

# KEYNOTE

Ref. FTAL/Let/SEBI &SE/Sc/10

November 06, 2023

Listing Operation Department  
BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai – 400 001

Dear Sir,

**Sub: Post Delisting Exit Offer Public Announcement for “Voluntary Delisting” of equity shares of face value ₹ 10/- each (“Equity Shares”) of Faze Three Autofab Limited (“Target Company”) from BSE Limited (BSE) in accordance with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended from time to time (“SEBI Delisting Regulations”).**

The Company has received the final approval from BSE for delisting of its equity shares vide notice dated October 31, 2023. The trading in the Equity Shares of the Target Company will be discontinued from Tuesday, November 7, 2023 and the Target Company will be delisted from BSE with effect from Wednesday, November 15, 2023. The Exit Offer for the residual shareholders will commence from November 15, 2023 and will close on November 14, 2024.

In this regard, we are enclosing herewith a copy of the Exit Offer Public Announcement dated November 03, 2023 which has been published on November 06, 2023, in the following newspapers :

Newspaper	Language	Edition
Business Standard	English	All
Business Standard	Hindi	All
Navshakti	Marathi	Mumbai

We request you to kindly take the same on record.

Yours faithfully,  
For **Keynote Financial Services Limited**

  
Uday Patil  
Director – Investment Banking

## Keynote Financial Services Limited

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028  
Tel.: 91 22 6826 6000 • Fax: 91 22 6826 6088 Email: info@keynoteindia.net • Website: www.keynoteindia.net  
CIN-L67120MH1993PLC072407

**EXIT OFFER PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS OF  
FAZE THREE AUTOFAB LIMITED  
DELISTING OF EQUITY SHARES**

Corporate Identity Number: L17120DN1997PLC000196  
Registered Office: Plot No. 445, Waghdhara Village Road, Village Dadra, Dadra,  
UT of Dadra & Nagar Haveli and Daman & Diu - 396 193; Tel. No.: 022-62421313, 43514444  
Email: cs@fazethreeautofab.com; Website: www.fazethreeautofab.com;

This Exit Offer Public Announcement ("Exit Offer PA") is being issued by Keynote Financial Services Limited ("Manager" or "Manager to the Offer") for and on behalf of Mr. Ajay Brijlal Anand ("Acquirer" or "Promoter") and Mrs. Rashmi Anand ("PAC 1"), Mr. Sanjay Anand ("PAC 2"), Mr. Vishnu Anand ("PAC 3"), Ms. Rohina Anand ("PAC 4"), Ajay Anand (HUF) ("PAC 5"), Instyle Investments Private Limited ("PAC 6") and Anadry Investments Private Limited ("PAC 7") as persons acting in concert with the Promoter/Acquirer (collectively referred to as the "PACs"), to the remaining Public Shareholders ("Residual Shareholders") of Faze Three Autofab Limited ("Company") in respect of the voluntary delisting of the fully paid up equity shares of the company with the face value of ₹ 10/- each ("Equity Shares") from the Stock Exchange where Equity Shares are presently listed i.e. BSE Limited ("BSE"), pursuant to Regulation 26 and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("Delisting Regulations").

This Exit Offer PA is in continuation of and should be read in conjunction with the Initial Public Announcement dated May 15, 2023 ("Initial Public Announcement/IPA"), the Detailed Public Announcement dated August 17, 2023 published on August 18, 2023 ("Detailed Public Announcement/DPA"), the Letter of Offer dated August 17, 2023 ("Letter of Offer") and the post offer Public Announcement dated September 05, 2023 published on September 06, 2023 ("Post Offer PA").

**1. INTIMATION OF DATE OF DELISTING**

- 1.1. Following the completion of payment of the Exit Price to the public shareholders in accordance with the Delisting Regulations, the Company had applied to BSE on September 11, 2023 seeking final approval for the delisting of Equity Shares from the Stock Exchange.
- 1.2. BSE vide its notice number 20231031-16 dated October 31, 2023 ("BSE Final Delisting Approval") has communicated that trading in the Equity Shares of the Company (Scrip Code: 532459) will be discontinued with effect from Tuesday, November 7, 2023 ("BSE Date of Discontinuation of Trading") and the above referred scrip will be delisted from BSE with effect from Wednesday, November 15, 2023 ("BSE Delisting Date").

**2. OUTSTANDING EQUITY SHARES AFTER DELISTING**

- 2.1. In accordance with Regulation 26 of the Delisting Regulations and as announced earlier in the Post Offer PA, the Residual Shareholders who continue to hold Equity Shares after the Delisting Offer process will be able to tender their Equity Shares to the Promoter/Acquirer at ₹ 65/- per Equity Share ("Exit Price") for a period of one year from the BSE Delisting Date i.e. from November 15, 2023 to November 14, 2024 ("Exit Window").
- 2.2. A separate letter of offer along with application form ("Exit Letter of Offer"), containing the terms and conditions for participation of the Residual Shareholders during the Exit Window, shall be dispatched by the Promoter/Acquirer and the PACs to the Residual Shareholders whose name appears in the register of members of the Company as on November 7, 2023. The Residual Shareholders may tender their Equity Shares by submitting the required documents to the Registrar to the Delisting Offer during the Exit Window as set out in the Exit Letter of Offer.
- 2.3. If the Residual Shareholders do not receive or misplace the Exit Letter of Offer, they may obtain a copy of the Exit Letter of Offer by writing to Registrar to the Delisting Offer, Link Intime India Pvt. Ltd., C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai, Maharashtra, 400083, clearly marking the envelope "Faze Three Autofab Limited Delisting – Exit offer". The Residual Shareholder may also download the soft copy of the Exit Letter of Offer from the website of the Company at www.fazethreeautofab.com.
- 2.4. The Manager to the Offer, in coordination with the Promoter/Acquirer and PACs, shall ensure that the rights of the Residual Shareholders are protected and shall be responsible for compliance with Regulation 27 of the Delisting Regulations. The BSE shall monitor the compliance of the same.

**3. PAYMENT OF CONSIDERATION OF THE RESIDUAL SHAREHOLDERS**

- 3.1. Subject to the fulfillment of the terms and conditions mentioned in the Exit Letter of Offer, the Promoter/Acquirer shall make payment on a monthly basis, within 10 working days from the end of the relevant calendar month in which Exit Application Form has been received by the Acquirer ("Monthly Payment Cycle"). The first Monthly Payment Cycle shall be made within 10 working days from November 30, 2023. Payments will be made only to those residual Shareholders who have validly tendered their Equity Shares by following the instructions as set out in the Exit Letter of Offer and receipt of Equity Shares in the Depository Account (details of which will be provided in the Exit Letter of Offer) / receipt of physical share certificates (along with duly filled in share transfer deeds and exit application form) by the Registrar to the Delisting Offer. All queries may be directed to the Registrar to the Delisting Offer or the Manager to the Offer.
  - 3.2. The Promoter/Acquirer will inform the Residual Shareholders by way of a public announcement of any changes to the information set out in this Exit Offer PA or the Exit Letter of Offer.
- If the Shareholders have any query with regard to the Exit Offer, they should consult the Manager to the Offer or the Registrar to the Delisting Offer (details appearing below). All other terms and conditions of the Delisting Offer as set forth in the IPA, Detailed Public Announcement, Letter of Offer and Post Offer PA remain unchanged. This Exit Offer PA is also expected to be available on website of the Company www.fazethreeautofab.com and the website of BSE www.bseindia.com

**4. REGISTRAR TO THE DELISTING OFFER**

**LINKIntime**  
Link Intime India Pvt. Ltd  
C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai, Maharashtra, 400083  
Tel : +91 8108114949; Contact Person : Ms. Pradnya Karanjekar  
E-mail : faze3.delisting@linkintime.co.in; Website : www.linkintime.co.in  
SEBI Registration No. INR000004058

**5. MANAGER TO THE DELISTING OFFER**

**KEYNOTE**  
Keynote Financial Services Limited  
The Ruby, 9th Floor, Senapati Bapat Marg Dadar (West), Mumbai – 400 028  
Tel : 022 – 6826 6000; Contact Person : Mr. Sunu Thomas  
Email : mbd@keynoteindia.net; Website : www.keynoteindia.net  
SEBI Registration No. INM 000003606

Sd/-

Ajay Brijlal Anand  
("Promoter" / "Acquirer")

Date: November 03, 2023  
Place: Mumbai

CONCEPT

