

Saturday, April 06, 2024

To,  
**BSE Limited,**  
P.J. Towers, Dalal Street,  
Mumbai – 400 001,  
Maharashtra, India

Respected Sir/ Ma'am,

**Subject : Open offer made by Ms. Ira Ramesh Mishra, for acquisition of up to 25,500 Equity Shares representing 25.50% of the Voting Share Capital of G.D. Trading and Agencies Limited ("Target Company") from the Public Shareholders of the Target Company.**

We would like to inform you that, Ms. Ira Ramesh Mishra ('Acquirer'), has entered into a Share Purchase Agreement dated Friday, November 10, 2023, with Mr. Shekhar Somani, Ms. Rekha Ravindrakumar Ruia, Ms. Nitya Somani and M/s Ceres Company Private Limited, the present Promoter and member of the promoter group of the Target Company ('Selling Promoter Shareholder'), for acquisition of 74,500 Sale Shares, representing 74.50% of the Voting Share Capital of G.D. Trading and Agencies Limited at a negotiated price of Rs.12.00/- per Sale Share, aggregating to an amount of Rs.8,94,000.00/- paid in accordance with the terms and conditions as specified under the Share Purchase Agreement.

In culmination of the aforesaid facts, we would like to inform you that, in accordance with the provisions of Regulation 12 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, including subsequent amendments thereto ('SEBI (SAST) Regulations'), we, Swaraj Shares and Securities Private Limited, have been appointed as the Manager to the Offer ('Manager'), and pursuant to the execution of the said Share Purchase Agreement, the Acquirer has announced an open offer in compliance with the provisions of Regulations 3(1) and 4 and such other applicable regulations of the SEBI (SAST) Regulations for acquisition of up to 25,500 Equity Shares, representing 25.50% of the Voting Share Capital of G.D. Trading and Agencies Limited, at an offer price of Rs.12.00/- per Offer Share, to the Public Shareholders of the Target Company, determined in accordance with the parameters prescribed under Regulations 8 (1) and 8 (2) of the SEBI (SAST) Regulations.

In light of the above and in accordance with the provisions of Regulations 18 (12) of the SEBI (SAST) Regulations, the Post-Offer Advertisement for the aforesaid Offer has been published today, i.e., Saturday, April 06, 2024, in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions) and Mumbai Lakshadweep (Marathi Daily) (Mumbai Edition) ('Newspaper') ('Post-Offer Public Announcement') and the same has been enclosed herewith for your kind perusal.

Terms not defined herein shall have the meaning ascribed to them under the Post-Offer Public Announcement.

We hope your good self will find the above in order and request you to kindly upload the Post-Offer Advertisement on your website at the earliest.

Thanking you,  
Yours faithfully,

**For Swaraj Shares and Securities Private Limited**

  
**Pankita Patel**  
(Director)


Encl.: As above

**Swaraj Shares and Securities Private Limited**

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 pankita@swarajshares.com

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Registered Office - 21 Hemant Basu Sarani, 5th Floor, Room No 507, Kolkata - 700001, West Bengal, India  
Branch Office - Unit 304, A Wing, 215 Atrium, Near Courtyard Marriot, Andheri Kurla Road, Andheri East, Mumbai - 400093, Maharashtra, India

**POST-OFFER PUBLIC ANNOUNCEMENT TO THE PUBLIC SHAREHOLDERS OF  
G.D. TRADING AND AGENCIES LIMITED**

Corporate Identification Number: L51900MH1980PLC022672;  
Registered Office: Unit-B/ 103-Bldg-B - ANSA Industrial Estate, Andheri (E), Mumbai - 400072, Maharashtra, India.  
Contact Number: +91-22-42153479; Website: www.gdtal.com; Email Address: gdtal2000@gmail.com;

Open Offer for acquisition of up to 25,500 (Twenty-Five Thousand And Five Hundred) Equity Shares, representing 25.50% (Twenty-Five Point Five Zero Percent) of the Voting Share Capital of G.D.Trading and Agencies Limited (Target Company), at an offer price of ₹12.00/- (Rupees Twelve Only) (Offer Price), payable in cash, by the Ira Ramesh Mishra, the Acquirer, in accordance with the provisions of Regulations 3 (1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and subsequent amendments thereto.

This Post-Offer Public Announcement is being issued by Swaraj Shares and Securities Private Limited, the Manager to the Offer (Manager), on behalf of the Acquirer to the Public Shareholders of the Target Company, pursuant to and in compliance with the provisions of Regulation 18 (12) and other applicable provisions under the SEBI (SAST) Regulations (Post-Offer Public Announcement).

The Post-Offer Public Announcement should be read in continuation of, and in conjunction with the: (a) Public Announcement dated Friday, November 10, 2023 (Public Announcement); (b) Detailed Public Statement dated Saturday, November 18, 2023, in connection with this Offer, published on behalf of the Acquirer on Monday, November 20, 2023, in the following newspapers, in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions), Jansatta (Hindi) Delhi Edition, and Mumbai Lakshadweep (Marathi) (Mumbai Edition) (Newspapers) (Detailed Public Statement); (c) Draft Letter of Offer dated Tuesday, November 28, 2023 (Draft Letter of Offer); (d) Letter of Offer dated along with the Form of Acceptance-cum-Acknowledgement dated Thursday, March 07, 2024 (Letter of Offer); (e) Recommendations of the Independent Directors of the Target Company which were approved on Thursday, March 14, 2024, and published in the Newspapers on Friday, March 15, 2024 (Recommendations of the Independent Directors of the Target Company); and (f) Pre-Offer Public Announcement which was approved on Friday, March 15, 2024, which has been published in the Newspapers on Monday, March 18, 2024 (Pre-Offer Public Announcement).

The Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendations of the Independent Directors of the Target Company, and Pre-Offer Public Announcement are hereinafter collectively referred to as 'Offer Documents' issued by the Manager on behalf of the Acquirer.

The capitalized terms used but not defined in this Post-Offer Public Announcement shall have the meaning assigned to such terms in the Offer Documents.

<b>1. Name of the Target Company</b>	G.D. Trading and Agencies Limited, incorporated on May 28, 1980, under the provisions of Companies Act, 1956 the, bearing Corporate Identification Number L51900MH1980PLC022672, having its registered office located at Unit-B/ 103-Bldg-B - ANSA Industrial Estate, Andheri (E), Mumbai - 400072, Maharashtra, India.			
<b>2. Name of the Acquirer and PACs</b>	Ms. Ira Ramesh Mishra daughter of Ramesh Chandra Mishra aged 25 years, Indian Resident, bearing Permanent Account Number 'DDGFM9065' under the Income Tax Act, 1961, resident at 1204, T-6, Emerald Isle, Powai, Saki Vihar Road, L&T Gate No.6, Mumbai - 400072, Maharashtra, India with contact details '+91-9822209889', and email address being 'ira.mishra26@gmail.com'. There are no persons acting in concert with the Acquirer for the purpose of this Offer.			
<b>3. Name of Manager to the Offer</b>	Swaraj Shares and Securities Private Limited			
<b>4. Name of Registrar to the Offer</b>	Purna Sharegistry (India) Private Limited			
<b>5. Offer Details</b>				
<b>5.1 Date of Opening of the Offer</b>	Tuesday, March 19, 2024			
<b>5.2 Date of Closing of the Offer</b>	Wednesday, April 03, 2024			
<b>6. Scheduled Date of Payment of Consideration</b>	The schedule date for settlement is Tuesday, April 16, 2024. However, since, there has been no tendering by the Public Shareholders for the said Open Offer, payment of consideration is not required.			
<b>7. Details of the Acquisition</b>				
<b>Particulars</b>	<b>Proposed in the Offer Document (Assuming full acceptance in this Offer)</b>	<b>Actuals</b>		
<b>7.1 Offer Price</b>	₹12.00/- (Rupees Twelve Only)	₹12.00/- (Rupees Twelve Only)		
<b>7.2 Aggregate number of Equity Shares tendered</b>	25,500 (Twenty-Five Thousand Five Hundred)	NI		
<b>7.3 Aggregate number of Equity Shares accepted</b>	25,500 (Twenty-Five Thousand Five Hundred)	Not Applicable		
<b>7.4 Size of the Open Offer (Number of Equity Shares multiplied by Offer Price per Equity Share)</b>	₹3,06,000.00/- (Rupees Three Lakh and Six Thousand Only)	Not Applicable		
<b>7.5 Shareholding of the Acquirer before the Share Purchase Agreement/ Public Announcement</b>				
a) Number of Equity Shares	NI	NI		
b) % of fully diluted Equity Share capital	NI	NI		
<b>7.6 Equity Shares acquired pursuant to consummation of the Share Purchase Agreement on Tuesday, December 26, 2023</b>				
a) Number of Equity Shares	74,500 (Seventy-Four Thousand and Five Hundred)	74,500 (Seventy-Four Thousand and Five Hundred)		
b) % of fully diluted Equity Share capital	74.50% (Seventy-Four Point Five Zero Percent)	74.50% (Seventy-Four Point Five Zero Percent)		
<b>7.7 Equity Shares acquired by way of Offer</b>				
a) Number of Equity Shares	25,500 (Twenty-Five Thousand Five Hundred)	NI		
b) % of fully diluted Equity Share capital	25.50% (Twenty-Five-point Five Percent)	Not Applicable		
<b>7.8 Equity Shares acquired after the Detailed Public Statement (except Equity Shares acquired pursuant to consummation of the Share Purchase Agreement on Tuesday, December 26, 2023)</b>				
a) Number of Equity Shares acquired	NI	NI		
b) Price of the Equity Shares acquired	NI	NI		
c) % of Equity Shares acquired	NI	NI		
<b>7.9 Post-Offer shareholding of the Acquirer</b>				
a) Number of Equity Shares	1,00,000 (One Lakh)	74,500 (Seventy-Four Thousand and Five Hundred)		
b) % of fully diluted Equity Share capital	100.00% (Hundred Percent)	74.50% (Seventy-Four Point Five Zero Percent)		
<b>7.10 Pre-Offer and Post-Offer shareholding of the Public Shareholders</b>				
<b>Particulars</b>	<b>Pre-Offer</b>	<b>Post-Offer</b>	<b>Pre-Offer</b>	<b>Post-Offer</b>
a) Number of Equity Shares	25,500 (Twenty-Five Thousand Five Hundred)	NI	25,500 (Twenty-Five Thousand Five Hundred)	25,500 (Twenty-Five Thousand Five Hundred)
b) % of fully diluted Equity Share capital	25.50% (Twenty-Five-point Five Percent)	NI	25.50% (Twenty-Five-point Five Percent)	25.50% (Twenty-Five-point Five Percent)
<b>8. The Acquirer accepts full responsibility for the information contained in this Post-Offer Public Announcement and for her obligations specified under SEBI (SAST) Regulations.</b>				
<b>9. The Acquirer has consummated Share Purchase Agreement on Tuesday, December 26, 2023 in accordance with the provisions of Regulation 22 (2) read with Regulation 17 of the SEBI (SAST) Regulations and has been classified as the promoter of the Target Company in accordance with the provisions of Regulation 31A (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including subsequent amendments thereto (SEBI (LODR) Regulations).</b>				
<b>10. A copy of this Post-Offer Public Announcement will be accessible on the websites of Securities and Exchange Board of India at www.sebi.gov.in; BSE Limited at www.bseindia.com and the registered office of the Target Company.</b>				
<b>11. The capitalized terms used in this Post-Offer Public Announcement shall have the meaning assigned to them in the Letter of Offer, unless otherwise specified.</b>				
<b>ISSUED BY MANAGER TO THE OFFER</b>				
<b>SWARAJ</b>				
SHARES & SECURITIES PVT LTD				
Swaraj Shares and Securities Private Limited				
Corporate Identification Number: U51101WB2000PTC092621				
Principal Place of Business: Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriott, Andheri East, Mumbai- 400093, Maharashtra, India				
Contact Person: Pankita Patel/ Timmy Banerjee				
Contact Number: +91-22-69649999				
Email Address: takeover@swarajshares.com				
Investor grievance Email Address: investorrelations@swarajshares.com				
SEBI Registration Number: INW00012990				
Validity: Permanent				
Date: Friday, April 05, 2024	Sd/-			
Place: Mumbai	Ira Ramesh Mishra			
	Acquirer			