer 4) is the spouse of Mrs. Shradhdha Nikunj Mange (PAC) and he is the Professional Director in Target Company.

d. Mr. Arvind Karsandas Bhanushali (Acquirer 1) is Whole-time director in Yashraj Biotechnology Limited, an unlisted company, is the Promoter Group of Target Company.

e. Acquirers and PAC are not the part of any group.

f. Acquirers 3 and 4, along with the PAC, are related to the Promoters and were incorrectly disclosed under the Public category in the shareholding pattern. The Company has not undertaken any process for re-classification of these shareholders from Promoter to Public.

g. The provisions of Chapter V of the SEBI (SAST) Regulations 2011 are applicable to the Acquirers and PAC hold 24,52,111 shares in the Target Company.

h. The Acquirers and PAC have confirmed that they have not been banned or restricted by SEBI from participating in the stock market or engaging in securities transactions. The Acquirers and the PAC are not prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended (“SEBI Act”) or any other regulations made under the SEBI Act.

II. DECLARATIONS BY ACQUIRERS AND PAC:

I. The Acquirers and the PAC are not 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, in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations.

II. Based on the information available, no Acquirers and PAC have 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.

III. The Acquirers and PAC undertake that if they acquire any Equity Shares of the Target Company during the Offer period, they will inform to 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 SEBI (SAST) Regulations, 2011.

IV. There are no directions subsisting or proceedings pending or any pending against the Acquirers and the PAC under SEBI Act, 1992 and regulations made there under, also statutory approval by any other Regulator.

III. INFORMATION ABOUT THE SALLING SHAREHOLDERS

Not Applicable

IV. INFORMATION ABOUT THE TARGET COMPANY - ASPIRA PATHLAB & DIAGNOSTICS LIMITED (“TARGET COMPANY”)

I. The Target Company was initially incorporated as Industrial Gas & Steel Products (India) Limited (Registration No. 28878 of 1973) on July 3, 1973, under the Companies Act, 1956. Thereafter Name of the company was changed to Utkal Soap Products Limited. Currently The name of Target Company is Aspira Pathlab & Diagnostics Limited which was change from Utikal Soap Products Limited and registered with the Registrar of Companies, Mumbai. The Corporate Identification Number (CIN) is: L85100MH1973PLC289209.

II. The Registered Office of the Target Company is situated at Flat No. 2, R.D. Shah Building, Shradhdhanand Road, Opposite Ghatkopar Railway Station, Ghatkopar (West), Mumbai – 400086, Maharashtra, India, Tel. No. 022-71975756/ 71975656, Email: info@aspiradiagnostics.com, Web: www.aspiradiagnostics.com.

III. The Target Company is engaged in the business of running, owning, managing and administering Diagnostics Centres. The principal activities of the Company consist of pathology investigation services, radiology investigation services and other related healthcare services at Diagnostic Centres in Mumbai.

IV. Target company first fully automated and IT Integrated Lab. This significantly eliminate human errors in testing. The Company IT system allow effortless tracking of samples and eradicate errors in specimen mix-ups, calculation, and transcription. Right in the first year of operation, it has been accredited by NABL, a feat no other lab in the country has been able to accomplish in such a short time. Our team of phlebotomists follow ICMR guidelines (GCLP – Good Clinic laboratory practice) for the collection of specimens. With our team of phlebotomist, we are able to serve the medical requirement within a very short span during business hours.

V. The Equity Shares of the Target Company are listed on the BSE Limited (“BSE”) having a Scrip Code as “540788” and the ISIN of Equity Shares of the Target Company is “INE500C01017”. The shares of the Company are listed under “X IT1” Category.

VI. The authorized share capital of the Target Company is Rs. 35,00,00,000 (Rupees Thirty-Five Crores Only) comprising of 2,00,00,000 Equity Shares of Rs.10 each and 1,50,00,000 Preference Shares of Rs.10 each. The Paid-up Equity Share Capital of the Target Company is Rs. 10,29,30,000/- (Rupees Ten Crore Twenty-Nine Lakhs and Thirty Thousand Only) comprising of 1,02,93,000 Equity Shares of Rs. 10/- each fully paid up.

VII. As per the shareholding pattern filed by the Target Company with the Stock Exchange for the quarter ended on June 30, 2025, the Target Company has disclosed that: (i) there are no partly-paid-up Equity Shares; (ii) there are no locked in Equity Shares of the Target Company; (iii) the Company has allotted 55,00,000 (9%Non-Convertible, Non-Cumulative, Non-Participating redeemable preference shares (“NCRPS”) of Rs. 10/- each on August, 24, 2018, shall not be listed with any stock exchange.

VIII. The Equity Shares of the Target Company are not frequently traded.

IX. The Offer Price will be payable in cash, through bank transfer, by the Acquirers, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

X. The Target Company has complied with all the provisions of SEBI (LODR) Regulations, 2015 from time to time and there are no punitive actions except the following instances of non-compliance mentioned hereunder:

I. The Calcutta Stock Exchange Limited issued a letter to the Company regarding the voluntary delisting of its Equity Shares, effective from October 15, 2018.

II. Further, the Company was suspended from trading on the Metropolitan Stock Exchange of India Limited (MSE) effective April 4, 2018, and subsequently delisted from the capital market segment of MSE effective April 12, 2018, as per Notice No. MSE/ILIT613/2018 and letter dated March 22, 2018.

XI. As on date of this DPS, there is no subsidiary or holding Company of the Target Company. Further Target Company having Associate LLP i.e. Aspira DNA Diagnostics Gujarat LLP.

XII. There has been no merger/de-merger, or spin-off during the last three years involving the Target Company.

XIII. The key financial information of the Target Company as extracted from its respective audited financial statements as of and for the financial years ended on March 31, 2025, March 31, 2024, and March 31, 2023 and unaudited financial statement for the period ended June 30, 2025, is as set out below:

Particulars	For the period ended June 30, 2025 *Consolidation)	For the year ended March 31, 2025 *Consolidation)	For the year ended March 31, 2024 (Standalone)	For the year ended March 31, 2023 (Standalone)
	Un-Audited	Audited	Audited	Audited
Total Income	535.57	2238.79	1362.60	1477.78
Net Profit/(Loss)	42.15	202.26	(267.22)	(8.87)
Earnings per Share (Rs. Per Share)	0.41	1.97	(2.60)	(0.09)
Net worth/ Shareholders' funds	1258.84	1,216.64	1014.33	1275.04

Source: www.bseindia.com

*As on April 02, 2024 the target company had floated an associate LLP i.e. Aspira DNA Diagnostics Gujarat LLP

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

Sr. No.	Name	Designation	DIN
1	Pankaj Jashwant Shah	Managing Director and CEO	02836324
2	Nikunj Velji Mange	Director - Professional	04849442
3	Haseeb Ahmad Drabu	Independent Director	00489888
4	Manas Rajendra Mengar	Independent Director	10218206
5	Alaka Keshav Deshpande	Independent Director	11238406

XV. As per the shareholding pattern filed by the Target Company with the Stock Exchange for the quarter ended on June 30, 2025, the shareholding pattern of Target Company is as follows:

Particular	No of Shares	% of Share Holding
Promoters and Promoter Group	18,92,963	18.39
Public Shareholding	84,00,037	81.61
Total	1,02,93,000	100.00

VI. DETAILS OF THE OFFER

I. The Offer is a triggered Offer in terms of Regulations 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

II. The Acquirers along with PAC have made this Open Offer in terms of SEBI (SAST) Regulations, 2011, to the Shareholders of the Target Company to acquire up to 26,76,180 (Twenty-Six lakhs and Seventy-Six Thousand and one hundred Eighty only) fully paid-up Equity Shares of Rs. 10/- (Rupees Ten Only) each representing 26.00% of the Voting Share Capital of the Target Company (“Offer Size”) at a Price of Rs. 55.00/- (Fifty-Five only) per fully Voting Equity Share (“Offer Price”), payable in cash.

III. The Offer is being made to all the eligible Public Shareholders of the Target Company. The Equity Shares of the Target Company accepted under the offer will be acquired by the Acquirers 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 Issue declared thereon.

IV. 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.

V. This is not a Competitive Offer in terms of Regulation 20 of SEBI (SAST) Regulations, 2011.

VI. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.

VII. The Manager to the Open Offer, Aftertrade Broking Private Limited, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its' own account in the Equity Shares of the Target Company during the Offer Period.

VIII. The Acquirers along with PAC do not have any plans 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 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 Acquirers and PAC 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.

IX. Upon completion of the Offer, assuming full acceptances in the Offer, the Acquirers and PAC will hold 51,28,291 Equity Shares representing 49.82% of the Voting Equity Share capital of the Target Company as on the tenth working day after the closure of the Tendering Period.

X. As per Regulation 38A 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 at least 25% public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to completion of this Open Offer, the public shareholding in the Target Company will not fall below the minimum public shareholding (“MPS”) requirement as per Rule 19A of SCRR read with SEBI (LODR) Regulations.

XI. The Acquirers and PAC shall not be eligible to make a voluntary delisting offer under the SEBI (Delisting of Equity Shares) Regulations, 2021, unless a period of twelve months has elapsed from the date of completion of the Offer period as per regulation 7(5) of SEBI (SAST) Regulations.

VI. BACKGROUND TO THE OFFER:

I. The Offer is being made by the Acquirers and the PAC to the Eligible Shareholders of the Target Company in accordance with Regulation 3(1) and 4 of the SEBI (SAST) Regulations 2011.

II. The Offer is being made to the Eligible Equity Shareholders of the Target Company in accordance with and to comply with regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011. The Public Announcement was made under regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 on September 26, 2025, by Manager to the open offer on behalf of the Acquirers together with PAC and submitted to the stock exchange, to the registered office of the Target Company and filed with SEBI.

III. The primary object of this Open Offer is to acquire substantial acquisition of Equity Shares/Voting rights and consolidation of existing holding of the Promoter / Promoter Group in the Target Company. The Acquirers and PAC does not have any plans to make major change to the existing line of business of the Target Company. they shall support the existing business of the Target Company.

IV. The Offer Price will be payable in cash, through bank transfer, by the Acquirers, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

V. There is no differential pricing for Equity Shares under the Offer.

VI. Any circumstances beyond the reasonable control of the Acquirers

