



ARYAMAN
FINANCIAL SERVICES LTD

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CIN : L74899DL1994PLC059009
GSTIN : 27AABCA1376P1ZD

SEBI REGN. NO. MB/INM000011344

AFSL/TO/DB/NSIL/011/2021
March 04, 2021

BSE Limited

(Corporate Relations Department),
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

Ref.: Netlink Solutions (India) Limited (Scrip Code: 509040)

Sub.: Open Offer for the acquisition of 6,57,600 (Six Lakhs Fifty Seven Thousand Six Hundred) Equity Shares of the face value of Rs. 10 each, being constituting 26.00% of the Equity Share Capital of the Netlink Solutions (India) Limited ("NSIL") by Jupiter Infomedia Limited (Acquirer No 1) and Jineshvar Securities Private Limited (Acquirer No 2) pursuant to and in compliance with Regulations 3(1) & 4 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sirs,

With reference to above captioned subject, please find enclosed herewith copy of Public Announcement dated March 04, 2021 in terms of the SEBI (SAST) Regulations, 2011.

Further you are requested to disseminate this information of Public Announcement to the public.

Thanking you,

For Aryaman Financial Services Limited

Deepak P. Biyani
(Deepak Biyani)
Authorised Signatory



Encl:

Copy of Public Announcement.

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF
NETLINK SOLUTIONS (INDIA) LIMITED ("NSIL" / "TARGET COMPANY" / "TC")**

CIN No.: L45200MH1984PLC034789

**Registered Office: 507, Laxmi Plaza, Laxmi Industrial Estate,
New Link Road, Andheri (W), Mumbai – 400 053. Website: www.easy2source.com**

E-mail Id: netlink@easy2source.com Contact No: 022 – 2633 5583 / 84

OPEN OFFER FOR ACQUISITION OF 6,57,600 (SIX LAKHS FIFTY SEVEN THOUSAND SIX HUNDRED ONLY) EQUITY SHARES FROM SHAREHOLDERS OF NETLINK SOLUTIONS (INDIA) LIMITED ("NSIL") BY JUPITER INFOMEDIA LIMITED (ACQUIRER NO 1) AND JINESHVAR SECURITIES PRIVATE LIMITED (ACQUIRER NO 2) (HEREIN AFTER COLLECTIVELY REFER TO AS "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) & 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS 2011, AS AMENDED ("SEBI (SAST) REGULATIONS").

This public announcement ("Public Announcement" or "PA") is being issued by Aryaman Financial Services Limited, the manager to the Offer (the "Manager"), for and on behalf of the Acquirers to the Public Shareholders (as defined below) of the Target Company, pursuant to and in compliance with Regulations 3(1) and 4 read with other applicable regulations of the SEBI (SAST) Regulations.

Public Shareholders shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, and for the avoidance of doubt, excluding the members of the promoter and promoter group of the Target Company, the Acquirers and any persons acting or deemed to be acting in concert with any of them.

1) OFFER DETAILS

- **Size:** This Open Offer is being made for 6,57,600 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each of the Target Company ("Equity Shares") constituting 26.00% of the fully diluted Equity Share Capital of the Target Company, as of the 10th (tenth) working day from the closure of the Tendering Period ("Offer Size"), subject to the terms and conditions mentioned in this PA, the Detailed Public Statement that will be published and the Letter of Offer that is proposed to be issued in accordance with the SEBI (SAST) Regulations.
- **Price / Consideration:** This Open Offer is being made at a price of Rs. 17/- (Rupees Seventeen Only) ("Offer Price") per fully diluted Equity Share of the Target Company aggregating to Rs. 1,11,79,200/- (Rupees One Crore Eleven Lakhs Seventy Nine Thousand Two Hundred Only) ("Offer Consideration")
- **Mode of Payment:** The Offer Price is payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- **Type of Offer:** This is a Triggered Offer, being made by the Acquirers in accordance with Regulations 3(1) & 4 of the SEBI (SAST) Regulations.



2) TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)

Details of underlying Transaction						
Type of Transaction (Direct / Indirect)	Mode of Transaction (Agreement / Allotment / Market Purchase)	Shares / Voting Rights acquired / proposed to be acquired		Total Consideration for Shares / Voting Rights (VR) acquired (Rs. in Lakhs)	Mode of payment (Cash / Securities)	Regulation which has triggered
		Number	% vis a vis total Equity / Share Capital			
Direct Acquisition	The Board of Directors of the Acquirers passed Board Resolutions on March 04, 2021 ("Board Resolutions"), authorizing to acquire 14,44,323 Equity Shares (representing 57.11%) via Share Purchase Agreement ("SPA") from related parties and further authorizing to acquire upto 6,57,600 Equity Shares (representing 26.00%) via Open Offer process.	14,44,323 Equity Shares	57.11%	Rs. 245.53 Lakhs	Cash	Reg. 3(1) & 4



3) ACQUIRER(S) / PAC

Details	Acquirer No. 1	Acquirer No. 2	PAC	Total
Name of Acquirers	Jupiter Infomedia Limited	Jineshvar Securities Private Limited	NA	NA
Registered Office Address	336, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai – 400 053		NA	NA
Names of Persons in Control / Promoters of Acquirers where Acquirer are Companies	Acquirer No 1 is a listed Company and its shares are listed on BSE Limited. Mr. Umesh Modi and Mrs. Manisha Modi are the major shareholders and are also the Promoters of the Company.	Acquirer No 2 is a wholly owned subsidiary of Acquirer No 1.	NA	NA
Name of the Group, if any, to which the Acquirer belongs to	NA	NA	NA	NA
Pre Transaction Shareholding				
Number	Nil	Nil	NA	Nil
% of total Equity Shares Capital	Nil	Nil	NA	Nil
Proposed shareholding after the acquisition of shares which triggered the Open Offer				
Number	11,00,000	3,44,323	NA	14,44,323
% of total Equity Shares Capital	43.49%	13.61%	NA	57.11%
Any other interest in the TC	Note 1	Note 1	NA	Note 1

Notes:

- 1) Mr. Minesh Modi & Mrs. Rupa Modi ("the Sellers) are major shareholders and the Promoters of the Target Company. Mr. Umesh Modi and Mrs. Manisha Modi, major shareholders and the Promoters of the Acquirers are related to the Sellers.
- 2) Due to the operation of Regulations 2(1)(q) of the SEBI (SAST) Regulations, there could be persons who could be deemed to be acting in concert with the Acquirers. However, such persons are not persons acting in concert for the purposes of this Open Offer.

4) DETAILS OF SELLING SHAREHOLDERS:

Name of Sellers	Part of Promoter Group (Yes / No)	Details of shares held by the Sellers			
		Pre Transaction		Post Transaction	
		Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company	Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company
Mr. Minesh Modi	Yes	8,14,869	32.22%	Nil	Nil
Mrs. Rupa Modi	Yes	6,29,454	24.89%	Nil	Nil
Total	Yes	14,44,323	57.11%	Nil	Nil

5) TARGET COMPANY

Name:	Netlink Solutions (India) Limited
CIN No:	L45200MH1984PLC034789
Registered Office:	507, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai – 400 053
Exchange where the Equity shares of the Target Company are listed	BSE Limited (Scrip Code: 509040)

6) OTHER DETAILS

- The Detailed Public Statement (“DPS”) pursuant to this Public Announcement and in terms of the provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 shall be published on or before March 12, 2021 in all editions of any one English national daily with wide circulation, any one Hindi national daily with wide circulation and any one Marathi language daily newspaper – Mumbai edition. The DPS shall, inter alia, contain details of the Open Offer including detailed information on the Offer Price, the Acquirers, the Target Company, the background to the Open Offer, the statutory approvals required for the Underlying Transaction and the Open Offer, details of financial arrangements and the conditions for withdrawal of the Open Offer.
- Completion of the Offer and the underlying transaction is subject to the receipt of approval of the shareholders’ of the Acquirer’s, to be detailed in the DPS and LoF for this Offer.
- The Acquirers undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirers have adequate financial resources and have made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations. This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

ISSUED BY MANAGER TO THE OFFER:


Aryaman Financial Services Limited
 (CIN No.: L74899DL1994PLC059009)
 60, Khatau Building, Alkesh Dinesh Modi Marg,
 Opp. P. J. Towers (BSE Building), Fort, Mumbai – 400 001.
 Tel: 022 – 6216 6999; Website: www.afsl.co.in;
 Email: info@afsl.co.in Contact Person: Mr. Deepak Biyani

For and on behalf of the Acquirers:

Jupiter Infomedia Limited (Acquirer No 1)	Jineshvar Securities Private Limited (Acquirer No 2)
Registered Office: 336, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai – 400 053	

Place: Mumbai
 Date: March 04, 2021

