

Friday, February 02, 2024

To,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400001,
Maharashtra, India

Respected Sir/ Madam,

Subject : **Open offer made by M/s Birford Enterprises Private Limited, for acquisition of up to 20,81,950 Equity Shares representing 26.00% (Twenty-Six Point Zero Percent) of the Voting Share Capital of Consecutive Investments and Trading Company Limited (“Target Company”) from the Public Shareholders of the Target Company.**

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’), by **Birford Enterprises Private Limited (‘Acquirer’)**, who 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 **20,81,950 (Twenty Lacs Eighty One Thousand Nine Hundred and Fifty only)** Equity Shares representing 26.00% (Twenty-Six Percent) of the Expanded Voting Share Capital of the Consecutive Investments & Trading Company Limited (‘Target Company’) from the Public Shareholders of the Target Company.

In light of the above and in accordance with the provisions of Regulations 13 (4), 14 (3), and 15 (2) of the SEBI (SAST) Regulations, the Detailed Public Statement (‘Detailed Public Statement’) for the aforesaid Offer has been published today, i.e., **Friday, February 02, 2024** in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Lakshadweep (Marathi Daily) (Mumbai Edition) and Duranto Barata (Bengali Daily) (Kolkata Edition) (‘Newspaper’) and the same has been enclosed herewith for your kind perusal.

Terms not defined herein shall have the meaning ascribed to them under the Detailed Public Statement.

In case you require any further information, please feel free to contact any of the following persons of Swaraj Shares and Securities Private Limited:

Contact Person	Telephone	E-mail
Mr. Tanmoy Banerjee	+91-22- 69649974/ 98742 83532	compliance@swarajshares.com / tanmoy@swarajshares.com
Ms. Pankita Patel	+91-22-69649973/ 80973 67132	compliance@swarajshares.com / pankita@swarajshares.com

We hope your good self will find the above in order and request you to kindly upload the Detailed Public Statement on your website at the earliest.

Thanking you,
Yours faithfully

For Swaraj Shares and Securities Private Limited


Tanmoy Banerjee
(Director)
Encl.: As above

Swaraj Shares and Securities Private Limited

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Branch Office - Unit 304, A Wing, 215 Atrium, Near Courtyard Marriot, Andheri Kurla Road, Andheri East, Mumbai - 400093,
Maharashtra, India

IX. TENTATIVE SCHEDULE OF ACTIVITY

Activity	Tentative Schedule (Day and Date)
Date of issue of the Public Announcement	Wednesday, January 31, 2024
Date of publication of Detailed Public Statement in the Newspapers	Friday, February 02, 2024
Last date for publication of Detailed Public Statement in the Newspapers	Wednesday, February 07, 2024
Last date for filing of the Draft Letter of Offer with SEBI	Friday, February 09, 2024
Last date for public announcement for a Competing Offer	Monday, February 26, 2024
Last date for receipt of SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager)	Monday, March 04, 2024
Identified Date*	Wednesday, March 06, 2024
Last date by which the Letter of Offer after duly incorporating SEBI's comments to the Draft Letter of Offer, is required to be dispatched to the Public Shareholders whose names appear on the register of members on the Identified Date	Thursday, March 14, 2024
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation on the Offer to the Public Shareholders	Tuesday, March 19, 2024
Last date for upward revision of the Offer price/ Offer size	Wednesday, March 20, 2024
Last date of publication of the Offer opening public announcement, announcing the schedule of activities of this Offer, status of statutory and other approvals, if any, and procedure for tendering acceptances, in the Newspapers	Wednesday, March 20, 2024
Date of commencement of Tendering Period (Offer Opening Date)	Thursday, March 21, 2024
Date of expiry of Tendering Period (Offer Closing Date)	Friday, April 05, 2024
Date by which all requirements including payment of consideration, rejection/acceptance and return of Equity Shares to the Public Shareholders of the Target Company whose Equity Shares have been rejected in this Offer	Wednesday, April 24, 2024

*Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in this Offer any time during the Tendering Period.

Note: The above timelines are indicative (prepared based on timelines provided under the SEBI (SAST) Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

X. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER

- A. The Open Offer will be implemented by the Acquirer through the Stock Exchange Mechanism made available by the BSE in the form of a separate window (Acquisition Window), in accordance with SEBI (SAST) Regulations and the SEBI Circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, as amended from time to time, read with the SEBI Circular CFDD/DCR2/CIR/P/2016/131 dated December 9, 2016, as amended from time to time and SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 (Acquisition Window Circulars). As per SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August

13, 2021, as amended from time to time and SEBI master circular SEBI/HO/CFD/PoD-1/P/ CIR/2023/31 dated February 16, 2023, as amended from time to time and notices/guidelines issued by BSE and the Clearing Corporation in relation to the mechanism/process for the acquisition of shares through the stock exchange pursuant to the tender offers under takeovers, buy back and delisting, as amended and updated from time to time (Acquisition Window Circulars). The facility for acquisition of Equity Shares through the stock exchange mechanism pursuant to the Offer shall be available on BSE in the form of the Acquisition Window.

- B. As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 03, 2018, bearing reference number PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with SEBI bearing reference number SEBI/HO/CFD/CMD/ICIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as eligible to tender their Equity Shares in this Offer as per the provisions of the SEBI (SAST) Regulations.

- C. All Public Shareholders, registered or unregistered, holding the Equity Shares in dematerialized form or holding locked-in Equity Shares are eligible to participate in this Offer at any time during the period from the Offer Opening Date and Offer Closing Date before the closure of the Tendering Period. All Public Shareholders who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer. The accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.

- D. The Offer will be implemented by the Target Company through Stock Exchange Mechanism made available by BSE Limited in the form of a separate window as provided under the SEBI (SAST) Regulations read with Acquisition Window Circulars.

- E. BSE Limited shall be the Designated Stock Exchange for the purpose of tendering Offer Shares in the Offer. The Acquisition Window will be provided by the Designated Stock Exchange to facilitate placing of sell orders. The Selling Broker can enter orders for dematerialized Equity Shares. Before placing the bid, the concerned Public Shareholder/Selling Broker would be required to transfer the tendered Equity Shares to the special account of Indian Clearing Corporation Limited (Clearing Corporation), by using the settlement number and the procedure prescribed by the Clearing Corporation.

- F. The Acquirer has appointed Nikunj Stock Brokers Limited as the registered broker (Buying Broker) for the Open Offer, through whom the purchases and the settlement of the Offer shall be made. The contact details of the Buying Broker are as mentioned below:

Name	Nikunj Stock Brokers Limited
Address	A-92, Ground Floor, Left Portion, Kamla Nagar, New Delhi-110007
Contact Number	+91-011-47030017 -18
E-mail Address	complianceofficer@nikunjonline.com
Contact Person	Mr. Pramod Kumar Sultania

- G. All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stockbrokers (Selling Brokers) within the normal trading hours of the secondary market, during the Tendering Period.

- H. The cumulative quantity tendered shall be displayed on Designated Stock Exchange's website (<https://www.bseindia.com/>) throughout the trading session at specific intervals by Designated Stock Exchange during the Tendering Period.

- I. Equity Shares should not be submitted / tendered to the Manager, the Acquirer, or the Target Company

- J. THE DETAILED PROCEDURE FOR TENDERING THE EQUITY SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER THAT WOULD BE MAILED OR COURIERED TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY AS ON THE IDENTIFIED DATE. KINDLY READ IT CAREFULLY BEFORE TENDERING THE EQUITY SHARES IN THIS OFFER. EQUITY SHARES ONCE TENDERED IN THE OFFER CANNOT BE WITHDRAWN BY THE PUBLIC SHAREHOLDERS.

XI. OTHER INFORMATION

- A. The Acquirer, along with its directors, accepts full and final responsibility for the information contained in the Public Announcement and the Detailed Public Statement and for their obligations as laid down in SEBI (SAST) Regulations. All information pertaining to the Target Company has been obtained from (i) publicly available sources; or (ii) any information provided or confirmed by the Target Company, and the accuracy thereof has not been independently verified by the Manager.
- B. The Acquirer, and the Manager to the Open Offer do not accept any responsibility with respect to such information relating to the Target Company.
- C. The Acquirer has appointed Purva Share Registry (India) Private Limited, as the Registrar, having office at Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel East, Mumbai – 400 011, Maharashtra, India, bearing contact details such as contact number: 022-2301-2518/8261, Email Address: support@purvashares.com and website: www.purvashares.com. The Contact Person Ms. Deepali Dhuri can be contacted from 10:00 a.m. (Indian Standard Time) to 5:00 p.m. (Indian Standard Time) on working days (except Saturdays, Sundays and all public holidays), during the Tendering Period.
- D. Pursuant to Regulation 12 of the SEBI (SAST) Regulations, the Acquirer has appointed Swaraj Shares and Securities Private Limited as the Manager.
- E. In this Detailed Public Statement, any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or regrouping.
- F. In this Detailed Public Statement, all references to "₹" or "Rs." or "INR" are references to the Indian Rupee(s).
- G. This Detailed Public Statement will be available and accessible on the website of the Manager at www.swarajshares.com and is also expected to be available on the website of SEBI at www.sebi.gov.in and BSE at www.bseindia.com.

Issued by the Manager to the Open Offer on Behalf of the Acquirer

SWARAJ

SHARES & SECURITIES PVT LTD

Swaraj Shares and Securities Private Limited

Principal Place of Business: Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriott, Andheri East, Mumbai - 400093, Maharashtra, India

Contact Person: Tanmoy Banerjee/ Pankita Patel

Contact Number: +91-22-69649999

E-mail Address: compliance@swarajshares.com

Corporate Identification Number: U51101WB2000PTC092621

SEBI Registration No.: INM00012980

Validity: Permanent

Place: Mumbai
Date: Thursday, February 01, 2024

Sd/-
Birford Enterprises Private Limited
Acquirer