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CIN: L15400GJ1992PLC018365

March 20, 2024

To,
BSE Limited
PJ Towers, Dalal Street, Mumbai 400 001,
Maharashtra, India
Scrip Code: 530077
Scrip ID: FRSHTRP

Dear Sir/Ma'am,

Ref: Buy-back of Equity Shares of Freshtrop Fruits Limited (the "Company")

Sub.: Submission of Public Announcement pursuant to the provisions of the SEBI (Buy-Back of Securities) Regulations, 2018 ("Buy-back Regulations")

This is in furtherance to our intimation dated February 12, 2024 and March 18, 2024 informing the stock exchange, that the Board of Directors and Members of the Company, respectively, has approved the proposal of Buy-back of 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paid-up equity shares of the Company of face value of ₹10 each at a price of ₹175/- (Rupees One Hundred Seventy-Five only) per equity share payable in cash for a total consideration not exceeding ₹33,68,75,000/- (Rupees Thirty-Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) excluding transaction costs through Tender Offer process using stock exchange mechanism as prescribed under the Buy-back Regulations.

Further in compliance with Regulation 7(i) of Buy-back Regulations, the Company has published the Public Announcement dated March 19, 2024 for the Buyback on March 20, 2024 in the newspapers mentioned below:

- 1. Financial Express (English) National daily All Editions.
- 2. Jansatta (Hindi) National Daily All Editions.
- 3. Financial Express (Gujarati) Ahmedabad Edition

We are submitting herewith the newspaper clippings of above mentioned newspapers.

Kindly receive the same in order and take the same on record.

Thanking you.

Yours faithfully,

For, Freshtrop Fruits Limited

Kalpana Suman Company Secretary & Compliance Officer M. No.: A71241



# FRESHTROP FRUITS LIMITED

Corporate Identity Number (CIN): L15400GJ1992PLC018365
Registered Office: A-603, Sapath -IV, OPP Karnavati Club, S G Highway, Ahmedabad, Gujarat, India, 380015. Phone: +91-79-40307050 –59 Email: secretarial@freshtrop.com; Website: www.freshtrop.com; Contact Person: Kalpana Suman, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF FRESHTROP FRUITS LIMITED ("COMPANY") FOR THE BUY-BACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018. AS AMENDED FROM TIME TO TIME.

This Public Announcement (the "Public Announcement") is being made in accordance with the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") and contains the disclosures as specified in Schedule II read with Schedule I to the Buy-back Regulations.

CASH OFFER FOR BUY-BACK UP TO 19,25,000 (NINETEEN LAKHS TWENTY-FIVE THOUSAND) FULLY PAID-UP EQUITY SHARES OF THE COMPANY OF FACE VALUE OF ₹10/- (RUPEES TEN ONLY) EACH AT A PRICE OF ₹ 175/- (RUPEES ONE HUNDRED SEVENTY-FIVE ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE "TENDER OFFER" ROUTE AS PRESCRIBED UNDER THE BUY-BACK REGULATIONS USING STOCK EXCHANGE MECHANISM.

### DETAILS OF THE BUY-BACK OFFER AND OFFER PRICE

- The Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee including Buyback Committee constituted by Board to exercise its powers), at their meeting held on Monday, February 12, 2024 (the "Board Meeting"), pursuant to the provisions of Article 73 of the Articles of Association of the Company and Sections 68, 69 and 70 and all other applicable provisions of the Companies Act. 2013 (the "Act") and applicable rules made there under including the Companies (Share Capital and Debentures) Rules, 2014 as amended, and in compliance with the Buy-back Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the Foreign Exchange Management Act, 1999, subject to approval of the shareholders by way of special resolution and subject to such other approvals, (including lender's approval, if required) permissions, sanctions and exemption as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board or any person authorised by the Board, approved the Buy-back of upto 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paid up equity shares of face value of ₹10/- each ("Equity Shares") (representing 19.45% of total number of Equity Shares of the Company) at a price of ₹175/- (Rupees One Hundred Seventy-Five Only) per Equity Share (the "Buy-back Price") payable in cash for an aggregate amount not exceeding ₹33,68,75,000/ (Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) excluding costs such as fees, brokerage, buy-back tax, securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to the Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses, and other incidental and related expenses etc., (the "Transaction Cost") (the "Buy-back Size"), which represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023, on a proportionate basis through the tender offer process using stock exchange mechanism ("Tender Offer") as prescribed under the Buy-back Regulations, from all the equity shareholders / beneficial owners of the Equity Shares of the Company including promoters, members of promoter group and persons acting in concert of the Company who hold Equity Shares as on the record date ("Buy-back Offer" / "Buy-back"). Please refer to Paragraph 12 below for details regarding the Record Date and share entitlement for tendering in the Buyback. It is being understood that the "Promoter", "Promoter Group" and "Persons Acting in Concert" will be such persons as have been disclosed under the shareholding pattern filed by the Company from time to time under the Listing Regulations and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations"). In terms of Regulation 5(via) of the Buyback Regulations, the Board or Buy-back Committee may, till one
- working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buy-back Size.
- Since the Buy-back is more than 10% of the paid up equity share capital and free reserves (including securities premium account) of the Company based on financial statements of the Company as per its latest audited interim financial statements as of December 31, 2023, the Board had sought approval of the shareholders of the Company for the Buy-back in terms of the Buyback Regulations and the Act.
- The shareholders of the Company approved the Buy-back, by way of Special Resolution, through Postal Ballot only by voting through electronic means pursuant to a Postal Ballot Notice dated February 12, 2024 ("Postal Ballot Notice"), the result of which were announced on Monday, March 18, 2024.
- The Buy-back Size does not include any brokerage, applicable taxes such as Buyback Tax (as defined below), securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc. ("Transaction Costs").
- Pursuant to the Buy-back and depending upon the response to the Buy-back, the voting rights and percentage shareholding of the Promoters and Promoter Group in the Company may increase or decrease from their existing voting rights and percentage shareholding. The Promoters and Promoter Group are already having control over the affairs of the Company and therefore such increase/decrease in their voting rights, if any consequent to Buy-back of Equity Shares, will not result in any change in control over the affairs of the Company and shall be in compliance with the provisions of the SEBI SAST Regulations.
- Post Buy-back, the level of holding of public shareholders in the Company shall not fall below the minimum level of public shareholding required to be maintained in terms of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") and under the Listing Regulations. Due to any reason, if the public shareholding in the Company post Buy-back falls below the minimum level of public shareholding prescribed under SCRR, the Company undertakes to bring the public shareholding to the minimum prescribed level within the time and in the manner prescribed under SCRR and the Listing Regulations
- The Equity Shares of the Company are listed on the BSE Limited ("BSE") with Scrip Code: 530077 and Security ID: FRSHTRP (BSE is hereinafter referred to as the "Stock Exchange")
- In terms of Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the details of the Promoters and Promoter Group, who have expressed their intention to participate and details of their intended participation in the Buy-back have been given in para 8 hereinafter.
- The aggregate paid-up share capital and free reserves (including securities premium account) of the Company as on December 31, 2023, based on audited interim financial statements is ₹ 13,722.81 lakhs. In accordance with section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buy-back Regulations, the Company can authorize, subject to approval of the shareholders by way of special resolution, the buyback of equity shares involving payment of consideration not exceeding 25% of the total paid up equity share capital and free reserves (including securities premium account) of the company based on audited interim financial statements of the company as on December 31, 2023. The shareholders have approved the Buy-back of shares, the result of which were announced on Monday, March 18, 2024. Accordingly, the Company has proposed to utilise an aggregate amount not exceeding ₹33,68,75,000/- (Rupees Thirty-Three Crore Sixty-Eight Lakhs Seventy-Five Thousand Only) excluding Transaction Costs for the Buy-back which is within the aforesaid limit and represents 24 55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023.
- Further, under the Act, the number of equity shares that can be bought back during a financial year shall not exceed 25% of the total number of outstanding equity shares of the company. Accordingly, the number of Equity Shares that can be bought back by the Company during a financial year cannot exceed 24,73,725  $Equity \ Shares, being \ 25\% \ of the \ outstanding \ Equity \ Shares \ of the \ Company, i.e., 98,94,902 \ Equity \ Shares.$ Since the Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) Equity Shares, the same is within the aforesaid limit.
- 1.12. The ratio of the aggregate of secured and unsecured debts owned by the Company immediately after the Buy-back shall not be more than twice the paid up capital and free reserves of the Company based on interim audited financial statements of the Company as on December 31, 2023.
- The Buy-back of Equity Shares may be subject to taxation in India and / or in the country of residence of the Eligible Shareholder(s) (as defined hereinafter). Participation in the Buy-back by Eligible Shareholders will trigger tax on distributed income to such shareholders ("Buy-back Tax") in India and such tax is to be discharged by the Company. This may trigger capital gains taxation in hands of shareholders in their country of residence if outside India. The transaction of Buy-back would also be chargeable to securities transaction tax in India. In due course, the Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buy-back.
- A copy of this Public Announcement will be available on SEBI's website (www.sebi.gov.in) as well as on Company's website (www.freshtrop.com), the Manager to the Buy-back (www.vivro.net) and on the website of Stock Exchange (www.bseindia.com)

### NECESSITY OF THE BUY-BACK

- The current Buyback is in line with the Company's shareholder-friendly capital allocation practices of returning excess cash to shareholders, thereby increasing shareholders' value in the longer term, and improving the Return on Equity. The Buy-back is being undertaken by the Company to enhance shareholders' value and improve financial ratios. Additionally, the Buy-back is being undertaken for the following reasons:
  - The Buy-back will help the Company to distribute surplus funds to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to the
  - The Buy-back, which is being implemented through the Tender Offer as prescribed under the Buyback Regulations, would involve a reservation of number of Equity Shares as per their entitlement or 15% of the Buy-back Size to be bought back whichever is higher, reserved for the small shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "Small Shareholders" as defined under Regulation 2(i)(n) of the Buy-back Regulations;
  - iii. The Buy-back will help in improving financial ratios like earnings per share, return on assets and return on equity calculated on the basis of financial statements, by reducing the equity base of the iv. The Buy-back gives an option to the Eligible Shareholders to either choose to participate in the Buy-
  - back and receive cash in lieu of their Equity Shares which are accepted under the Buy-back or choose not to participate in the Buy-back and get a resultant increase in their percentage shareholding in the Company post Buy-back, without additional investment.

### MAXIMUM AMOUNT REQUIRED UNDER THE BUY-BACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES

The maximum amount required under the Buy-back will not exceed ₹33,68,75,000/- (Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) (excluding Transaction Cost) which is not exceeding 25% of the aggregate of the total paid up equity share capital and free reserves of the Company (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023. The funds for the implementation of the proposed Buy-back will be sourced out of the securities premium and free reserves of the Company and/or such other sources as may be permitted by law. The funds borrowed from banks and financial institutions, if any, will not be used for the Buy-back.

## BUY-BACK PRICE AND BASIS OF ARRIVING AT THE BUY-BACK PRICE

The Equity Shares are proposed to be bought back through Tender Offer at a price of ₹175 (Rupees One Hundred Seventy-Five Only) per Equity Share. The Buyback Offer Price has been arrived at after considering various factors including, but not limited to trends in the share prices, the net worth of the Company, price earnings ratio, possible impact of Buy Back on the earnings per share, performance of the Company, its outlook, other financial parameters and the impact of the buyback, underpinned by the intention to offer a healthy return for its shareholders.

The Buy-back Price represents a premium of:

- a. 7.36% over the closing market price of the Equity Shares on BSE as on the date of intimation to Stock
- Exchange of the Board Meeting to consider the proposal of the Buy-back; and b. 5.29% over the closing market price of the Equity Shares on BSE as on the date of the Board Meeting.

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY-BACK
- The Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paidup Equity Shares of the Company representing 19.45% of total number of Equity Shares of the Company. METHODOLOGY FOR BUY-BACK
- The Buy-back Offer will be undertaken on a proportionate basis from the equity shareholders/ beneficial owner of Equity Shares of the Company as on the Record Date ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) read with Regulation 9(x) of the Buy-back Regulations. Additionally, the Buy-back Offer shall be, subject to applicable laws, implemented by tendering of Equity Shares by Eligible Shareholders and settlement of the same through the stock exchange mechanism as specified by SEBI in the circular CIR/CFD/POLICYCELL/1/2015 dated April 13 2015, circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 (the "SEBI Circulars") in terms of Regulation 9(vii) of the Buy-
- As required under the Buy-back Regulations, Equity Shares to be bought back under Tender Offer are divided into two categories: (i) Reserved category for Small Shareholders (as defined hereinafter); and (ii) General category for all other shareholders. For further details, please refer to para 12 of this Public Announcement
- DETAILS OF SHAREHOLDING OF (i) PROMOTERS AND PROMOTER GROUP OF THE COMPANY, (ii) DIRECTORS AND PARTNERS OF PROMOTER GROUP COMPANIES / ENTITES OF THE COMPANY AND
- (iii) DIRECTORS AND KEY MANAGERIAL PERSONNEL ("KMPs") OF THE COMPANY The aggregate shareholding of (i) the Promoters and Promoter Group of the Company, (ii) the directors and partners of the promoter group companies / entities and (iii) Directors and KMPs of the Company as on February 12, 2024, is given below:
  - (A) Aggregate shareholding of Promoters and Promoter Group of the Company:

| Sr. No | Name of Shareholder     | No. of Equity Shares held in the Company | % Shareholding |
|--------|-------------------------|--|----------------|
| 1.     | Freshcap Foodstuff LLP  | 21,01,648                                | 21.24          |
| 2.     | Ashok Vishindas Motiani | 15,46,398                                | 15.63          |
| 3.     | Nanita Ashok Motiani    | 8,55,442                                 | 8.65           |
| 4.     | Dipti Ashok Motiani     | 7,31,964                                 | 7.40           |
| 5.     | Priyanka Tandon         | 5,80,205                                 | 5.86           |
| 6.     | Mayank Ramesh Tandon    | 4,39,676                                 | 4.44           |
|        | Total                   | 62,55,333                                | 63.22          |
|        |                         |  |                |

(B) Aggregate shareholding of the Designated Partners and Partners of Promoter LLP, as of February

As of the date of the Board Meeting, there is only 1 (One) Corporate Promoter of the Company i.e. Freshcap Foodstuff LLP. Shareholding of all the Designated Partners and Partners of the Corporate Promoters i.e., Ashok Vishindas Motiani, Nanita Ashok Motiani, Dipti Ashok Motiani and Priyanka Tondon are disclosed above.

(C) Aggregate shareholding of the Directors (other than Promoters) and Key Managerial Personnel (KMP) of the Company, as on February 12, 2024:

| Sr.<br>No | Name of Shareholder           | Designation             | No. of Equity Shares held in the Company |            |
|-----------|-------------------------------|-------------------------|--|------------|
| 1.        | Ramchandra Gaurishankar Joshi | Non-Executive Director  | -  | -          |
| 2.        | Anil Sharma                   | Independent Director    | -  | -          |
| 3.        | Mayur Jashvantlal Shah        | Independent Director    | 5,625                                    | 0.06       |
| 4.        | Ashok Chandumal Murajani      | Independent Director    | 1,800                                    | 0.02       |
| 5.        | Sanjay Dahyabhai Prajapati    | Chief Financial Officer | 50                                       | Negligible |
| 6.        | Kalpana Suman                 | Company Secretary       | -  | -          |
|           | Total                         |                         | 7,475                                    | 0.08       |

The persons / entities mentioned in paragraph 7.1 have not purchased or sold any Equity Shares of the Company and there has been no change in their shareholdings for last twelve months prior to the date of the Board Meeting at which the Buy-back was approved till the date of Postal Ballot Notice i.e. February 12,

### INTENTION OF THE PROMOTERS AND PROMOTER GROUP OF THE COMPANY TO TENDER EQUITY SHARES FOR BUY-BACK

In terms of the Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the Promoters and Promoter Group as listed herein below have expressed their intention to tender up to following number of Equity Shares in the Buy-

| buon.  |                         |  |  |
|--------|-------------------------|--|--|
| Sr. No | Name                    | No. of shares held as on the date of Board Meeting | Maximum No. of shares<br>proposed to be tendered |
| 1.     | Freshcap Foodstuff LLP  | 21,01,648  | 21,01,648  |
| 2.     | Ashok Vishindas Motiani | 15,46,398  | 15,46,398  |
| 3.     | Nanita Ashok Motiani    | 8,55,442   | 8,55,442   |
| 4.     | Dipti Ashok Motiani     | 7,31,964   | 7,31,964   |
| 5.     | Priyanka Tandon         | 5,80,205   | 5,80,205   |
| 6.     | Mayank Ramesh Tandon    | 4,39,676   | 4,39,676   |
|        | Total                   | 62.55.333  | 62.55.333  |

Details of the date and price of acquisition of the Equity Shares that the Promoters and Promoter Group intend to tender are set out below

### Freshcap Foodstuff LLP

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction    |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------|
| 1         | June 14, 2003 <sup>(3)</sup>     | 9,87,350             | 10                   | -   | Opening Balance(2)       |
| 2         | June 19, 2003 <sup>(3)</sup>     | -900                 | 10                   | N.A. (4)  | N.A. (4)                 |
| 3         | June 20, 2003 <sup>(3)</sup>     | -1,000               | 10                   | N.A. (4)  | N.A. (4)                 |
| 4         | June 28, 2004 <sup>(3)</sup>     | 55,100               | 10                   | N.A. (4)  | N.A. (4)                 |
| 5         | March 28, 2005(3)                | 30,000               | 10                   | N.A. (4)  | N.A. (4)                 |
| 6         | December 21, 2005(3)             | -2,776               | 10                   | N.A. (4)  | N.A. (4)                 |
| 7         | February 08, 2006 <sup>(3)</sup> | -25,000              | 10                   | N.A. (4)  | N.A. (4)                 |
| 8         | March 03, 2006 <sup>(3)</sup>    | -1,10,000            | 10                   | N.A. (4)  | N.A. (4)                 |
| 9         | May 02, 2006 <sup>(3)</sup>      | 1,400                | 10                   | N.A. (4)  | N.A. (4)                 |
| 10        | October 27, 2006 <sup>(3)</sup>  | 2,500                | 10                   | N.A. (4)  | N.A. (4)                 |
| 11        | November 02, 2006(3)             | -15,000              | 10                   | N.A. (4)  | N.A. (4)                 |
| 12        | December 14, 2006 <sup>(3)</sup> | 3,000                | 10                   | 108.56  | Market Purchase          |
| 13        | December 18, 2006 <sup>(3)</sup> | 2,000                | 10                   | 104.00  | Market Purchase          |
|           | June 01, 2007                    | 2,000                | 10                   | 84.76   | Market Purchase          |
| 15        | August 03, 2007                  | 2,500                | 10                   | 113.77  | Market Purchase          |
| 16        | August 06, 2007                  | 2,598                | 10                   | 110.98  | Market Purchase          |
| 17        | August 07, 2007                  | 3,500                | 10                   | 114.57  | Market Purchase          |
|           | August 08, 2007                  | 2,500                | 10                   | 112.64  | Market Purchase          |
| 19        | August 09, 2007                  | 5,500                | 10                   | 111.12  | Market Purchase          |
| 20        | August 10, 2007                  | 1,000                | 10                   | 109.98  | Market Purchase          |
| 21        | August 14, 2007                  | 1,000                | 10                   | 118.58  | Market Purchase          |
| 22        | August 20, 2007                  | 1,000                | 10                   | 112.75  | Market Purchase          |
| 23        | October 04, 2007                 | 327                  | 10                   | 127.00  | Market Purchase          |
| 24        | October 05, 2007                 | 8,755                | 10                   | 127.86  | Market Purchase          |
| 25        | October 08, 2007                 | 2,000                | 10                   | 123.40  | Market Purchase          |
| 26        | October 17, 2007                 | 4,000                | 10                   | 121.15  | Market Purchase          |
| 27        | January 10, 2008                 | 9,63,354             | 10                   | -   | Issue of Bonus Shares    |
| 28        | August 14, 2009                  | 5,200                | 10                   | 27.28   | Market Purchase          |
| 29        | August 27, 2009                  | 410                  | 10                   | 26.25   | Market Purchase          |
| 30        | August 31, 2009                  | 2,322                | 10                   | 26.23   | Market Purchase          |
| 31        | September 02, 2009               | 373                  | 10                   | 26.25   | Market Purchase          |
| 32        | January 29, 2010                 | 3,50,000             | 10                   | 19.40   | Preferential Allotment   |
| 33        | November 13, 2010                | 1,50,000             | 10                   | 19.40   | Preferential Allotment   |
| 34        | December 09, 2014                | 1,500                | 10                   | 123.37  | Market Purchase          |
| 35        | December 10, 2014                | 12,900               | 10                   | 123.35  | Market Purchase          |
| 36        | December 11, 2014                | 8,600                | 10                   | 123.39  | Market Purchase          |
| 37        | March 30, 2015                   | 20,000               | 10                   | 119.11  | Market Purchase          |
| 38        | December 22, 2016                | -50,000              | 10                   | 83.47   | Market Sale              |
| 39        | December 30, 2016                | -60,000              | 10                   | 88.72   | Market Sale              |
| 40        | December 13, 2019                | -2,66,365            | 10                   | 110.00  | Tendered in Buyback Offe |

excluding transaction costs like brokerage, STT, stamp duty etc.

- <sup>2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not
- <sup>3)</sup> Above data has been extracted from Transaction Statement of the promoters. <sup>4)</sup>Not Available

### Ashok Vishindas Motiani

| Sr.<br>No | Date of Acquisition               | No. of equity<br>shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|-------------------------|----------------------|---|--------------------------------|
| 1.        | July 11, 2003                     | 2,73,450                | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | September 09, 2004                | 500                     | 10                   | 8.62  | Market Purchase                |
| 3.        | September 10, 2004                | 1,000                   | 10                   | 7.80  | Market Purchase                |
| 4.        | October 26, 2004                  | 2,300                   | 10                   | 9.41  | Market Purchase                |
| 5.        | February 28, 2005 <sup>(3)</sup>  | 20,000                  | 10                   | N.A. (4)  | N.A. (4)                       |
| 6.        | March 11, 2005                    | 16,800                  | 10                   | 17.69   | Market Purchase                |
| 7.        | March 11, 2005                    | -16,800                 | 10                   | 17.99   | Market Sale                    |
| 8.        | March 24, 2005                    | 17,100                  | 10                   | 15.07   | Market Purchase                |
| 9.        | March 30, 2005                    | 4,000                   | 10                   | 13.50   | Market Purchase                |
| 10.       | February 13, 2006                 | -3,200                  | 10                   | 70.30   | Market Sale                    |
| 11.       | April 03, 2006                    | -31,500                 | 10                   | 91.05   | Market Sale                    |
| 12.       | September 13, 2006 <sup>(3)</sup> | 100                     | 10                   | 140.00  | Off Market Purchase            |
| 13.       | June 19, 2006                     | 242                     | 10                   | 66.03   | Market Purchase                |

| Sr.<br>No | Date of Acquisition  | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction                   |
|-----------|--|----------------------|----------------------|---|---|
| 14.       |  | 300                  | 10                   | 65.50   | Market Purchase                         |
|           | June 23, 2006  | 1,000                | 10                   | 72.95   | Market Purchase                         |
|           | July 25, 2006<br>July 27, 2006                               | 500<br>500           | 10                   | 61.00<br>65.00  | Market Purchase<br>Market Purchase      |
|           | August 04, 2006  | 1,000                | 10                   | 79.13   | Market Purchase                         |
|           | January 31, 2007   | 1,000                | 10                   | 101.64  | Market Purchase                         |
| 20.       | February 01, 2007  | 1,000                | 10                   | 100.18  | Market Purchase                         |
|           | February 02, 2007  | 1,000                | 10                   | 99.30   | Market Purchase                         |
| 22.       | ,  | 2,000                | 10                   | 88.61   | Market Purchase                         |
|           | May 29, 2007<br>August 09, 2007                              | 1,000<br>2,150       | 10<br>10             | 78.77<br>108.18   | Market Purchase<br>Market Purchase      |
| _         | August 10, 2007  | 500                  | 10                   | 114.15  | Market Purchase                         |
|           | September 27, 2007   | 1,000                | 10                   | 126.47  | Market Purchase                         |
| 27.       | October 17, 2007   | 235                  | 10                   | 120.73  | Market Purchase                         |
|           | October 19, 2007   | 2,235                | 10                   | 117.22  | Market Purchase                         |
|           | October 22, 2007   | 3,316                | 10<br>10             | 119.75  | Market Purchase                         |
|           | October 23, 2007<br>January 10, 2008                         | 1,656<br>3,04,384    | 10                   | 123.73  | Market Purchase Issue of Bonus Shares   |
|           | January 21, 2008   | 3,000                | 10                   | 60.08   | Market Purchase                         |
|           | January 29, 2010   | 25,000               | 10                   | 19.40   | Preferential allotment                  |
| -         | November 13, 2010  | 1,00,000             | 10                   | 19.40   | Preferential allotment                  |
|           | July 18, 2012  | 25,000               | 10                   | 13.25   | Market Purchase                         |
|           | July 19, 2012  | 28,880               | 10                   | 13.35   | Market Purchase                         |
|           | July 20, 2012<br>July 23, 2012                               | 40,000<br>40.000     | 10                   | 13.50<br>13.75  | Market Purchase<br>Market Purchase      |
|           | July 24, 2012  | 59,000               | 10                   | 13.75   | Market Purchase                         |
|           | February 13, 2013  | 2,00,000             | 10                   | 14.00   | Conversion of Warrants                  |
| 41.       | March 05, 2013   | 8,100                | 10                   | 17.69   | Market Purchase                         |
| 42.       | March 06, 2013   | 5,478                | 10                   | 17.95   | Market Purchase                         |
|           | March 11, 2013   | 4,746                | 10                   | 18.01   | Market Purchase                         |
|           | March 22, 2013<br>March 25, 2013                             | 8,800<br>4,700       | 10                   | 17.36<br>17.42  | Market Purchase<br>Market Purchase      |
|           | August 01, 2013 <sup>(3)</sup>                               | 12,500               | 10                   | 15.00   | Off Market Purchase                     |
|           | August 08, 2013  | 4,744                | 10                   | 18.15   | Market Purchase                         |
|           | August 13, 2013  | 1,00,000             | 10                   | 14.00   | Conversion of Warrants                  |
|           | October 03, 2013   | 10,002               | 10                   | 25.36   | Market Purchase                         |
|           | October 04, 2013   | 3,200                | 10                   | 26.00   | Market Purchase                         |
|           | October 07, 2013<br>October 15, 2013 <sup>(3)</sup>          | 4,700<br>10,000      | 10                   | 26.00<br>25.99  | Market Purchase<br>Market Purchase      |
| 53.       | ,  | 2,277                | 10                   | 25.00   | Market Purchase                         |
|           | October 22, 2013   | 5,900                | 10                   | 24.58   | Market Purchase                         |
| 55.       |  | 8,325                | 10                   | 24.76   | Market Purchase                         |
| 56.       |  | 5,588                | 10                   | 24.82   | Market Purchase                         |
|           | October 25, 2013<br>October 29, 2013                         | 8,800<br>1,275       | 10<br>10             | 24.50<br>23.98  | Market Purchase                         |
|           | November 13, 2013  | 4,550                | 10                   | 23.50   | Market Purchase<br>Market Purchase      |
|           | November 19, 2013 <sup>(3)</sup>                             | 5,220                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. (4)                                |
|           | February 08, 2014  | 2,00,000             | 10                   | 14.00   | Conversion of Warrants                  |
|           | June 09, 2014 <sup>(3)</sup>                                 | 14,500               | 10                   | 31.00   | Off Market Purchase                     |
|           | June 13, 2014 <sup>(3)</sup>                                 | 5,500                | 10                   | 31.00   | Off Market Purchase                     |
| 65        | July 01, 2014<br>July 02, 2014                               | 6,689<br>5,793       | 10<br>10             | 33.96<br>33.97  | Market Purchase<br>Market Purchase      |
| 66        | July 11, 2014  | 600                  | 10                   | 33.98   | Market Purchase                         |
|           | July 14, 2014  | 1,094                | 10                   | 33.94   | Market Purchase                         |
|           | July 15, 2014  | 10,000               | 10                   | 35.87   | Market Purchase                         |
| 69.       | July 21, 2014  | 10,175               | 10                   | 38.76   | Market Purchase                         |
|           | July 22, 2014  | 3,000                | 10                   | 38.52   | Market Purchase                         |
| 72        | July 30, 2014 <sup>(3)</sup><br>July 30, 2014 <sup>(3)</sup> | 2,000<br>8,000       | 10<br>10             | N.A. <sup>(4)</sup><br>N.A. <sup>(4)</sup>                | Off Market Purchase Off Market Purchase |
|           | December 09, 2014  | -1,500               | 10                   | 123.78  | Market Sale                             |
| 74.       | December 10, 2014  | -13,400              | 10                   | 123.39  | Market Sale                             |
| 75.       | December 11, 2014  | -8,100               | 10                   | 121.35  | Market Sale                             |
| 76.       | February 03, 2015 <sup>(3)</sup>                             | -27,259              | 10                   | N.A. (4)  | N.A. (4)                                |
| 70        | February 02, 2015  | -30,000<br>-42,741   | 10                   | 178.40  | Market Sale<br>Market Sale              |
| 70.       | February 03, 2015<br>March 28, 2015 <sup>(3)</sup>           | 27,259               | 10                   | 181.29<br>N.A. <sup>(4)</sup>                             | N.A. (4)                                |
| 80.       | September 08, 2015   | 1,842                | 10                   | 74.41   | Market Purchase                         |
| 81.       | September 09, 2015   | 10,000               | 10                   | 84.67   | Market Purchase                         |
| 82.       | October 12, 2015   | 14,500               | 10                   | 91.59   | Market Purchase                         |
| 83.       | December 18, 2015  | 12,368               | 10                   | 83.52   | Market Purchase                         |
| δ4.<br>Ω5 | February 10, 2016<br>February 25, 2016                       | 14,000<br>9,250      | 10<br>10             | 71.09<br>77.23  | Market Purchase<br>Market Purchase      |
| 86        | February 26, 2016  | 3,650                | 10                   | 76.44   | Market Purchase                         |
| 87.       | August 17, 2016  | 5,350                | 10                   | 93.52   | Market Purchase                         |
| 88.       | September 09, 2016   | 10,000               | 10                   | 95.65   | Market Purchase                         |
| 89.       | September 14, 2016   | 5,000                | 10                   | 93.92   | Market Purchase                         |
| 90.       | September 16, 2016   | 10,000               | 10                   | 92.00   | Market Purchase                         |
| 91.<br>02 | October 10, 2016<br>November 28, 2016                        | 2,660<br>11,000      | 10<br>10             | 87.67<br>79.03  | Market Purchase<br>Market Purchase      |
| 93        | December 22, 2016  | 34,000               | 10                   | 79.03<br>83.49  | Market Purchase                         |
| 94.       | December 13, 2016  | 45,526               | 10                   | 88.71   | Market Purchase                         |
| 95.       | January 4, 2017  | 15,000               | 10                   | 86.83   | Market Purchase                         |
| 96.       | July 10, 2017  | 8,080                | 10                   | 91.02   | Market Purchase                         |
| 97.       | August 11, 2017  | 10,000               | 10                   | 93.46   | Market Purchase                         |
|           | December 13, 2019  | -1,95,991            | 10                   | 110.00  | Tendered in Buyback Offer               |

(1) excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14. 2003 are not available with the Company and the promoter and hence not disclosed here

Above data has been extracted from Transaction Statement of the promoters. <sup>(4)</sup>Not Available

| Sr.<br>No | Date of Acquisition               | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction  |
|-----------|-----------------------------------|----------------------|----------------------|---|------------------------|
| 1.        | June 14, 2003 <sup>(3)</sup>      | 2,18,400             | 10                   | -   | Opening Balance(2)     |
| 2.        | September 07, 2004                | 2,000                | 10                   | 9.90  | Market Purchase        |
| 3.        | September 08, 2004                | 800                  | 10                   | 9.50  | Market Purchase        |
| 4.        | September 09, 2004                | 1,000                | 10                   | 9.00  | Market Purchase        |
| 5.        | September 13, 2004                | 800                  | 10                   | 8.19  | Market Purchase        |
| 6.        | May 27, 2005 <sup>(3)</sup>       | 17,900               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase    |
|           | May 30, 2005                      | 8,800                | 10                   | 19.65   | Market Purchase        |
| 8.        | June 08, 2005 <sup>(3)</sup>      | -500                 | 10                   | N.A. <sup>(4)</sup>                                       | Market Sale            |
| 9.        | June 24, 2005 <sup>(3)</sup>      | 1,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>    |
| 10.       | August 26, 2005(3)                | 27,000               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase    |
|           | February 13, 2006                 | -5,000               | 10                   | 71.55   | Market Sale            |
|           | April 03, 2006                    | -30,000              | 10                   | 91.05   | Market Sale            |
|           | July 03, 2006 <sup>(3)</sup>      | 500                  | 10                   | 63.84   | Market Purchase        |
|           | September 13, 2006 <sup>(3)</sup> | 27,000               | 10                   | 36.19   | Off Market Purchase    |
|           | October 25, 2007                  | 1,000                | 10                   | 122.95  | Market Purchase        |
|           | October 26, 2007                  | 2,218                | 10                   | 122.87  | Market Purchase        |
|           | October 30, 2007                  | 705                  | 10                   | 121.44  | Market Purchase        |
|           | January 10, 2008                  | 2,73,623             | 10                   | -   | Issue of Bonus Shares  |
|           | January 29, 2010                  | 25,000               | 10                   | 19.40   | Preferential allotment |
| 20.       | November 13, 2010                 | 1,00,000             | 10                   | 19.40   | Preferential allotment |
|           | February 13, 2013                 | 1,00,000             | 10                   | 14.00   | Conversion of Warrant  |
| 22.       | August 13, 2013                   | 1,00,000             | 10                   | 14.00   | Conversion of Warrant  |
| 23.       | July 16, 2015                     | 28,000               | 10                   | 75.00   | Market Purchase        |
|           | July 17, 2015                     | 10,000               | 10                   | 83.74   | Market Purchase        |
|           | December 18, 2015                 | 5,000                | 10                   | 84.49   | Market Purchase        |
|           | September 30, 2016                | 5,900                | 10                   | 85.22   | Market Purchase        |
|           | October 04, 2016                  | 946                  | 10                   | 88.65   | Market Purchase        |
|           | October 05, 2016                  | 1,750                | 10                   | 88.79   | Market Purchase        |
|           | October 13, 2016                  | 7,474                | 10                   | 86.66   | Market Purchase        |
|           | November 23, 2016                 | 3,079                | 10                   | 74.97   | Market Purchase        |
|           | November 28, 2016                 | 11,000               | 10                   | 79.52   | Market Purchase        |
|           | December 22, 2016                 | 17,500               | 10                   | 83.48   | Market Purchase        |
|           | December 13, 2019                 | -1,07,453            | 10                   | 110.00  | Tendered in Buyback Of |

excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

(3) Above data has been extracted from Transaction Statement of the promoters. (4) Not Available

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No

1. 2. 3. 4. 5. 6. 7. 8. 9. 10.

| y | anka Tandon                      |                      |                      |   |                                |
|---|----------------------------------|----------------------|----------------------|---|--------------------------------|
|   | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|   | June 14, 2003                    | 73,300               | 10                   | -   | Opening Balance <sup>(2)</sup> |
|   | October 26, 2004                 | 2,000                | 10                   | 9.50  | Market Purchase                |
|   | October 27, 2004                 | 200                  | 10                   | 9.00  | Market Purchase                |
|   | October 28, 2004                 | 2,000                | 10                   | 9.50  | Market Purchase                |
|   | November 30, 2004 <sup>(3)</sup> | 5,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |
|   | February 11, 2005                | 2,800                | 10                   | 10.58   | Market Purchase                |
|   | February 14, 2005                | 1,200                | 10                   | 10.60   | Market Purchase                |
|   | February 28, 2005 <sup>(3)</sup> | 2,000                | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
|   | April 06, 2005 <sup>(3)</sup>    | 1,400                | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
|   | May 05, 2005                     | 9,700                | 10                   | 16.02   | Market Purchase                |
|   | May 06, 2005                     | 10,000               | 10                   | 15.83   | Market Purchase                |
|   |                                  |                      |                      |   | (01) 1 1 1                     |

| Sr.<br>No | Date of Acquisition          | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction     |
|-----------|------------------------------|----------------------|----------------------|---|---------------------------|
| 12.       | May 09, 2005                 | 10,000               | 10                   | 16.01   | Market Purchase           |
| 13.       | May 27, 2005 <sup>(3)</sup>  | 18,400               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase       |
| 14.       | June 08, 2005 <sup>(3)</sup> | 500                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase           |
| 15.       | March 28, 2006               | 62,500               | 10                   | 20.00   | Preferential allotment    |
| 16.       | May 11, 2006                 | 62,500               | 10                   | 20.00   | Preferential allotment    |
| 17.       | October 25, 2007             | 746                  | 10                   | 121.11  | Market Purchase           |
| 18.       | October 30, 2007             | 295                  | 10                   | 120.00  | Market Purchase           |
| 19.       | January 10, 2008             | 2,64,541             | 10                   | -   | Issue of Bonus share      |
| 20.       | February 13, 2013            | 1,00,000             | 10                   | 14.00   | Conversion of Warrants    |
| 21.       | December 18, 2015            | 10,000               | 10                   | 83.04   | Market Purchase           |
| 22.       | October 10, 2016             | 10,000               | 10                   | 88.86   | Market Purchase           |
| 23.       | November 28, 2016            | 978                  | 10                   | 78.75   | Market Purchase           |
| 24.       | December 23, 2016            | 22                   | 10                   | 85.90   | Market Purchase           |
| 25.       | December 30, 2016            | 109                  | 10                   | 88.09   | Market Purchase           |
| 26.       | January 04, 2017             | 3,891                | 10                   | 86.74   | Market Purchase           |
| 27.       | March 17, 2017               | -342                 | 10                   | 107.57  | Market Sale               |
| 28.       | December 13, 2019            | -73,535              | 10                   | 110.00  | Tendered in Buyback Offer |

<sup>1)</sup> excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

<sup>3)</sup> Above data has been extracted from Transaction Statement of the promoters

(4) Not Available

5)

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | November 01, 2005                | 33,500               | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | March 28, 2006                   | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 3.        | May 11, 2006                     | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 4.        | February 09, 2007 <sup>(3)</sup> | 100                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase                |
| 5.        | October 22, 2007                 | 500                  | 10                   | 120.00  | Market Purchase                |
| 6.        | October 24, 2007                 | 750                  | 10                   | 121.00  | Market Purchase                |
| 7.        | January 10, 2008                 | 1,59,850             | 10                   | -   | Issue of Bonus share           |
| 8.        | January 22, 2008                 | 1,000                | 10                   | 47.21   | Market Purchase                |
| 9.        | September 17, 2010               | 300                  | 10                   | 25.00   | Market Purchase                |
| 10.       | March 11, 2011                   | 60                   | 10                   | 14.00   | Market Purchase                |
| 11.       | March 14, 2011                   | 435                  | 10                   | 15.30   | Market Purchase                |
| 12.       | March 14, 2011                   | 669                  | 10                   | 14.98   | Market Purchase                |
| 13.       | March 15, 2011                   | 2,254                | 10                   | 15.62   | Market Purchase                |
| 14.       | March 15, 2011                   | 2,000                | 10                   | 15.48   | Market Purchase                |
| 15.       | March 16, 2011                   | 5,000                | 10                   | 15.50   | Market Purchase                |
| 16.       | March 16, 2011                   | 4,000                | 10                   | 15.51   | Market Purchase                |
| 17.       | March 17, 2011                   | 100                  | 10                   | 15.85   | Market Purchase                |
| 18.       | March 17, 2011                   | 1,582                | 10                   | 17.39   | Market Purchase                |
| 19.       | March 18, 2011                   | 2,000                | 10                   | 18.00   | Market Purchase                |
|           | March 22, 2011                   | 925                  | 10                   | 17.50   | Market Purchase                |
| 21.       | March 23, 2011                   | 450                  | 10                   | 20.39   | Market Purchase                |
| 22.       | March 31, 2011                   | 4,000                | 10                   | 20.30   | Market Purchase                |
| 23.       | March 31, 2011                   | 2,000                | 10                   | 21.15   | Market Purchase                |
| 24.       | August 29, 2011                  | 5                    | 10                   | 16.20   | Market Purchase                |
| 25.       | February 13, 2013                | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 26.       | October 30, 2013                 | 2,322                | 10                   | 23.90   | Market Purchase                |
| 27.       | October 31, 2013                 | 12,290               | 10                   | 24.97   | Market Purchase                |
| 28.       | November 01, 2013                | 1,562                | 10                   | 24.90   | Market Purchase                |
| 29.       | July 16, 2015                    | 9,190                | 10                   | 75.72   | Market Purchase                |
| 30.       | July 17, 2015                    | 6,000                | 10                   | 83.35   | Market Purchase                |
| 31.       | December 18, 2015                | 556                  | 10                   | 83.75   | Market Purchase                |
| 32.       | December 18, 2015                | 100                  | 10                   | 85.00   | Market Purchase                |
| 33.       | October 10, 2016                 | 12,000               | 10                   | 89.12   | Market Purchase                |
| 34.       | October 13, 2016                 | 900                  | 10                   | 86.00   | Market Purchase                |
| 35.       | November 28, 2016                | 3,110                | 10                   | 80.20   | Market Purchase                |
| 36.       | November 03, 2017                | 890                  | 10                   | 179.73  | Market Purchase                |
|           | December 13, 2019                | -55,724              | 10                   | 110.00  | Tendered in Buyback Off        |

(1) excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to November 01, 2005 are not available with the Company and the promoter and hence not

Above data has been extracted from Transaction Statement of the promoters

### <sup>(4)</sup>Not Available Dinti Ashok Motia

| Sr.<br>No | Date of Acquisition | No. of equity shares | Face Value | Cost of                                     | Nature of Transaction          |
|-----------|---------------------|----------------------|------------|---|--------------------------------|
| NO        |                     | Silares              | (in ₹)     | Acquisition per Share <sup>(1)</sup> (in ₹) |                                |
| 1.        | June 14, 2003       | 1,50,000             | 10         | -   | Opening Balance <sup>(2)</sup> |
| 2.        | January 10, 2008    | 1,50,000             | 10         | -   | Issue of Bonus share           |
| 3.        | January 29, 2010    | 1,00,000             | 10         | 19.40                                       | Preferential allotment         |
| 4.        | November 13, 2010   | 1,50,000             | 10         | 19.40                                       | Preferential allotment         |
| 5.        | March 14, 2011      | 2,500                | 10         | 15.16                                       | Market Purchase                |
| 6.        | March 16, 2011      | 11,600               | 10         | 15.57                                       | Market Purchase                |
| 7.        | March 30, 2011      | 3,103                | 10         | 18.90                                       | Market Purchase                |
| 8.        | March 31, 2011      | 2,509                | 10         | 19.94                                       | Market Purchase                |
| 9.        | February 13, 2013   | 1,00,000             | 10         | 14.00                                       | Conversion of Warrants         |
| 10.       | August 13, 2013     | 1,00,000             | 10         | 14.00                                       | Conversion of Warrants         |
| 11.       | July 17, 2015       | 10,000               | 10         | 83.38                                       | Market Purchase                |
| 12.       | August 20, 2015     | 5,000                | 10         | 103.99                                      | Market Purchase                |
| 13.       | October 08, 2015    | 11,438               | 10         | 91.28                                       | Market Purchase                |
| 14.       | October 08, 2015    | -1,438               | 10         | 90.12                                       | Market Sale                    |
| 15.       | December 18, 2015   | 5,000                | 10         | 84.50                                       | Market Purchase                |
| 16.       | October 25, 2016    | 2,693                | 10         | 88.74                                       | Market Purchase                |
| 17.       | December 23, 2016   | 500                  | 10         | 85.96                                       | Market Purchase                |
| 18.       | December 26, 2016   | 2,007                | 10         | 85.38                                       | Market Purchase                |
| 19.       | December 27, 2016   | 300                  | 10         | 85.86                                       | Market Purchase                |
| 20.       | December 28, 2016   | 22                   | 10         | 85.00                                       | Market Purchase                |
| 21.       | December 30, 2016   | 15,500               | 10         | 88.73                                       | Market Purchase                |
| 22.       | February 04, 2017   | 4,000                | 10         | 86.95                                       | Market Purchase                |
| 23.       | December 13, 2019   | -92,770              | 10         | 110.00                                      | Tendered in Buyback Offer      |

(1) excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

### NO DEFAULT

The Company confirms that there are no defaults subsisting in the repayment of deposits or interest thereon, redemption of debentures or preference shares or payment of dividend to any shareholder, or repayment of any term loan or interest payable thereon to any financial institution or banks

### BOARD AND STATUTORY AUDITOR CONFIRMATION

The Board has confirmed that it has made full enquiry into the affairs and prospects of the company and has formed the opinion that

immediately following the date of the Board Meeting i.e., February 12, 2024 ("Board Meeting Date") and the date on which the result of the shareholders' resolution passed by way of postal ballot will be declared ("Postal Ballot Date"), approving the buyback, there will be no grounds on which the Company could be found unable to pay its debts;

as regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the Postal Ballot Date, having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting and the Postal

in forming its oninion aforesaid, the Board has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 1956 or Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective and contingent liabilities); and

the debt-equity ratio of the Company after the Buy-back will be within the limit of 2:1 as prescribed under  $Section\,68(2)(d)\,of\,the\,Companies\,Act,\,2013\,and\,Regulation\,4(ii)\,of\,the\,Securities\,and\,Exchange\,Board\,of\,Act,\,2013\,and\,Regulation\,4(ii)\,of\,the\,Securities\,Act,\,2013\,and\,Regulation\,4(i$ India (Buy-Back of Securities) Regulations, 2018.

The text of the report dated February 12, 2024 received from F. P. & Associates, Chartered Accountants (FRN: 143262W), the Statutory Auditors of the Company and the statement of computation of permissible capital payments for the proposed Buy-back of Equity Shares of the Company, addressed to the Board of

### Directors of the Company is reproduced below. Quote

### **Board of Directors**

### Freshtrop Fruits Limited

A – 603, Shapath IV, S. G. Road, Ahmedabad – 380 015, Gujarat, India.

Dear Sir/ Madam

Sub: Statutory Auditor's Report in respect of proposed buy-back of equity shares by Freshtrop Fruits Limited (the "Company") in terms clause (xi) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended) (the "Buy-back Regulations")

- This Report is issued in accordance with the terms of our engagement letter dated February 12.2024 with the Company.
- The Board of Directors of the Company has approved a proposal for the buy-back of Equity Shares by the Company at its meeting held on February 12, 2024, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013 ('the Act') and the Buy-back Regulations
- We have been requested by the management of the Company to provide a report on the accompanying Statement of permissible capital payment ("Annexure A") as at December 31, 2023 (hereinafter referred together as the "Statement"). This Statement has been prepared by the management of the Company, which we have initialled for identification purposes only

## Management's Responsibility for the Statement

The preparation of the Statement in accordance with Section 68(2) of the Act and in compliance with Sections 68, 69 and 70 of the Act and the Buy-back Regulations, is the responsibility of the management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances

### Auditor's Responsibility

- Pursuant to the requirements of the Buy-back Regulations, it is our responsibility to provide reasonable assurance whether
- we have inquired into the state of affairs of the Company in relation to the audited interim financial statements of the company for the period ended December 31, 2023;
- the amount of permissible capital payment for the proposed buy-back of equity shares as stated in Annexure A, has been properly determined considering the condensed audited interim financial statements as at December 31, 2023, in accordance with the provisions of Section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations; and
- $the \ Board\ of\ Directors\ of\ the\ Company,\ at\ its\ meeting\ held\ on\ February\ 12,\ 2024,\ have\ formed\ the\ opinion$ as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within one year from the date of the board meeting held to consider the proposal of Buy-back of Equity Shares
- The audited interim financial statements for the financial period ended on December 31, 2023, refereed in paragraph 5 above, which we have considered for this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated February 12,2024. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143 of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether these financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1 Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements

### Opinion

Based on enquiries conducted and our examination as above, we report that:

- we have inquired into the state of affairs of the Company in relation to its condensed audited interim financial statements for the financial period ended on December 31, 2023;
- the amount of permissible capital payment towards the proposed buy-back of Equity Shares as computed in the Statement attached herewith as Annexure A, in our view has been properly determined in accordance with section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations.
- iii) the amount of share capital and its free reserves (including securities premium) have been extracted from the audited interim financial statements of the Company as on December 31, 2023; and
- iv) the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed its opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within one year from the date of the Board Meeting (i.e., February 12, 2024).
- Based on the representations made by the management, and other information and explanations given to us, which to the best of our knowledge and belief were necessary for this purpose, we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration

### Restriction on Use

This report has been issued at the request of the Company solely - (i) for use of the Company in connection with the proposed buy-back of Equity Shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buy-back Regulations, (ii) to enable the Board of Directors of the Company to include it in the Public Announcement, Letter of Offer and other documents pertaining to buy-back to be sent to the Shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchange, public shareholders and any other regulatory authority as per applicable laws and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager, and should not be used by any other person and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing

We are also not responsible for changes, events and circumstances occurring after the date of this report which may require an updation of this report.

### For, FP & Associates

### Chartered Accountants

ICAI Firm Registration Number: 143262W

F. S. Shah

Partner Membership No.: 133589

Place of Signature: Ahmedabad Date: February 12,2024

UDIN: 24133589BKFHFK3156

### Annexure A

Statement of determination of the permissible capital payment towards Buy-back of Equity Shares ("the Statement") in accordance with Section 68(2) of the Companies Act, 2013 and Regulations 4 and 5 of the **Buy-back Regulations** 

|           | -u, -uon nogamieno  | (₹ in Lakh           |
|-----------|---|----------------------|
| Sr.<br>No | Particulars   | Standalone<br>Amount |
| A         | Paid up equity share capital and free reserves as on December 31, 2023, based   | 989.49               |
|           | on the condensed audited financial statements of the Company  |                      |
|           | Total paid-up Equity Share Capital  | 989.49               |
|           | Free Reserves, comprising   |                      |
|           | - Securities Premium Account  | -                    |
|           | - General Reserve   | -                    |
|           | - Retained Earnings*  | 12733.32             |
|           | Total Paid up Equity Share Capital and Free Reserves  | 13722.81             |
| В         | The amount of Maximum Permissible Capital Payment towards the Buyback   |                      |
|           | being lower of;   |                      |
|           | Maximum permissible Number of Equity Shares eligible for Buy-back in accordance with Section 68(2)(c) of the Companies Act, 2013 read with Regulation 4 of the Buy-back Regulations (25% of total number of outstanding equity shares) (Nos.) | 24.74                |
|           | Maximum amount permissible for the buyback i.e. 25% of total paid-up equity capital and free reserves of audited interim financial statements (25% of total paid-up equity share capital and free reserves as of December 31, 2023)           | 3430.70              |
|           | Amount approved by the Board of Directors at its meeting held on February 12, 2024.   | 3368.75              |

\*Net of re-measurement of assets and liabilities at fair value of Rs 2 20 Crores

### For and on behalf of the Board of Directors of Freshtrop Fruits Limited

SD/-

Name: Ashok Vishindas Motian **Designation:** Managing Director

Place: Ahmedabad Date: 12/02/2024

### Unquote PRIOR APPROVALS FROM LENDERS 11.

As on date of this Public Announcement, the Company has outstanding facilities with Banks. It is confirmed that there is no breach of any covenants of the loans taken from all the Banks.

### RECORD DATE AND SHAREHOLDERS' ENTITLEMENT 12.

- The Board has fixed Tuesday, April 02, 2024 as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buy-back Offer ("Eligible Shareholders").
- 12.2. In due course, Eligible Shareholders will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement for participating in the Buy-back. Even if Eligible Shareholder does not receive the Letter of Offer along with a Tender/Offer Form, the Eligible Shareholder may participate and tender shares in the Buy-back. The dispatch of the Letter of Offer shall be through electronic mode via email only, within 2 (two) working days from the Record Date and in case any shareholder requires physical copy of the Letter of Offer a request has to be sent to the Company or Registrar to the Buy-back to receive a copy of the Letter of Offer in physical form and the same shall be provided.
- The Equity Shares proposed to be bought back as part of the Buy-back are divided in two categories:
- a. Reserved category for Small Shareholders (defined hereinafter); and General category for all other Eligible Shareholders
- 12.4. As defined in the Buy-back Regulations, a "Small Shareholder" is a shareholder who holds shares whose market value, on the basis of closing price of shares on the recognized stock exchange, in which highest trading volume in respect of such shares is recorded on the record date, is not more than ₹2,00,000/- (Rupees Two Lakhs only)
- In accordance with Regulation 6 of the Buy-back Regulations, 15% of the number of Equity Shares which the Company proposes to Buy-back or number of Equity Shares entitled as per the shareholding of the Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buy-
- On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of 12.6. Eligible Shareholders, including Small Shareholders, to tender their Equity Shares in the Buy-back Offer. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buy-back applicable in the category to which such shareholder belongs. The final number of Equity Shares that the Company will buy-back from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not buy-back all of the Equity Shares tendered (over and above entitlements) by Eligible 12.7. In order to ensure that the same Eligible Shareholder with multiple demat accounts / folios do not receive
- higher entitlement under Small Shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (Small Shareholder or General) and entitlement under the Buy-back. In case of joint shareholding, the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding Equity Shares in physical form where sequence of PAN is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buy-back will check the sequence of the names of the joint shareholders and club together the Equity Shares held in such cases where the sequence of the PANs and the name of the joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/ foreign portfolio investors etc. with common PAN shall not be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have different demat account nomenclature based on information prepared by Registrar to the Buy-back as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of 'clearing members' or 'corporate body margin account' or 'corporate body-broker' as per the beneficial position data as on the Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the Buy-back by shareholders in that category, and thereafter from shareholders who have tendered over and above their entitlement in other category.

- The participation of the Eligible Shareholders in the Buy-back is voluntary. Eligible Shareholders may also tender a part of their entitlement. Fligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation by some other Eligible Shareholders, if any, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buy-back, without any additional investment. If the Buy-back entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buy-back entitlement to tender Equity Shares in the Buy-back.
- 12.10. The maximum number of Equity Shares that can be tendered under the Buy-back Offer by any Eligible Shareholder cannot exceed the number of Equity Shares held by the equity shareholder as on the Record Date. The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buy-back Regulations. The settlement of the tenders under the Buy-back Offer will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circulars, as may be amended from time to time and other relevant rules and regulations.
- 1. The Buy-back from non-resident members. Overseas Corporate Bodies (OCBs) and Foreign Institutional Investors (FIIs). Foreign Portfolio Investors (FPIs) and members of foreign nationality, if any, etc. shall be subject to such approvals as may be required including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under, if any and such approvals shall be obtained, as may be required by the shareholders. Further, the reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act. 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Broker through which the Eligible Shareholder places the
- 12.12. Detailed instructions for participation in the Buy-back Offer as well as the relevant schedule of activities will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders.

### PROCESS AND METHODOLOGY FOR THE BUY-BACK 13.

- The Buy-back shall be open to all Eligible Shareholders, holding Equity Shares in demat form and physical 13.1. form as on the Record Date.
- The Buy-back Offer will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" devised pursuant to SEBI Circulars and following the procedure prescribed in the Act and the Buy-back Regulations and as may be determined by the Board (including any person authorized by the Board to complete the formalities of the Buy-back Offer) and on such terms and conditions as may be permitted by law from time to time.
- For implementation of the Buy-back, the Company has appointed Pravin Ratilal Share And Stock Brokers Limited as the registered broker to the Company (the "Company's Broker") who will facilitate the process of tendering Equity Shares through Stock Exchange Mechanism for the Buy-back Offer and through whom the purchases and settlement on account of the Buy-back Offer would be made by the Company. The contact details of the Company's Broker are as follows

| Name:                      | Pravin Ratilal Share And Stock Brokers Limited   |  |  |  |  |
|----------------------------|--|--|--|--|--|
| Address:                   | Sakar-1, 5th Floor, Opp Gandhigram Railway Station,<br>Navrangpura, Ahmedabad - 380009 |  |  |  |  |
| Contact Person:            | Ms. Shannon Khokharia  |  |  |  |  |
| Tel:                       | 079-26553758   |  |  |  |  |
| Email:                     | info@prssb.com   |  |  |  |  |
| Website:                   | http://www.prssb.com/  |  |  |  |  |
| SEBI Registration Number:  | INZ000206732   |  |  |  |  |
| Corporate Identity Number: | U67120GJ1994PLC022117  |  |  |  |  |

- For the purpose of this Buy-back, BSE Limited ("BSE") will be the Designated Stock Exchange. The Company will request BSE to provide the facility of acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback Offer. The details of the platform will be as specified by BSE from time to time. In case Eligible Shareholder's broker is not registered with BSE or if the Eligible Shareholders do not have any stock broker then that Eligible Shareholders can approach any stock broker registered with the BSE and can make a bid by using quick unique client code ("UCC") facility, after submitting the details as may be required by the stock broker to be in compliance with the Buy-back Regulations. In case Eligible Shareholders are not able to bid using UCC facility through any other stock broker registered with BSE, the Eligible Shareholder may approach Company's Broker to place its bid subject to completion of 'know your customer' requirements as required by the Company's Broker. The Company / Registrar to the Buy-back shall provide the entitlement of Eligible Shareholders to the Clearing Corporation.
- 13.5. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("Seller Member") during normal trading hours of the secondary market. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The Seller Member can enter orders for shares held in demat as well as physical mode.
- 13.6. Eligible Shareholders will have to tender their Equity Shares from the same demat account in which they were holding such Equity Shares as on the Record Date, and in case of multiple Demat Accounts, Eligible Shareholders are required to tender the applications separately from each Demat Account. In case of any changes in the demat account in which the Equity Shares were held as on Record Date, such Eligible Shareholders should provide sufficient proof of the same to the Registrar and such tendered Equity Shares may be accepted subject to appropriate verification and validation by the Registrar.
- 13.7. Further, the Company will not accept shares tendered for Buy-back which are under restraint order of the court for transfer/sale and/or the title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificate have not been issued either due to such request being under process as per the provisions of law or otherwise. The Company will not Buy-back Equity Shares, which are locked-in or non-transferable, until the pendency of such lockin, or until the Equity Shares become transferable, as applicable, during the period between the date of opening and closing of the Buy-back Offer.
- 13.8. Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialised form:
- 13.8.1. Eligible Shareholders who desire to tender their Equity Shares held by them in the dematerialised form under Buy-back Offer would have to do so through their respective Seller Member by giving the details of Equity Shares they intend to tender under the Buy-back.
- 13.8.2. The Seller Member would be required to place a bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buy-back using the Acquisition Window of the Stock Exchange.
- 13.8.3. The lien shall be marked in demat account of the Eligible Shareholders for the Equity Shares tendered in the Buy-back. The details of Equity Shares marked as lien in the demat account of the Eligible Shareholders shall be provided by Depositories to the Clearing Corporation.
- 13.8.4. In case, the demat account of the Eligible Shareholders is held in one depository and clearing member nool and clearing corporation account is held with other depository, the Equity Shares tendered under the Buy-back shall be blocked in the shareholders demat account at the source depository during the tendering period. Inter Depository Tender Offer ("IDT") instruction shall be initiated by shareholder at source depository to clearing member pool/ clearing corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and sends IDT message to target depository for confirming creation of lien.
- 13.8.5. For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- 13.8.6. Upon placing the order, the Seller Member shall provide a transaction registration slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the order has been placed. S will contain details of order submitted like Bid ID No., Depository Participant ("DP") ID, Client ID, no
- of Equity Shares tendered, etc 13.9. Procedure to be followed by Eligible Shareholders holding Equity Shares in the physical form:
- 13.9.1. In accordance with the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, the Eligible Shareholders holding Equity Shares in the physical form are allowed to tender their Equity Shares in the Buy-back provided that such tendering shall be as per the provisions of the Buy-back Regulations and terms provided in the Letter of Offer.
- 13.9.2. Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Members along with the complete set of documents for verification procedures to be carried out including the (i) original share certificate(s) (ii) valid share transfer form(s) (i.e., Form SH-4) duly filled and signed by the transferors (i.e., by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company (iii) self-attested copy of the Eligible Shareholder's PAN Card (iv) the Tender Form duly signed (in case the Equity Shares are in joint names, the Tender Form must be signed by all Eligible Shareholders in the same order in which they hold the Equity Shares) and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, such Eligible Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.
- 13.9.3. Based on the documents mentioned in paragraph above, the concerned Seller Member shall place the bid on behalf of the Eligible Shareholder holding Equity Shares in physical form who wishes to tender Equity Shares in the Buy-back using the Acquisition Window. Upon placing the bid, the Seller Member shall provide a TRS generated by the Stock Exchange bidding system to the Eligible Shareholder, TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares
- 13.9.4. After placing the bid, the Seller Member of the Eligible Shareholder has to deliver the original share certificate(s) and documents (as mentioned in paragraph 13.9.2 above along with TRS either by registered post or courier or hand delivery to Registrar to the Buy-back (at the address mentioned at paragraph 16 below) within 2 days of the bidding by the Seller Member. The envelope should be superscribed as "Freshtrop Fruits Limited- Buyback 2024". One copy of the TRS will be retained by Registrar to the Buy-back and it will provide acknowledgement of the same to the Seller Member/ Eligible
- 13.9.5. Eligible Shareholder holding Equity Shares in physical form should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for the Buy-back shall be subject to verification as per the Buy-back Regulations and any further directions issued in this regard. The Registrar will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar confirms the bids, it will be treated as 'confirmed bids'. 13.9.6. All documents as mentioned above, shall be enclosed with the valid Tender Form, otherwise the Equity
- Shares tendered will be liable for rejection. The Equity Shares shall be liable for rejection on the following grounds amongst others: (i) If there is any other company's equity share certificate(s) enclosed with the Tender Form instead of the Equity Share certificate(s) of the Company; (ii) If the transmission of Equity Shares is not completed, and the Equity Shares are not in the name of the Eligible Shareholders; (iii) If the Eligible Shareholders tender Equity Shares but the Registrar to the Buy-back does not receive the Equity Share certificate(s); (iv) In case the signature on the Tender Form and form SH-4 does not match as per the specimen signature recorded with Company/ Registrar to the Buy-back.
- 13.9.7. In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buy-back before the date of closing of the Buy-
- 13.9.8. An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buy-back by submitting duly executed transfer deed for transfer of Equity Shares purchased prior to Record Date in his/her name along with the tender form, copy of the his / her PAN and of the person from whom they have purchased the Equity Shares and other relevant documents as may be required for transfer of Equity Shares.

Eligible Shareholders, being non-resident shareholders (excluding foreign institutional investors/foreign portfolio investors) shall also enclose a copy of the permission received by them from RBI, if applicable, to acquire the Equity Shares held by them. ii. In case the Equity Shares are held on repatriation basis, the non-resident shareholder shall obtain and enclose a letter from its authorised dealer / bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by the non-resident shareholder from the appropriate account (e.g. non-resident external (NRE) a/c.) as specified by RBI in its approval. In case the non-resident shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the

 $13.9.9. \ \ For Equity Shares \ held \ by \ Eligible \ Shareholders, being \ non-resident \ shareholders:$ 

tendered under the Buy-back are liable to be rejected.

bid for the purpose of acceptance

13.9.11. The website of BSE shall display only confirmed bids and accordingly, the cumulative quantity tendered shall be made available on the website of the BSE (i.e., www.bseindia.com) throughout the trading sessions and will be updated at specific intervals during the tendering period. METHOD OF SETTLEMENT Upon finalization of the basis of Acceptance as per the Buy-back Regulations, the settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market and as intimated by the Clearing Corporation from time to time. Details in respect of shareholder's entitlement for the Buy-back shall be provided to Clearing Corporation by Company/ Registrar to the Buy-back. On receipt of the same, the Clearing Corporation will cancel excess or unaccepted blocked 14.2

13.9.10. Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buy-back. Multiple bids made by a single Eligible Shareholder shall be clubbed and considered

non-resident shareholder shall submit a consent letter addressed to the Company, allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity shares accepted under the Buy Back. iii. If any of the above stated documents (as applicable) are not enclosed along with the Tender Form, the Equity Shares

- Equity Shares. On settlement date, all blocked Equity Shares mentioned in the accepted bid will be transferred to the Clearing Corporation.  $In the \ case \ of \ IDT, \ Clearing \ Corporation \ will \ cancel \ the \ excess \ or \ unaccepted \ Equity \ Shares \ in \ target \ depository. \ Source$ 14.3. depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing
- Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buy-back. Post receiving the IDT message from target depository, source depository will cancel/release excess or unaccepted block Equity Shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the Equity Shares as per the communication / message received from target depository to the extent of accepted bid Equity Shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.

  The Company will transfer the consideration pertaining to the Buy-back to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buy-back, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form
- are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant Bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Member for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form. In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory 14.5. requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the
- custodian, each in accordance with the applicable mechanism prescribed by the BSE and the Clearing Corporation from time to time The Equity Shares bought back in the dematerialized form would be transferred directly to the demat escrow account of 14.6.
- the Company ("Demat Escrow Account") provided it is indicated by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company's Brokers or it will be transferred by the Company or the Company of t Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP
- account. If the securities transfer instruction is rejected in the Depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the respective Eligible Shareholder. The shareholders of the demat Equity Shares will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of demat Equity Shares, due to rejection or due to non-acceptance in the Buy-back Offer. 14.8. In relation to the physical Equity Shares:
- 14.8.1. If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificates would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to dematerialize their physical shares 14.8.2. If however, only a portion of the physical shares held by an Eligible Shareholder is accepted in the Buyback, then the Company is authorised to split the share certificate and issue a Letter of Confirmation ("LOC") in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 with respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent ("RTA"). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter of Confirmation Issued" on the face/ reverse of the certificate to the extent of the excess physical shares. The
- LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the physical Equity Shares. In case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the physical Equity Shares to a separate demat account of the Company opened for the said purpose. The Seller Member would issue contract note for the Equity Shares accepted under the Buy-back and will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buy-back. Equity Shareholders who intend to participate in the Buy-back should consult their respective Seller Member for 14.10. payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the
- Seller Member for tendering Equity Shares in the Buy-back (secondary market transaction). Therefore, the Buy-back consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage). The Manager to the Buy-back Offer and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the Seller Member, and such costs will be borne solely by the Eligible Shareholders.
- The Equity Shares lying to the credit of the Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buy-back Regulations 15. **COMPLIANCE OFFICER** Investors may contact the Compliance Officer of the Company for any clarifications or to address their grievances, if any, during office hours between i.e., 10.00 AM IST. to 5.00 PM IST. on all working days except Saturday, Sunday and

public holidays, at the following address Kalpana Suman Name Designation: Company Secretary & Compliance Officer A-603, Sapath IV, S. G. Road, Ahmedabad - 380015, Gujarat, India. Address: +91 79 4030 7050/56 investor@freshtrop.com; secretarial@freshtrop.com

www.freshtrop.com

In case of any queries, Eligible Shareholders may also contact the Registrar to the Buy-back during office hours between i.e., 10.00 AM IST to 5.00 PM IST on all working days except Saturday, Sunday and public holidays, at the following address:

16

18.

Address: Office." No S6-2, 6th Floor, Pinnacle Business Park , Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093. **Tel. No.:** +91-022-6263 8200 Fax: +91-022-6263 8299 Email: buybackoffer@bigshareonline.com; Website: www.bigshareonline.com Contact Person: Maruti Eate SEBI Registration Number: INR000001385 CIN: U99999MH1994PTC076534

**Bigshare Services Private Limited** 

REGISTRAR TO THE BUY-BACK / INVESTOR SERVICE CENTRE

17. MANAGER TO THE BUY-BACK

### Vivro Financial Services Private Limited

VIVRO

Address: Vivro House, 11 Shashi Colony, Opp Suvidha Shopping Center, Paldi, Ahmedabad – 380007, Gujarat, India. Tel.: +91 - 79 - 4040 4242

E-mail: investors@vivro.net Website: www.vivro.net

Contact Person(s): Shivam Patel/ Kevin Dhruve SEBI Registration Number: INM000010122

Validity: Permanent CIN: U67120GJ1996PTC029182

# DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts responsibility the information contained in this Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information.

Sd/-

Ashok Vishindas Motiani

For and on behalf of the Board of Directors of Freshtrop Fruits Limited Sd/-Nanita Ashok Motiani

Kalpana Suman Company Secretary & Compliance Officer

(Membership Number: A71241)

Sd/-

(DIN: 00124470) Date: March 19, 2024

Chairman & Managing Director Whole Time Director (DIN: 00787809)

Place: Ahmedabad

**FINANCIAL EXPRESS** 

Face Value

(in ₹)

10

10

10

10

10

10

10

Cost of

Acquisition per

Share<sup>(1)</sup> (in ₹)

65.50

72.95

61.00

65.00

79.13

101.64

100.18

99.30

No. of equity

300

1,000

500

500

1,000

1,000

1,000

1,000

**Date of Acquisition** 

14. June 20, 2006

15. June 23, 2006

16. July 25, 2006

17. July 27, 2006

18. August 04, 2006

19 January 31, 2007

20. February 01, 2007

21. February 02, 2007

Nature of Transaction

Market Purchase



# FRESHTROP FRUITS LIMITED

Corporate Identity Number (CIN): L15400GJ1992PLC018365 Registered Office: A-603, Sapath -IV, OPP Karnavati Club, S G Highway, Ahmedabad, Gujarat, India, 380015. **Phone:** +91-79-40307050 –59 **Email:** secretarial@freshtrop.com; **Website:** www.freshtrop.com; **Contact Person:** Kalpana Suman, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF FRESHTROP FRUITS LIMITED ("COMPANY") FOR THE BUY-BACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS. 2018. AS AMENDED FROM TIME TO TIME.

This Public Announcement (the "Public Announcement") is being made in accordance with the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") and contains the disclosures as specified in Schedule II read with Schedule I to the Buy-back Regulations. CASH OFFER FOR BUY-BACK UP TO 19,25,000 (NINETEEN LAKHS TWENTY-FIVE THOUSAND) FULLY PAID-UP EQUITY SHARES OF THE COMPANY OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH AT A PRICE OF ₹ 175/- (RUPEES ONE HUNDRED SEVENTY-FIVE ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE "TENDER OFFER" ROUTE AS PRESCRIBED UNDER THE BUY-BACK

DETAILS OF THE BUY-BACK OFFER AND OFFER PRICE

REGULATIONS USING STOCK EXCHANGE MECHANISM.

- The Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee including Buyback Committee constituted by Board to exercise its powers), at their meeting held on Monday, February 12, 2024 (the "Board Meeting"), pursuant to the provisions of Article 73 of the Articles of Association of the Company and Sections 68, 69 and 70 and all other applicable provisions of the Companies Act, 2013 (the "Act") and applicable rules made there under including the Companies (Share Capital and Debentures) Rules, 2014 as amended, and in compliance with the Buy-back Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the Foreign Exchange Management Act, 1999, subject to approval of the shareholders by way of special resolution and subject to such other approvals, (including lender's approval, if required) permissions, sanctions and exemption as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board or any person authorised by the Board, approved the Buy-back of upto 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paid up equity shares of face value of ₹10/- each ("Equity Shares") (representing 19.45% of total number of Equity Shares of the Company) at a price of ₹175/- (Rupees One Hundred Seventy-Five Only) per Equity Share (the "Buy-back Price") payable in cash for an aggregate amount not exceeding ₹33.68.75.000/-(Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) excluding costs such as fees, brokerage, buy-back tax, securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to the Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses, and other incidental and related expenses etc., (the "Transaction Cost") (the "Buy-back **Size**"), which represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023, on a proportionate basis through the tender offer process using stock exchange mechanism ("Tender Offer") as prescribed under the Buy-back Regulations, from all the equity shareholders / beneficial owners of the Equity Shares of the Company including promoters, members of promoter group and persons acting in concert of the Company who hold Equity Shares as on the record date ("Buy-back Offer" / "Buy-back"). Please refer to Paragraph 12 below for details regarding the Record Date and share entitlement for tendering in the Buyback. It is being understood that the "Promoter", "Promoter Group" and "Persons Acting in Concert" will be such persons as have been disclosed under the shareholding pattern filed by the Company from time to time under the Listing Regulations and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations").
- 1.2. In terms of Regulation 5(via) of the Buyback Regulations, the Board or Buy-back Committee may, till one working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buy-back Size.
- Since the Buy-back is more than 10% of the paid up equity share capital and free reserves (including securities premium account) of the Company based on financial statements of the Company as per its latest audited interim financial statements as of December 31, 2023, the Board had sought approval of the shareholders of the Company for the Buy-back in terms of the Buyback Regulations and the Act.
- The shareholders of the Company approved the Buy-back, by way of Special Resolution, through Postal Ballot only by voting through electronic means pursuant to a Postal Ballot Notice dated February 12, 2024 ("Postal Ballot Notice"), the result of which were announced on Monday, March 18, 2024.
- The Buy-back Size does not include any brokerage, applicable taxes such as Buyback Tax (as defined below), securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc. ("Transaction Costs")
- 1.6. Pursuant to the Buy-back and depending upon the response to the Buy-back, the voting rights and percentage shareholding of the Promoters and Promoter Group in the Company may increase or decrease from their existing voting rights and percentage shareholding. The Promoters and Promoter Group are already having control over the affairs of the Company and therefore such increase/decrease in their voting rights, if any consequent to Buy-back of Equity Shares, will not result in any change in control over the affairs of the Company and shall be in compliance with the provisions of the SEBI SAST Regulations.
- 1.7. Post Buy-back, the level of holding of public shareholders in the Company shall not fall below the minimum level of public shareholding required to be maintained in terms of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") and under the Listing Regulations. Due to any reason, if the public shareholding in the Company post Buy-back falls below the minimum level of public shareholding prescribed under SCRR, the Company undertakes to bring the public shareholding to the minimum prescribed level within the time and in the manner prescribed under SCRR and the Listing Regulations.
- 1.8. The Equity Shares of the Company are listed on the BSE Limited ("**BSE**") with Scrip Code: 530077 and Security ID: FRSHTRP (BSE is hereinafter referred to as the "Stock Exchange").
- In terms of Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the details of the Promoters and Promoter Group, who have expressed their intention to participate and details of their intended participation in the Buy-back have been given in para 8 hereinafter.
- 1.10. The aggregate paid-up share capital and free reserves (including securities premium account) of the Company as on December 31, 2023, based on audited interim financial statements is ₹ 13,722.81 lakhs. In accordance with section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buy-back Regulations, the Company can authorize, subject to approval of the shareholders by way of special resolution, the buyback of equity shares involving payment of consideration not exceeding 25% of the total paid up equity share capital and free reserves (including securities premium account) of the company based on audited interim financial statements of the company as on December 31, 2023. The shareholders have approved the Buy-back of shares, the result of which were announced on Monday, March 18, 2024. Accordingly, the Company has proposed to utilise an aggregate amount not exceeding ₹33,68,75,000/- (Rupees Thirty-Three Crore Sixty-Eight Lakhs Seventy-Five Thousand Only) excluding Transaction Costs for the Buy-back which is within the aforesaid limit and represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023.
- 1.11. Further, under the Act, the number of equity shares that can be bought back during a financial year shall not exceed 25% of the total number of outstanding equity shares of the company. Accordingly, the number of Equity Shares that can be bought back by the Company during a financial year cannot exceed 24,73,725 Equity Shares, being 25% of the outstanding Equity Shares of the Company, i.e., 98,94,902 Equity Shares. Since the Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) Equity Shares, the same is within the aforesaid limit.
- 1.12. The ratio of the aggregate of secured and unsecured debts owned by the Company immediately after the Buy-back shall not be more than twice the paid up capital and free reserves of the Company based on interim audited financial statements of the Company as on December 31, 2023.
- 1.13. The Buy-back of Equity Shares may be subject to taxation in India and / or in the country of residence of the Eligible Shareholder(s) (as defined hereinafter), Participation in the Buy-back by Eligible Shareholders will trigger tax on distributed income to such shareholders ("Buy-back Tax") in India and such tax is to be discharged by the Company. This may trigger capital gains taxation in hands of shareholders in their country of residence if outside India. The transaction of Buy-back would also be chargeable to securities transaction tax in India. In due course, the Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buy-back.
- 1.14. A copy of this Public Announcement will be available on SEBI's website (www.sebi.gov.in) as well as on Company's website (www.freshtrop.com), the Manager to the Buy-back (www.vivro.net) and on the website of Stock Exchange (www.bseindia.com).

**NECESSITY OF THE BUY-BACK** 

- The current Buyback is in line with the Company's shareholder-friendly capital allocation practices of returning excess cash to shareholders, thereby increasing shareholders' value in the longer term, and improving the Return on Equity. The Buy-back is being undertaken by the Company to enhance shareholders' value and improve financial ratios. Additionally, the Buy-back is being undertaken for th
  - The Buy-back will help the Company to distribute surplus funds to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to the shareholders:
  - ii. The Buy-back, which is being implemented through the Tender Offer as prescribed under the Buyback Regulations, would involve a reservation of number of Equity Shares as per their entitlement or 15% of the Buy-back Size to be bought back whichever is higher, reserved for the small shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "Small Shareholders" as defined under Regulation
  - 2(i)(n) of the Buy-back Regulations; iii. The Buy-back will help in improving financial ratios like earnings per share, return on assets and return on equity calculated on the basis of financial statements, by reducing the equity base of the Company; and
  - iv. The Buy-back gives an option to the Eligible Shareholders to either choose to participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buy-back or choose not to participate in the Buy-back and get a resultant increase in their percentage shareholding in the Company post Buy-back, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUY-BACK AND ITS PERCENTAGE OF THE TOTAL PAID **UP CAPITAL AND FREE RESERVES**

The maximum amount required under the Buy-back will not exceed ₹33,68,75,000/- (Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) (excluding Transaction Cost) which is not exceeding 25% of the aggregate of the total paid up equity share capital and free reserves of the Company (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023. The funds for the implementation of the proposed Buy-back will be sourced out of the securities premium and free reserves of the Company and/or such other sources as may be permitted by law. The funds borrowed from banks and financial institutions, if any, will not be used for the Buy-back.

The Equity Shares are proposed to be bought back through Tender Offer at a price of ₹175 (Rupees One Hundred Seventy-Five Only) per Equity Share. The Buyback Offer Price has been arrived at after considering various factors including, but not limited to trends in the share prices, the net worth of the

Company, price earnings ratio, possible impact of Buy Back on the earnings per share, performance of the Company, its outlook, other financial parameters and the impact of the buyback, underpinned by the intention to offer a healthy return for its shareholders. The Buy-back Price represents a premium of:

BUY-BACK PRICE AND BASIS OF ARRIVING AT THE BUY-BACK PRICE

- a. 7.36% over the closing market price of the Equity Shares on BSE as on the date of intimation to Stock
- Exchange of the Board Meeting to consider the proposal of the Buy-back; and b. 5.29% over the closing market price of the Equity Shares on BSE as on the date of the Board Meeting.

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY-BACK
- The Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paidup Equity Shares of the Company representing 19.45% of total number of Equity Shares of the Company. METHODOLOGY FOR BUY-BACK
- The Buy-back Offer will be undertaken on a proportionate basis from the equity shareholders/beneficial owner of Equity Shares of the Company as on the Record Date ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) read with Regulation 9(x) of the Buy-back Regulations. Additionally, the Buy-back Offer shall be, subject to applicable laws, implemented by tendering of Equity Shares by Eligible Shareholders and settlement of the same through the stock exchange mechanism as specified by SEBI in the circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 (the "SEBI Circulars") in terms of Regulation 9(vii) of the Buyback Regulations.
- As required under the Buy-back Regulations, Equity Shares to be bought back under Tender Offer are divided into two categories: (i) Reserved category for Small Shareholders (as defined hereinafter); and (ii) General category for all other shareholders. For further details, please refer to para 12 of this Public
- DETAILS OF SHAREHOLDING OF (i) PROMOTERS AND PROMOTER GROUP OF THE COMPANY, (ii) DIRECTORS AND PARTNERS OF PROMOTER GROUP COMPANIES / ENTITES OF THE COMPANY AND (iii) DIRECTORS AND KEY MANAGERIAL PERSONNEL ("KMPs") OF THE COMPANY
- The aggregate shareholding of (i) the Promoters and Promoter Group of the Company, (ii) the directors and partners of the promoter group companies / entities and (iii) Directors and KMPs of the Company as on February 12, 2024, is given below:

(A) Aggregate shareholding of Promoters and Promoter Group of the Company:

| Sr. No | Name of Shareholder     | No. of Equity Shares held in the Company | % Shareholding |
|--------|-------------------------|--|----------------|
| 1.     | Freshcap Foodstuff LLP  | 21,01,648                                | 21.24          |
| 2.     | Ashok Vishindas Motiani | 15,46,398                                | 15.63          |
| 3.     | Nanita Ashok Motiani    | 8,55,442                                 | 8.65           |
| 4.     | Dipti Ashok Motiani     | 7,31,964                                 | 7.40           |
| 5.     | Priyanka Tandon         | 5,80,205                                 | 5.86           |
| 6.     | Mayank Ramesh Tandon    | 4,39,676                                 | 4.44           |
| Ğ.     | Total                   | 62,55,333                                | 63.22          |
| (D) A  |                         |  | IID (FI        |

(B) Aggregate shareholding of the Designated Partners and Partners of Promoter LLP, as of February 12, 2024:

As of the date of the Board Meeting, there is only 1 (One) Corporate Promoter of the Company i.e., Freshcap Foodstuff LLP. Shareholding of all the Designated Partners and Partners of the Corporate Promoters i.e., Ashok Vishindas Motiani, Nanita Ashok Motiani, Dipti Ashok Motiani and Priyanka Tondon are disclosed above.

(C) Aggregate shareholding of the Directors (other than Promoters) and Key Managerial Personnel (KMP) of the Company, as on February 12, 2024:

|           | (IIIII) / OI IIIO OOIIIpuiii), uo oii i ou | ,                       |  |            |
|-----------|--|-------------------------|--|------------|
| Sr.<br>No | Name of Shareholder                        | Designation             | No. of Equity Shares held in the Company |            |
| 1.        | Ramchandra Gaurishankar Joshi              | Non-Executive Director  | <u>-</u>                                 | Ü          |
| 2.        | Anil Sharma                                | Independent Director    | 6  | -          |
| 3.        | Mayur Jashvantlal Shah                     | Independent Director    | 5,625                                    | 0.06       |
| 4.        | Ashok Chandumal Murajani                   | Independent Director    | 1,800                                    | 0.02       |
| 5.        | Sanjay Dahyabhai Prajapati                 | Chief Financial Officer | 50                                       | Negligible |
| 6.        | Kalpana Suman                              | Company Secretary       | -  | -          |
|           | Total                                      | 7,475                   | 0.08                                     |            |

- 7.2. The persons / entities mentioned in paragraph 7.1 have not purchased or sold any Equity Shares of the Company and there has been no change in their shareholdings for last twelve months prior to the date of the Board Meeting at which the Buy-back was approved till the date of Postal Ballot Notice i.e. February 12,
- INTENTION OF THE PROMOTERS AND PROMOTER GROUP OF THE COMPANY TO TENDER EQUITY SHARES FOR BUY-BACK
- In terms of the Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the Promoters and Promoter Group as listed herein below have expressed their intention to tender up to following number of Equity Shares in the Buy-

| Sr. No | Name                    | No. of shares held as on the date of Board Meeting | Maximum No. of shares proposed to be tendered |
|--------|-------------------------|--|---|
| 1.     | Freshcap Foodstuff LLP  | 21,01,648  | 21,01,648                                     |
| 2.     | Ashok Vishindas Motiani | 15,46,398  | 15,46,398                                     |
| 3.     | Nanita Ashok Motiani    | 8,55,442   | 8,55,442                                      |
| 4.     | Dipti Ashok Motiani     | 7,31,964   | 7,31,964                                      |
| 5.     | Priyanka Tandon         | 5,80,205   | 5,80,205                                      |
| 6.     | Mayank Ramesh Tandon    | 4,39,676   | 4,39,676                                      |
|        | Total                   | 62,55,333  | 62,55,333                                     |

8.2. Details of the date and price of acquisition of the Equity Shares that the Promoters and Promoter Group intend to tender are set out below:

Freshcap Foodstuff LLP

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1         | June 14, 2003 <sup>(3)</sup>     | 9,87,350             | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2         | June 19, 2003 <sup>(3)</sup>     | -900                 | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 3         | June 20, 2003 <sup>(3)</sup>     | -1,000               | 10                   | N.A. (4)  | N.A. (4)                       |
| 4         | June 28, 2004 <sup>(3)</sup>     | 55,100               | 10                   | N.A. (4)  | N.A. (4)                       |
| 5         | March 28, 2005 <sup>(3)</sup>    | 30,000               | 10                   | N.A. (4)  | N.A. (4)                       |
| 6         | December 21, 2005 <sup>(3)</sup> | -2,776               | 10                   | N.A. (4)  | N.A. (4)                       |
| 7         | February 08, 2006 <sup>(3)</sup> | -25,000              | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 8         | March 03, 2006 <sup>(3)</sup>    | -1,10,000            | 10                   | N.A. (4)  | N.A. (4)                       |
| 9         | May 02, 2006 <sup>(3)</sup>      | 1,400                | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 10        | October 27, 2006 <sup>(3)</sup>  | 2,500                | 10                   | N.A. (4)  | N.A. (4)                       |
| 11        | November 02, 2006 <sup>(3)</sup> | -15,000              | 10                   | N.A. (4)  | N.A. (4)                       |
| 12        | December 14, 2006 <sup>(3)</sup> | 3,000                | 10                   | 108.56  | Market Purchase                |
| 13        | December 18, 2006 <sup>(3)</sup> | 2,000                | 10                   | 104.00  | Market Purchase                |
| 14        | June 01, 2007                    | 2,000                | 10                   | 84.76   | Market Purchase                |
|           | August 03, 2007                  | 2,500                | 10                   | 113.77  | Market Purchase                |
| -         | August 06, 2007                  | 2,598                | 10                   | 110.98  | Market Purchase                |
| 17        | August 07, 2007                  | 3,500                | 10                   | 114.57  | Market Purchase                |
| 18        | August 08, 2007                  | 2,500                | 10                   | 112.64  | Market Purchase                |
|           | August 09, 2007                  | 5,500                | 10                   | 111.12  | Market Purchase                |
|           | August 10, 2007                  | 1,000                | 10                   | 109.98  | Market Purchase                |
| 21        | August 14, 2007                  | 1,000                | 10                   | 118.58  | Market Purchase                |
| 22        | August 20, 2007                  | 1,000                | 10                   | 112.75  | Market Purchase                |
| 23        | October 04, 2007                 | 327                  | 10                   | 127.00  | Market Purchase                |
| 24        | October 05, 2007                 | 8,755                | 10                   | 127.86  | Market Purchase                |
| 25        | October 08, 2007                 | 2,000                | 10                   | 123.40  | Market Purchase                |
| 26        | October 17, 2007                 | 4,000                | 10                   | 121.15  | Market Purchase                |
| 27        | January 10, 2008                 | 9,63,354             | 10                   | -   | Issue of Bonus Shares          |
| 28        | August 14, 2009                  | 5,200                | 10                   | 27.28   | Market Purchase                |
| 29        | August 27, 2009                  | 410                  | 10                   | 26.25   | Market Purchase                |
| 30        | August 31, 2009                  | 2,322                | 10                   | 26.23   | Market Purchase                |
| 31        | September 02, 2009               | 373                  | 10                   | 26.25   | Market Purchase                |
| 32        | January 29, 2010                 | 3,50,000             | 10                   | 19.40   | Preferential Allotment         |
|           | November 13, 2010                | 1,50,000             | 10                   | 19.40   | Preferential Allotment         |
| 34        | December 09, 2014                | 1,500                | 10                   | 123.37  | Market Purchase                |
| 35        |                                  | 12,900               | 10                   | 123.35  | Market Purchase                |
| 36        | December 11, 2014                | 8,600                | 10                   | 123.39  | Market Purchase                |
| 37        | March 30, 2015                   | 20,000               | 10                   | 119.11  | Market Purchase                |
|           | December 22, 2016                | -50,000              | 10                   | 83.47   | Market Sale                    |
|           | December 30, 2016                | -60,000              | 10                   | 88.72   | Market Sale                    |
| 40        | December 13, 2019                | -2,66,365            | 10                   | 110.00  | Tendered in Buyback Offe       |

(1) excluding transaction costs like brokerage, STT, stamp duty etc.

- <sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not
- disclosed here. <sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters.

<sup>(4)</sup>Not Available Ashok Vishindas Motiani

| Sr.<br>No | Date of Acquisition               | No. of equity<br>shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|-------------------------|----------------------|---|--------------------------------|
| 1.        | July 11, 2003                     | 2,73,450                | 10                   | - 1   | Opening Balance <sup>(2)</sup> |
| 2.        | September 09, 2004                | 500                     | 10                   | 8.62  | Market Purchase                |
| 3.        | September 10, 2004                | 1,000                   | 10                   | 7.80  | Market Purchase                |
| 4.        | October 26, 2004                  | 2,300                   | 10                   | 9.41  | Market Purchase                |
| 5.        | February 28, 2005 <sup>(3)</sup>  | 20,000                  | 10                   | N.A. (4)  | N.A. (4)                       |
| 6.        | March 11, 2005                    | 16,800                  | 10                   | 17.69   | Market Purchase                |
| 7.        | March 11, 2005                    | -16,800                 | 10                   | 17.99   | Market Sale                    |
| 8.        | March 24, 2005                    | 17,100                  | 10                   | 15.07   | Market Purchase                |
| 9.        | March 30, 2005                    | 4,000                   | 10                   | 13.50   | Market Purchase                |
| 10.       | February 13, 2006                 | -3,200                  | 10                   | 70.30   | Market Sale                    |
| 11.       | April 03, 2006                    | -31,500                 | 10                   | 91.05   | Market Sale                    |
| 12.       | September 13, 2006 <sup>(3)</sup> | 100                     | 10                   | 140.00  | Off Market Purchase            |
| 13.       | June 19, 2006                     | 242                     | 10                   | 66.03   | Market Purchase                |
|           |                                   | financia                | ove one              | nrin  |                                |

| Sr.            | Date of Acquisition                              | No. of equity    | Face Value    | Cost of             | Nature of Transaction              |
|----------------|--|------------------|---------------|---------------------|------------------------------------|
| _              |  | No of aquity     | Face Value    | Cost of             | Nature of Transaction              |
|                | ot Available<br>nita Ashok Motiani               |                  |               |                     |                                    |
|                | bove data has been extrac                        | cted from Transa | ction Stateme | ent of the promote  | ers.                               |
|                | closed here                                      | oto d fue T      | otion Otata   | ont of the          |                                    |
| $^{(2)}D$      | etails prior to June 14, 2                       |                  |               |                     | the promoter and hence not         |
| (1) <b>e</b> x | xcluding transaction costs                       |                  |               | uty etc.            |                                    |
|                | December 13, 2019                                | -1,95,991        | 10            | 110.00              | Tendered in Buyback Offer          |
|                | August 11, 2017                                  | 10,000           | 10            | 93.46               | Market Purchase                    |
|                | January 4, 2017<br>July 10, 2017                 | 8,080            | 10            | 91.02               | Market Purchase                    |
| 94.            | 2000111201 10, 2010                              | 45,526<br>15,000 | 10            | 88.71<br>86.83      | Market Purchase<br>Market Purchase |
|                | December 22, 2016                                | 34,000<br>45,526 | 10            | 83.49               | Market Purchase                    |
|                | November 28, 2016                                | 11,000           | 10            | 79.03               | Market Purchase                    |
| 91.            | October 10, 2016                                 | 2,660            | 10            | 87.67               | Market Purchase                    |
| 90.            | September 16, 2016                               | 10,000           | 10            | 92.00               | Market Purchase                    |
| 89.            | September 14, 2016                               | 5,000            | 10            | 93.92               | Market Purchase                    |
| 88.            | September 09, 2016                               | 10,000           | 10            | 95.65               | Market Purchase                    |
| 87.            | August 17, 2016                                  | 5,350            | 10            | 93.52               | Market Purchase                    |
|                | February 26, 2016                                | 3,650            | 10            | 76.44               | Market Purchase                    |
| 85.            | February 25, 2016                                | 9,250            | 10            | 77.23               | Market Purchase                    |
|                | February 10, 2016                                | 14,000           | 10            | 71.09               | Market Purchase                    |
|                | October 12, 2015<br>December 18, 2015            | 12,368           | 10            | 91.59<br>83.52      | Market Purchase  Market Purchase   |
| 81.<br>82.     | coptoinist co, zero                              | 10,000<br>14,500 | 10            | 84.67               | Market Purchase<br>Market Purchase |
| 80.            | Coptombor Co, Ec 10                              | 1,842            | 10            | 74.41               | Market Purchase                    |
|                | March 28, 2015 <sup>(3)</sup>                    | 27,259           | 10            | N.A. <sup>(4)</sup> | N.A. (4)                           |
| 78.            | February 03, 2015                                | -42,741          | 10            | 181.29              | Market Sale                        |
| 77.            | February 02, 2015                                | -30,000          | 10            | 178.40              | Market Sale                        |
| 76.            | February 03, 2015 <sup>(3)</sup>                 | -27,259          | 10            | N.A. (4)            | N.A. <sup>(4)</sup>                |
| 75.            | December 11, 2014                                | -8,100           | 10            | 121.35              | Market Sale                        |
|                | December 10, 2014                                | -13,400          | 10            | 123.39              | Market Sale                        |
|                | December 09, 2014                                | -1,500           | 10            | 123.78              | Market Sale                        |
|                | July 30, 2014 <sup>(3)</sup>                     | 8,000            | 10            | N.A. (4)            | Off Market Purchase                |
|                | July 22, 2014<br>July 30, 2014 <sup>(3)</sup>    | 2,000            | 10            | N.A. (4)            | Off Market Purchase                |
| _              | July 21, 2014                                    | 10,175<br>3,000  | 10            | 38.76<br>38.52      | Market Purchase<br>Market Purchase |
|                | July 15, 2014                                    | 10,000           | 10<br>10      | 35.87               | Market Purchase                    |
|                | July 14, 2014                                    | 1,094            | 10            | 33.94               | Market Purchase                    |
|                | July 11, 2014                                    | 600              | 10            | 33.98               | Market Purchase                    |
|                | July 02, 2014                                    | 5,793            | 10            | 33.97               | Market Purchase                    |
| _              | July 01, 2014                                    | 6,689            | 10            | 33.96               | Market Purchase                    |
| 63.            | June 13, 2014 <sup>(3)</sup>                     | 5,500            | 10            | 31.00               | Off Market Purchase                |
| 62.            | June 09, 2014 <sup>(3)</sup>                     | 14,500           | 10            | 31.00               | Off Market Purchase                |
| 61.            | February 08, 2014                                | 2,00,000         | 10            | 14.00               | Conversion of Warrants             |
|                | November 19, 2013 <sup>(3)</sup>                 | 5,220            | 10            | N.A. <sup>(4)</sup> | N.A. <sup>(4)</sup>                |
| _              | November 13, 2013                                | 4,550            | 10            | 23.50               | Market Purchase                    |
|                | October 29, 2013                                 | 1,275            | 10            | 23.98               | Market Purchase                    |
| 100            | October 25, 2013                                 | 8,800            | 10            | 24.50               | Market Purchase                    |
|                | October 24, 2013                                 | 5,588            | 10            | 24.82               | Market Purchase                    |
| _              | October 23, 2013                                 | 8,325            | 10            | 24.76               | Market Purchase                    |
|                | October 21, 2013                                 | 5,900            | 10            | 24.58               | Market Purchase                    |
|                | October 15, 2013 <sup>(3)</sup> October 21, 2013 | 2,277            | 10            | 25.99               | Market Purchase  Market Purchase   |
|                | October 07, 2013                                 | 4,700<br>10,000  | 10<br>10      | 26.00<br>25.99      | Market Purchase<br>Market Purchase |
| 4.0            | October 04, 2013                                 | 3,200            | 10            | 26.00               | Market Purchase                    |
| 100            | October 03, 2013                                 | 10,002           | 10            | 25.36               | Market Purchase                    |
|                | August 13, 2013                                  | 1,00,000         | 10            | 14.00               | Conversion of Warrants             |
| _              | August 12, 2013                                  | 4,744            | 10            | 18.15               | Market Purchase                    |
|                | August 01, 2013 <sup>(3)</sup>                   | 12,500           | 10            | 15.00               | Off Market Purchase                |
|                | March 25, 2013                                   | 4,700            | 10            | 17.42               | Market Purchase                    |
|                | March 22, 2013                                   | 8,800            | 10            | 17.36               | Market Purchase                    |
| 43.            | March 11, 2013                                   | 4,746            | 10            | 18.01               | Market Purchase                    |
|                | March 06, 2013                                   | 5,478            | 10            | 17.95               | Market Purchase                    |
|                | March 05, 2013                                   | 8,100            | 10            | 17.69               | Market Purchase                    |
|                | February 13, 2013                                | 2,00,000         | 10            | 14.00               | Conversion of Warrants             |
| 1.0            | July 23, 2012<br>July 24, 2012                   | 40,000<br>59,000 | 10<br>10      | 13.75<br>13.75      | Market Purchase<br>Market Purchase |
| 1. C           | July 20, 2012                                    | 40,000           | 10            | 13.50               | Market Purchase                    |
|                | July 19, 2012                                    | 28,880           | 10            | 13.35               | Market Purchase                    |
|                | July 18, 2012                                    | 25,000           | 10            | 13.25               | Market Purchase                    |
|                | November 13, 2010                                | 1,00,000         | 10            | 19.40               | Preferential allotment             |
|                | January 29, 2010                                 | 25,000           | 10            | 19.40               | Preferential allotment             |
| _              | January 21, 2008                                 | 3,000            | 10            | 60.08               | Market Purchase                    |
| _              | January 10, 2008                                 | 3,04,384         | 10            | -                   | Issue of Bonus Shares              |
| _              | October 23, 2007                                 | 1,656            | 10            | 123.73              | Market Purchase                    |
|                | October 22, 2007                                 | 3,316            | 10            | 119.75              | Market Purchase                    |
|                | October 19, 2007                                 | 2,235            | 10            | 117.22              | Market Purchase                    |
| _              | October 17, 2007                                 | 235              | 10            | 120.47              | Market Purchase                    |
| _              | August 10, 2007<br>September 27, 2007            | 500<br>1,000     | 10            | 114.15              | Market Purchase<br>Market Purchase |
|                | August 10, 2007                                  | 2,150            | 10            | 108.18<br>114.15    | Market Purchase                    |
| _              | May 29, 2007                                     | 1,000            | 10            | 78.77               | Market Purchase                    |
| 22.            | March 02, 2007                                   | 2,000            | 10            | 88.61               | Market Purchase                    |
| Z1.            | February 02, 2007                                | 1,000            | 10            | 99.30               | Market Purchase                    |

| Sr.<br>No | Date of Acquisition               | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | June 14, 2003 <sup>(3)</sup>      | 2,18,400             | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | September 07, 2004                | 2,000                | 10                   | 9.90  | Market Purchase                |
| 3.        | September 08, 2004                | 800                  | 10                   | 9.50  | Market Purchase                |
| 4.        | September 09, 2004                | 1,000                | 10                   | 9.00  | Market Purchase                |
| 5.        | September 13, 2004                | 800                  | 10                   | 8.19  | Market Purchase                |
| 6.        | May 27, 2005 <sup>(3)</sup>       | 17,900               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 7.        | May 30, 2005                      | 8,800                | 10                   | 19.65   | Market Purchase                |
| 8.        | June 08, 2005 <sup>(3)</sup>      | -500                 | 10                   | N.A. <sup>(4)</sup>                                       | Market Sale                    |
| 9.        | June 24, 2005 <sup>(3)</sup>      | 1,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |
| 10.       | August 26, 2005 <sup>(3)</sup>    | 27,000               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 11.       | February 13, 2006                 | -5,000               | 10                   | 71.55   | Market Sale                    |
|           | April 03, 2006                    | -30,000              | 10                   | 91.05   | Market Sale                    |
|           | July 03, 2006 <sup>(3)</sup>      | 500                  | 10                   | 63.84   | Market Purchase                |
|           | September 13, 2006 <sup>(3)</sup> | 27,000               | 10                   | 36.19   | Off Market Purchase            |
|           | October 25, 2007                  | 1,000                | 10                   | 122.95  | Market Purchase                |
|           | October 26, 2007                  | 2,218                | 10                   | 122.87  | Market Purchase                |
|           | October 30, 2007                  | 705                  | 10                   | 121.44  | Market Purchase                |
|           | January 10, 2008                  | 2,73,623             | 10                   | -   | Issue of Bonus Share           |
| 19.       | January 29, 2010                  | 25,000               | 10                   | 19.40   | Preferential allotment         |
| 20.       | November 13, 2010                 | 1,00,000             | 10                   | 19.40   | Preferential allotment         |
|           | February 13, 2013                 | 1,00,000             | 10                   | 14.00   | Conversion of Warrant          |
|           | August 13, 2013                   | 1,00,000             | 10                   | 14.00   | Conversion of Warrant          |
|           | July 16, 2015                     | 28,000               | 10                   | 75.00   | Market Purchase                |
|           | July 17, 2015                     | 10,000               | 10                   | 83.74   | Market Purchase                |
|           | December 18, 2015                 | 5,000                | 10                   | 84.49   | Market Purchase                |
|           | September 30, 2016                | 5,900                | 10                   | 85.22   | Market Purchase                |
|           | October 04, 2016                  | 946                  | 10                   | 88.65   | Market Purchase                |
|           | October 05, 2016                  | 1,750                | 10                   | 88.79   | Market Purchase                |
|           | October 13, 2016                  | 7,474                | 10                   | 86.66   | Market Purchase                |
|           | November 23, 2016                 | 3,079                | 10                   | 74.97   | Market Purchase                |
|           | November 28, 2016                 | 11,000               | 10                   | 79.52   | Market Purchase                |
|           | December 22, 2016                 | 17,500               | 10                   | 83.48   | Market Purchase                |
|           | December 13, 2019                 | -1,07,453            | 10                   | 110.00  | Tendered in Buyback Of         |

(1) excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not disclosed here.

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters.

(4) Not Available

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | June 14, 2003                    | 73,300               | 10                   | - 1   | Opening Balance <sup>(2)</sup> |
| 2.        | October 26, 2004                 | 2,000                | 10                   | 9.50  | Market Purchase                |
| 3.        | October 27, 2004                 | 200                  | 10                   | 9.00  | Market Purchase                |
| 4.        | October 28, 2004                 | 2,000                | 10                   | 9.50  | Market Purchase                |
| 5.        | November 30, 2004 <sup>(3)</sup> | 5,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |
| 6.        | February 11, 2005                | 2,800                | 10                   | 10.58   | Market Purchase                |
| 7.        | February 14, 2005                | 1,200                | 10                   | 10.60   | Market Purchase                |
| 8.        | February 28, 2005 <sup>(3)</sup> | 2,000                | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 9.        | April 06, 2005(3)                | 1,400                | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 10.       | May 05, 2005                     | 9,700                | 10                   | 16.02   | Market Purchase                |
| 11.       | May 06, 2005                     | 10,000               | 10                   | 15.83   | Market Purchase                |

FINANCIAL EXPRESS

| Sr.<br>No | Date of Acquisition          | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction     |
|-----------|------------------------------|----------------------|----------------------|---|---------------------------|
| 12.       | May 09, 2005                 | 10,000               | 10                   | 16.01   | Market Purchase           |
| 13.       | May 27, 2005 <sup>(3)</sup>  | 18,400               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase       |
| 14.       | June 08, 2005 <sup>(3)</sup> | 500                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase           |
| 15.       | March 28, 2006               | 62,500               | 10                   | 20.00   | Preferential allotment    |
| 16.       | May 11, 2006                 | 62,500               | 10                   | 20.00   | Preferential allotment    |
| 17.       | October 25, 2007             | 746                  | 10                   | 121.11  | Market Purchase           |
| 18.       | October 30, 2007             | 295                  | 10                   | 120.00  | Market Purchase           |
| 19.       | January 10, 2008             | 2,64,541             | 10                   | -   | Issue of Bonus share      |
| 20.       | February 13, 2013            | 1,00,000             | 10                   | 14.00   | Conversion of Warrants    |
| 21.       | December 18, 2015            | 10,000               | 10                   | 83.04   | Market Purchase           |
| 22.       | October 10, 2016             | 10,000               | 10                   | 88.86   | Market Purchase           |
| 23.       | November 28, 2016            | 978                  | 10                   | 78.75   | Market Purchase           |
| 24.       | December 23, 2016            | 22                   | 10                   | 85.90   | Market Purchase           |
| 25.       | December 30, 2016            | 109                  | 10                   | 88.09   | Market Purchase           |
| 26.       | January 04, 2017             | 3,891                | 10                   | 86.74   | Market Purchase           |
| 27.       | March 17, 2017               | -342                 | 10                   | 107.57  | Market Sale               |
| 28.       | December 13, 2019            | -73,535              | 10                   | 110.00  | Tendered in Buyback Offer |

 $^{1)}$  excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters. <sup>(4)</sup>Not Available

# **Mavank Ramesh Tandon**

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | November 01, 2005                | 33,500               | 10                   | <u> </u>  | Opening Balance <sup>(2)</sup> |
| 2.        | March 28, 2006                   | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 3.        | May 11, 2006                     | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 4.        | February 09, 2007 <sup>(3)</sup> | 100                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase                |
| 5.        | October 22, 2007                 | 500                  | 10                   | 120.00  | Market Purchase                |
| 6.        | October 24, 2007                 | 750                  | 10                   | 121.00  | Market Purchase                |
| 7.        | January 10, 2008                 | 1,59,850             | 10                   | -   | Issue of Bonus share           |
| 8.        | January 22, 2008                 | 1,000                | 10                   | 47.21   | Market Purchase                |
| 9.        | September 17, 2010               | 300                  | 10                   | 25.00   | Market Purchase                |
| 10.       | March 11, 2011                   | 60                   | 10                   | 14.00   | Market Purchase                |
| 11.       | March 14, 2011                   | 435                  | 10                   | 15.30   | Market Purchase                |
| 12.       | March 14, 2011                   | 669                  | 10                   | 14.98   | Market Purchase                |
| 13.       | March 15, 2011                   | 2,254                | 10                   | 15.62   | Market Purchase                |
| 14.       | March 15, 2011                   | 2,000                | 10                   | 15.48   | Market Purchase                |
| 15.       | March 16, 2011                   | 5,000                | 10                   | 15.50   | Market Purchase                |
| 16.       | March 16, 2011                   | 4,000                | 10                   | 15.51   | Market Purchase                |
| 17.       | March 17, 2011                   | 100                  | 10                   | 15.85   | Market Purchase                |
|           | March 17, 2011                   | 1,582                | 10                   | 17.39   | Market Purchase                |
| 19.       | March 18, 2011                   | 2,000                | 10                   | 18.00   | Market Purchase                |
| 20.       | March 22, 2011                   | 925                  | 10                   | 17.50   | Market Purchase                |
| 21.       | March 23, 2011                   | 450                  | 10                   | 20.39   | Market Purchase                |
| 22.       | March 31, 2011                   | 4,000                | 10                   | 20.30   | Market Purchase                |
| 23.       | March 31, 2011                   | 2,000                | 10                   | 21.15   | Market Purchase                |
| 24.       | August 29, 2011                  | 5                    | 10                   | 16.20   | Market Purchase                |
| 25.       | February 13, 2013                | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| _         | October 30, 2013                 | 2,322                | 10                   | 23.90   | Market Purchase                |
|           | October 31, 2013                 | 12,290               | 10                   | 24.97   | Market Purchase                |
|           | November 01, 2013                | 1,562                | 10                   | 24.90   | Market Purchase                |
| -         | July 16, 2015                    | 9,190                | 10                   | 75.72   | Market Purchase                |
|           | July 17, 2015                    | 6,000                | 10                   | 83.35   | Market Purchase                |
| _         | December 18, 2015                | 556                  | 10                   | 83.75   | Market Purchase                |
| _         | December 18, 2015                | 100                  | 10                   | 85.00   | Market Purchase                |
| _         | October 10, 2016                 | 12,000               | 10                   | 89.12   | Market Purchase                |
|           | October 13, 2016                 | 900                  | 10                   | 86.00   | Market Purchase                |
|           | November 28, 2016                | 3,110                | 10                   | 80.20   | Market Purchase                |
|           | November 03, 2017                | 890                  | 10                   | 179.73  | Market Purchase                |
| 37.       |                                  | -55,724              | 10                   | 110.00  | Tendered in Buyback Offe       |

(1) excluding transaction costs like brokerage, STT, stamp duty etc.

- <sup>(2)</sup> Details prior to November 01, 2005 are not available with the Company and the promoter and hence not
- <sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters. (4) Not Available

# Dinti Achak Matian

| Sr.<br>No | Date of Acquisition | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|---------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | June 14, 2003       | 1,50,000             | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | January 10, 2008    | 1,50,000             | 10                   | -   | Issue of Bonus share           |
| 3.        | January 29, 2010    | 1,00,000             | 10                   | 19.40   | Preferential allotment         |
| 4.        | November 13, 2010   | 1,50,000             | 10                   | 19.40   | Preferential allotment         |
| 5.        | March 14, 2011      | 2,500                | 10                   | 15.16   | Market Purchase                |
| 6.        | March 16, 2011      | 11,600               | 10                   | 15.57   | Market Purchase                |
| 7.        | March 30, 2011      | 3,103                | 10                   | 18.90   | Market Purchase                |
| 8.        | March 31, 2011      | 2,509                | 10                   | 19.94   | Market Purchase                |
| 9.        | February 13, 2013   | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 10.       | August 13, 2013     | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 11.       | July 17, 2015       | 10,000               | 10                   | 83.38   | Market Purchase                |
| 12.       | August 20, 2015     | 5,000                | 10                   | 103.99  | Market Purchase                |
| 13.       | October 08, 2015    | 11,438               | 10                   | 91.28   | Market Purchase                |
| 14.       | October 08, 2015    | -1,438               | 10                   | 90.12   | Market Sale                    |
| 15.       | December 18, 2015   | 5,000                | 10                   | 84.50   | Market Purchase                |
| 16.       | October 25, 2016    | 2,693                | 10                   | 88.74   | Market Purchase                |
| 17.       | December 23, 2016   | 500                  | 10                   | 85.96   | Market Purchase                |
| 18.       | December 26, 2016   | 2,007                | 10                   | 85.38   | Market Purchase                |
| 19.       | December 27, 2016   | 300                  | 10                   | 85.86   | Market Purchase                |
| 20.       | December 28, 2016   | 22                   | 10                   | 85.00   | Market Purchase                |
| 21.       | December 30, 2016   | 15,500               | 10                   | 88.73   | Market Purchase                |
| 22.       | February 04, 2017   | 4,000                | 10                   | 86.95   | Market Purchase                |
| 23.       | December 13, 2019   | -92,770              | 10                   | 110.00  | Tendered in Buyback Offer      |

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not disclosed here.

**NO DEFAULT** 

The Company confirms that there are no defaults subsisting in the repayment of deposits or interest thereon, redemption of debentures or preference shares or payment of dividend to any shareholder, or repayment of any term loan or interest payable thereon to any financial institution or banks. **BOARD AND STATUTORY AUDITOR CONFIRMATION** 

The Board has confirmed that it has made full enquiry into the affairs and prospects of the company and has formed the opinion that:

immediately following the date of the Board Meeting i.e., February 12, 2024 ("Board Meeting Date") and the date on which the result of the shareholders' resolution passed by way of postal ballot will be declared ("Postal Ballot Date"), approving the buyback, there will be no grounds on which the Company could be found unable to pay its debts:

as regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the Postal Ballot Date, having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting and the Postal

in forming its opinion aforesaid, the Board has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 1956 or Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective and contingent liabilities); and

the debt-equity ratio of the Company after the Buy-back will be within the limit of 2:1 as prescribed under Section 68(2)(d) of the Companies Act, 2013 and Regulation 4(ii) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.

10.2. The text of the report dated February 12, 2024 received from F. P. & Associates, Chartered Accountants (FRN: 143262W), the Statutory Auditors of the Company and the statement of computation of permissible capital payments for the proposed Buy-back of Equity Shares of the Company, addressed to the Board of Directors of the Company is reproduced below.

# Quote

## To, **Board of Directors**

# Freshtrop Fruits Limited

A – 603, Shapath IV, S. G. Road, Ahmedabad – 380 015, Gujarat, India.

Dear Sir/ Madam.

Sub: Statutory Auditor's Report in respect of proposed buy-back of equity shares by Freshtrop Fruits Limited (the "Company") in terms clause (xi) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended) (the "Buy-back Regulations")

This Report is issued in accordance with the terms of our engagement letter dated February 12,2024 with the Company. 2. The Board of Directors of the Company has approved a proposal for the buy-back of Equity Shares by the Company at its meeting held on February 12, 2024, in pursuance of the provisions of Sections 68, 69 and

70 of the Companies Act, 2013 ('the Act') and the Buy-back Regulations. We have been requested by the management of the Company to provide a report on the accompanying Statement of permissible capital payment ("Annexure A") as at December 31, 2023 (hereinafter referred together as the "Statement"). This Statement has been prepared by the management of the Company,

which we have initialled for identification purposes only. Management's Responsibility for the Statement The preparation of the Statement in accordance with Section 68(2) of the Act and in compliance with Sections 68, 69 and 70 of the Act and the Buy-back Regulations, is the responsibility of the management of the Company, including the computation of the amount of the permissible capital payment, the

preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

## Auditor's Responsibility

Pursuant to the requirements of the Buy-back Regulations, it is our responsibility to provide reasonable assurance whether:

we have inquired into the state of affairs of the Company in relation to the audited interim financial statements of the company for the period ended December 31, 2023;

the amount of permissible capital payment for the proposed buy-back of equity shares as stated in Annexure A, has been properly determined considering the condensed audited interim financial statements as at December 31, 2023, in accordance with the provisions of Section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations; and

the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed the opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within one year from the date of the board meeting held to consider the proposal of Buy-back of Equity Shares.

The audited interim financial statements for the financial period ended on December 31, 2023, refereed in paragraph 5 above, which we have considered for this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated February 12,2024. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143 of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether these financial statements are free of material misstatement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

# Based on enquiries conducted and our examination as above, we report that:

we have inquired into the state of affairs of the Company in relation to its condensed audited interim financial statements for the financial period ended on December 31, 2023;

the amount of permissible capital payment towards the proposed buy-back of Equity Shares as computed in the Statement attached herewith as Annexure A, in our view has been properly determined in accordance with section 68(2) of the Act and Regulations 4 and 5 of the Buy-back

the amount of share capital and its free reserves (including securities premium) have been extracted from the audited interim financial statements of the Company as on December 31, 2023; and

iv) the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed its opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within one year from the date of the Board Meeting (i.e., February 12, 2024).

Based on the representations made by the management, and other information and explanations given to us, which to the best of our knowledge and belief were necessary for this purpose, we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

### Restriction on Use

This report has been issued at the request of the Company solely - (i) for use of the Company in connection with the proposed buy-back of Equity Shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buv-back Regulations. (ii) to enable the Board of Directors of the Company to include it in the Public Announcement, Letter of Offer and other documents pertaining to buy-back to be sent to the Shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchange, public shareholders and any other regulatory authority as per applicable laws and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager, and should not be used by any other person and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

We are also not responsible for changes, events and circumstances occurring after the date of this report which may require an updation of this report.

# For, FP & Associates

**Chartered Accountants ICAI Firm Registration Number: 143262W** 

SD/-F. S. Shah

Partner

Membership No.: 133589

Place of Signature: Ahmedabad Date: February 12,2024

UDIN: 24133589BKFHFK3156

# Annexure A

Statement of determination of the permissible capital payment towards Buy-back of Equity Shares ("the Statement") in accordance with Section 68(2) of the Companies Act, 2013 and Regulations 4 and 5 of the **Buy-back Regulations** 

| Sr.<br>No | Particulars   | Standalone<br>Amount |
|-----------|---|----------------------|
| Α         | Paid up equity share capital and free reserves as on December 31, 2023, based on the condensed audited financial statements of the Company  | 989.49               |
|           | Total paid-up Equity Share Capital  | 989.49               |
|           | Free Reserves, comprising   |                      |
|           | - Securities Premium Account  | -                    |
|           | - General Reserve   | -                    |
| П         | - Retained Earnings*  | 12733.32             |
|           | Total Paid up Equity Share Capital and Free Reserves  | 13722.81             |
| В         | The amount of Maximum Permissible Capital Payment towards the Buyback being lower of;   |                      |
|           | Maximum permissible Number of Equity Shares eligible for Buy-back in accordance with Section 68(2)(c) of the Companies Act, 2013 read with Regulation 4 of the Buy-back Regulations (25% of total number of outstanding equity shares) (Nos.) | 24.74                |
|           | Maximum amount permissible for the buyback i.e. 25% of total paid-up equity capital and free reserves of audited interim financial statements (25% of total paid-up equity share capital and free reserves as of December 31, 2023)           | 3430.70              |
|           | Amount approved by the Board of Directors at its meeting held on February 12, 2024.   | 3368.75              |

\*Net of re-measurement of assets and liabilities at fair value of Rs.2.20 Crores

### For and on behalf of the Board of Directors of Freshtrop Fruits Limited

Name: Ashok Vishindas Motiani

**Designation:** Managing Director

Place: Ahmedabad Date: 12/02/2024

# Unquote

PRIOR APPROVALS FROM LENDERS

As on date of this Public Announcement, the Company has outstanding facilities with Banks. It is confirmed that there is no breach of any covenants of the loans taken from all the Banks. RECORD DATE AND SHAREHOLDERS' ENTITLEMENT 12.

12.1. The Board has fixed **Tuesday**, **April 02**, **2024** as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buy-back Offer ("Eligible Shareholders").

12.2. In due course, Eligible Shareholders will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement for participating in the Buy-back. Even if Eligible Shareholder does not receive the Letter of Offer along with a Tender/Offer Form, the Eligible Shareholder may participate and tender shares in the Buy-back. The dispatch of the Letter of Offer shall be through electronic mode via email only, within 2 (two) working days from the Record Date and in case any shareholder requires physical copy of the Letter of Offer a request has to be sent to the Company or Registrar to the Buy-back to receive a copy of the Letter of Offer in physical form and the same shall be provided.

12.3. The Equity Shares proposed to be bought back as part of the Buy-back are divided in two categories:

a. Reserved category for Small Shareholders (defined hereinafter); and b. General category for all other Eligible Shareholders.

12.4. As defined in the Buy-back Regulations, a "Small Shareholder" is a shareholder who holds shares whose market value, on the basis of closing price of shares on the recognized stock exchange, in which highest trading volume in respect of such shares is recorded on the record date, is not more than ₹2,00,000/- (Rupees Two Lakhs only).

12.5. In accordance with Regulation 6 of the Buy-back Regulations, 15% of the number of Equity Shares which the Company proposes to Buy-back or number of Equity Shares entitled as per the shareholding of the Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buy-

12.6. On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of Eligible Shareholders, including Small Shareholders, to tender their Equity Shares in the Buy-back Offer. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buy-back applicable in the category to which such shareholder belongs. The final number of Equity Shares that the Company will buy-back from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not buy-back all of the Equity Shares tendered (over and above entitlements) by Eligible Shareholders.

12.7. In order to ensure that the same Eligible Shareholder with multiple demat accounts / folios do not receive higher entitlement under Small Shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (Small Shareholder or General) and entitlement under the Buy-back. In case of joint shareholding, the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding Equity Shares in physical form where sequence of PAN is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buy-back will check the sequence of the names of the joint shareholders and club together the Equity Shares held in such cases where the sequence of the PANs and the name of the joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/ foreign portfolio investors etc. with common PAN shall not be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have different demat account nomenclature based on information prepared by Registrar to the Buy-back as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of 'clearing members' or 'corporate body margin account' or 'corporate body-broker' as per the beneficial position data as on the Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

12.8. After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the Buy-back by shareholders in that category, and thereafter from shareholders who have tendered over and above their entitlement in other category.

12.9. The participation of the Eligible Shareholders in the Buy-back is voluntary. Eligible Shareholders may also tender a part of their entitlement. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation by some other Eligible Shareholders, if any, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buy-back, without any additional investment. If the Buy-back entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buy-back entitlement to tender Equity Shares in the Buy-back.

12.10. The maximum number of Equity Shares that can be tendered under the Buy-back Offer by any Eligible Shareholder cannot exceed the number of Equity Shares held by the equity shareholder as on the Record Date. The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buy-back Regulations. The settlement of the tenders under the Buy-back Offer will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circulars, as may be amended from time to time and other relevant rules and regulations.

12.11. The Buy-back from non-resident members, Overseas Corporate Bodies (**OCBs**) and Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs) and members of foreign nationality, if any, etc. shall be subject to such approvals as may be required including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under, if any and such approvals shall be obtained, as may be required by the shareholders. Further, the reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Broker through which the Eligible Shareholder places the

12.12. Detailed instructions for participation in the Buy-back Offer as well as the relevant schedule of activities will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders.

13. PROCESS AND METHODOLOGY FOR THE BUY-BACK

13.1. The Buy-back shall be open to all Eligible Shareholders, holding Equity Shares in demat form and physical form as on the Record Date.

13.2. The Buy-back Offer will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" devised pursuant to SEBI Circulars and following the procedure prescribed in the Act and the Buy-back Regulations and as may be determined by the Board (including any person authorized by the Board to complete the formalities of the Buy-back Offer) and on such terms and conditions as may be permitted by law from time to time.

13.3. For implementation of the Buy-back, the Company has appointed Pravin Ratilal Share And Stock Brokers Limited as the registered broker to the Company (the "Company's Broker") who will facilitate the process of tendering Equity Shares through Stock Exchange Mechanism for the Buy-back Offer and through whom the purchases and settlement on account of the Buy-back Offer would be made by the Company. The contact details of the Company's Broker are as follows:

| Name:                      | Pravin Ratilal Share And Stock Brokers Limited   |  |  |  |  |  |
|----------------------------|--|--|--|--|--|--|
| Address:                   | Sakar-1, 5th Floor, Opp Gandhigram Railway Station,<br>Navrangpura, Ahmedabad - 380009 |  |  |  |  |  |
| Contact Person:            | Ms. Shannon Khokharia  |  |  |  |  |  |
| Tel:                       | 079-26553758   |  |  |  |  |  |
| Email:                     | info@prssb.com   |  |  |  |  |  |
| Website:                   | http://www.prssb.com/  |  |  |  |  |  |
| SEBI Registration Number:  | INZ000206732   |  |  |  |  |  |
| Corporate Identity Number: | U67120GJ1994PLC022117  |  |  |  |  |  |

For the purpose of this Buy-back, BSE Limited ("BSE") will be the Designated Stock Exchange. The Company will request BSE to provide the facility of acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback Offer. The details of the platform will be as specified by BSE from time to time. In case Eligible Shareholder's broker is not registered with BSE or if the Eligible Shareholders do not have any stock broker then that Eligible Shareholders can approach any stock broker registered with the BSE and can make a bid by using quick unique client code ("UCC") facility, after submitting the details as may be required by the stock broker to be in compliance with the Buy-back Regulations. In case Eligible Shareholders are not able to bid using UCC facility through any other stock broker registered with BSE, the Eligible Shareholder may approach Company's Broker to place its bid subject to completion of 'know your customer' requirements as required by the Company's Broker. The Company / Registrar to the Buy-back shall provide the entitlement of Eligible Shareholders to the Clearing Corporation.

13.5. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("**Seller Member**") during normal trading hours of the secondary market. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The Seller Member can enter orders for shares held in demat as well as physical mode.

13.6. Eligible Shareholders will have to tender their Equity Shares from the same demat account in which they

were holding such Equity Shares as on the Record Date, and in case of multiple Demat Accounts. Eligible

Shareholders are required to tender the applications separately from each Demat Account. In case of any changes in the demat account in which the Equity Shares were held as on Record Date, such Eligible Shareholders should provide sufficient proof of the same to the Registrar and such tendered Equity Shares

may be accepted subject to appropriate verification and validation by the Registrar. 13.7. Further, the Company will not accept shares tendered for Buy-back which are under restraint order of the court for transfer/sale and/or the title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificate have not been issued either due to such request being under process as per the provisions of law or otherwise. The Company will not Buy-back Equity Shares, which are locked-in or non-transferable, until the pendency of such lockin, or until the Equity Shares become transferable, as applicable, during the period between the date of

opening and closing of the Buy-back Offer. 13.8. Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialised form:

13.8.1. Eligible Shareholders who desire to tender their Equity Shares held by them in the dematerialised form under Buy-back Offer would have to do so through their respective Seller Member by giving the details of Equity Shares they intend to tender under the Buy-back. 13.8.2. The Seller Member would be required to place a bid on behalf of the Eligible Shareholders who wish to

tender Equity Shares in the Buy-back using the Acquisition Window of the Stock Exchange. 13.8.3. The lien shall be marked in demat account of the Eligible Shareholders for the Equity Shares tendered in the

Buy-back. The details of Equity Shares marked as lien in the demat account of the Eligible Shareholders shall be provided by Depositories to the Clearing Corporation. 13.8.4. In case, the demat account of the Eligible Shareholders is held in one depository and clearing member

pool and clearing corporation account is held with other depository, the Equity Shares tendered under the Buy-back shall be blocked in the shareholders demat account at the source depository during the tendering period. Inter Depository Tender Offer ("IDT") instruction shall be initiated by shareholder at source depository to clearing member pool/ clearing corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and sends IDT message to target depository for confirming creation of lien.

of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation

13.8.5. For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation

13.8.6. Upon placing the order, the Seller Member shall provide a transaction registration slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the order has been placed. TRS will contain details of order submitted like Bid ID No., Depository Participant ("DP") ID, Client ID, no. of Equity Shares tendered, etc

13.9. Procedure to be followed by Eligible Shareholders holding Equity Shares in the physical form:

13.9.1. In accordance with the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, the Eligible Shareholders holding Equity Shares in the physical form are allowed to tender their Equity Shares in the Buy-back provided that such tendering shall be as per the provisions of the Buy-back Regulations and terms provided in the Letter of Offer.

13.9.2. Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Members along with the complete set of documents for verification procedures to be carried out including the (i) original share certificate(s) (ii) valid share transfer form(s) (i.e., Form SH-4) duly filled and signed by the transferors (i.e., by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company (iii) self-attested copy of the Eligible Shareholder's PAN Card (iv) the Tender Form duly signed (in case the Equity Shares are in joint names, the Tender Form must be signed by all Eligible Shareholders in the same order in which they hold the Equity Shares) and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, such Eligible Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

13.9.3. Based on the documents mentioned in paragraph above, the concerned Seller Member shall place the bid on behalf of the Eligible Shareholder holding Equity Shares in physical form who wishes to tender Equity Shares in the Buy-back using the Acquisition Window. Upon placing the bid, the Seller Member shall provide a TRS generated by the Stock Exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.

13.9.4. After placing the bid, the Seller Member of the Eligible Shareholder has to deliver the original share certificate(s) and documents (as mentioned in paragraph 13.9.2 above along with TRS either by registered post or courier or hand delivery to Registrar to the Buy-back (at the address mentioned at paragraph 16 below) within 2 days of the bidding by the Seller Member. The envelope should be superscribed as "Freshtrop Fruits Limited- Buyback 2024". One copy of the TRS will be retained by Registrar to the Buy-back and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholder.

13.9.5. Eligible Shareholder holding Equity Shares in physical form should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for the Buy-back shall be subject to verification as per the Buy-back Regulations and any further directions issued in this regard. The Registrar will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar confirms the bids, it will be treated as 'confirmed bids'.

13.9.6. All documents as mentioned above, shall be enclosed with the valid Tender Form, otherwise the Equity Shares tendered will be liable for rejection. The Equity Shares shall be liable for rejection on the following grounds amongst others: (i) If there is any other company's equity share certificate(s) enclosed with the Tender Form instead of the Equity Share certificate(s) of the Company; (ii) If the transmission of Equity Shares is not completed, and the Equity Shares are not in the name of the Eligible Shareholders; (iii) If the Eligible Shareholders tender Equity Shares but the Registrar to the Buy-back does not receive the Equity Share certificate(s); (iv) In case the signature on the Tender Form and form SH-4 does not match as per the specimen signature recorded with Company/Registrar to the Buy-back.

13.9.7. In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buy-back before the date of closing of the Buy-

13.9.8. An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buy-back by submitting duly executed transfer deed for transfer of Equity Shares purchased prior to Record Date in his/her name along with the tender form, copy of the his / her PAN and of the person from whom they have purchased the Equity Shares and other relevant documents as may be required for transfer of Equity Shares.

FINANCIAL EXPRESS

- 13.9.9. For Equity Shares held by Eligible Shareholders, being non-resident shareholders: i. Eligible Shareholders, being non-resident shareholders (excluding foreign institutional investors/foreign portfolio investors) shall also enclose a copy of the permission received by them from RBI, if applicable, to acquire the Equity
  - ii. In case the Equity Shares are held on repatriation basis, the non-resident shareholder shall obtain and enclose a letter from its authorised dealer / bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by the non-resident shareholder from the appropriate account (e.g. non-resident external (NRE) a/c.) as specified by RBI in its approval. In case the non-resident shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the non-resident shareholder shall submit a consent letter addressed to the Company, allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity shares accepted under the Buy Back.
- iii. If any of the above stated documents (as applicable) are not enclosed along with the Tender Form, the Equity Shares tendered under the Buy-back are liable to be rejected 13.9.10. Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the
- tendering period of the Buy-back. Multiple bids made by a single Eligible Shareholder shall be clubbed and considered as "one" bid for the purpose of acceptance. 13.9.11. The website of BSE shall display only confirmed bids and accordingly, the cumulative quantity tendered shall be made
- available on the website of the BSE (i.e., www.bseindia.com) throughout the trading sessions and will be updated at specific intervals during the tendering period.

### METHOD OF SETTLEMENT

- 14.1. Upon finalization of the basis of Acceptance as per the Buy-back Regulations, the settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market and as intimated by the Clearing Corporation
- 14.2. Details in respect of shareholder's entitlement for the Buy-back shall be provided to Clearing Corporation by Company, Registrar to the Buy-back. On receipt of the same, the Clearing Corporation will cancel excess or unaccepted blocked Equity Shares. On settlement date, all blocked Equity Shares mentioned in the accepted bid will be transferred to the Clearing Corporation.
- In the case of IDT, Clearing Corporation will cancel the excess or unaccepted Equity Shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buy-back. Post receiving the IDT message from target depository, source depository will cancel/release excess or unaccepted block Equity Shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the Equity Shares as per the communication / message received from target depository to the extent of accepted bid Equity Shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.
- The Company will transfer the consideration pertaining to the Buy-back to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buy-back, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant Bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Member for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
- In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by the BSE and the Clearing Corporation from time to time.
- 14.6. The Equity Shares bought back in the dematerialized form would be transferred directly to the demat escrow account of the Company ("Demat Escrow Account") provided it is indicated by the Company's Brokers or it will be transferred by the Company's Broker to the Company's demat account on receipt of the Equity Shares from the clearing and settlement mechanism of the BSE.
- Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the Depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the respective Eligible Shareholder. The shareholders of the demat Equity Shares will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of demat Equity Shares, due to rejection or due to non-acceptance in the Buy-back Offer.
- In relation to the physical Equity Shares:
  - 14.8.1. If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificates would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to dematerialize their physical shares. 14.8.2. If however, only a portion of the physical shares held by an Eligible Shareholder is accepted in the Buyback.
  - then the Company is authorised to split the share certificate and issue a Letter of Confirmation ("LOC") in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD RTAMB/P/CIR/2022/8 dated January 25, 2022 with respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent ("RTA"). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter of Confirmation Issued" on the face/ reverse of the certificate to the extent of the excess physical shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the physical Equity Shares. In case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the physical Equity Shares to a separate demat account of the Company opened for the said
- 14.9. The Seller Member would issue contract note for the Equity Shares accepted under the Buy-back and will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buy-back.
- Equity Shareholders who intend to participate in the Buy-back should consult their respective Seller Member for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Seller Member for tendering Equity Shares in the Buy-back (secondary market transaction). Therefore, the Buy-back consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage). The Manager to the Buy-back Offer and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the Seller Member, and such costs will be borne solely by the Eligible Shareholders.
- The Equity Shares lying to the credit of the Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buy-back Regulations. **15**. **COMPLIANCE OFFICER**
- Investors may contact the Compliance Officer of the Company for any clarifications or to address their grievances, if

any, during office hours between i.e., 10.00 AM IST, to 5.00 PM IST, on all working days except Saturday, Sunday and public holidays, at the following address:

| Name: Kalpana Suman                                 |   |  |  |  |  |
|---|---|--|--|--|--|
| Designation:  | Company Secretary & Compliance Officer                            |  |  |  |  |
| Address:  | A-603, Sapath IV, S. G. Road, Ahmedabad - 380015, Gujarat, India. |  |  |  |  |
| Phone:  | +91 79 4030 7050/56   |  |  |  |  |
| Email:  | investor@freshtrop.com; secretarial@freshtrop.com                 |  |  |  |  |
| Website:  | www.freshtrop.com   |  |  |  |  |
| REGISTRAR TO THE BUY-BACK / INVESTOR SERVICE CENTRE |   |  |  |  |  |

16.

In case of any queries, Eligible Shareholders may also contact the Registrar to the Buy-back during office hours between i.e., 10.00 AM IST to 5.00 PM IST on all working days except Saturday, Sunday and public holidays, at the following address:



**Bigshare Services Private Limited** Address: Office." No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093. **Tel. No.:** +91-022-6263 8200 Fax: +91-022-6263 8299 Email: buybackoffer@bigshareonline.com; Website: www.bigshareonline.com Contact Person: Maruti Eate

SEBI Registration Number: INR000001385 CIN: U999999MH1994PTC076534 **MANAGER TO THE BUY-BACK** 



**Vivro Financial Services Private Limited** Address: Vivro House, 11 Shashi Colony, Opp Suvidha Shopping Center, Paldi, Ahmedabad -380007. Guiarat. India. **Tel.:** +91 - 79 - 4040 4242 VIVRO E-mail: investors@vivro.net Website: www.vivro.net

Contact Person(s): Shivam Patel/ Kevin Dhruve SEBI Registration Number: INM000010122 **Validity:** Permanent **CIN:** U67120GJ1996PTC029182

As per Regulation 24(i)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts responsibility

for the information contained in this Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information. For and on behalf of the Board of Directors of Freshtrop Fruits Limited

**Ashok Vishindas Motiani** 

DIRECTORS' RESPONSIBILITY

Chairman & Managing Director (**DIN**: 00124470) **Date:** March 19, 2024

Nanita Ashok Motiani Whole Time Director (DIN: 00787809)

Kalpana Suman Company Secretary & Compliance Officer (Membership Number: A71241)

**Place:** Ahmedabad

IDFC FIRST

# **IDFC First Bank Limited**

(erstwhile Capital First Limited and amalgamated with IDFC Bank Limited) CIN: L65110TN2014PLC097792

Registered Office: KRM Towers, 8 Floor, Harrington Road, Chetpet, Chennai - 600031. TEL: +91 44 4564 4000 | FAX: +91 44 4564 4022

# PUBLIC NOTICE

**GOLD AUCTION CUM INVITATION NOTICE** 

The Below mentioned borrower has been issued notices to pay the outstanding amount towards the credit facility against Gold ornament savailed by him from IDFC FIRST Bank Limited. Since the borrower has failed to repay the dues under the facility. We are constrained to conduct an auction of the pledged Gold ornaments on 28/03/2024. In the event any surplus amount is realized from this auction, the same will be returned to the concerned borrower and if there is any deficit post the auction, the balance amount shall be recovered from the borrower through appropriate legal proceedings. IDFC FIRST Bank has the authority to remove the following account from the auction without prior intimation. Further IDFC FIRST Bank reserves the right to change the Auction Date without any prior notice.

| Loan Account Number | Customer Name      | Branch Name                      |
|---------------------|--------------------|----------------------------------|
| 115438495           | RAKESH KUMAR SINGH | NEW DELHI EAST OF KAILASH        |
| 114789623           | SHAKTI RANJAN      | KAMLA NAGAR BRANCH               |
| 112412407           | SAHIL JAIN         | GURGAON SECTOR THIRTY ONE BRANCH |

Auction will be conducted online through https://egold.auctiontiger.net on 28/03/2024 from 12:00pm to 3:00pm. By way of this publication the concerned borrower are hereby given final notice and last opportunity to pay the facility recalled amount, with all interest and charges before the schedule auction date failing which the jewellery will be auctioned. Please note that, if the auction does not get completed on the same day due to time limit the bank will re auction the pledged gold ornaments within next 7 days on the same terms and conditions. If the customer is deceased all the conditions pertaining to auction will be applicable to his legal heirs. Date: 20/03/2024 Place: NEW DELHI

# IndusInd Bank (18)

Bhavad, Tehsil Osia, Jodhpur



FRR Group, 11th Floor, Hyatt Regency Complex, New Tower, Bhikaji Cama Place, New Delhi-110066

Notice under Section 13(2) of the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 ("the Act")

Notice is hereby given to the borrower / mortgagors / guarantors, who have defaulted in the repayment of principal and interest of loan facility obtained by them from the Bank and whose loan account has been classified as Non-Performing Assets (NPA) on 28.01.2024. The notices were issued to them on 04.03.2024 under section 13(2) of Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest, 2002 (SARFAESI Act) on their last known addresses calling upon and demanding from them to repay the entire outstanding of Rs. 88,11,101.37 (Rupees Eighty Eight Lakh Eleven Thousand One Hundred One and Paise Thirty Seven only) as on 31.01.2024 and further interest and penal interest at the applicable rate of interest from 01.02.2024 and any other costs. charges, expenses incurred thereon, less credit if any. However, few of the notice(s) have returned un-served and as such they are hereby informed by way of this public notice.

 M/s. Frontline Marketing House (Borrower) through its prop. Mrs. Meena Singhal Opposite Sumangal Bhawan, Juni Bazar, 6th C Road, Mahamandi, Jodhpur, Rajasthan-342001

- I. Mrs. Meena Singhal (Guarantor) 1146, Char Khambha Road, Magra, Punjala, Jodhpur, Rajasthan-342304, Also at:- Plot No. B-1/6. B-1/5, B-2, Near Chaar Thamba, Magra, Punila, Gram Punila, Jodhpur-342304. M/s Success Marketing (Corporate Guarantor) through its prop. Mr. Ramesh Singhal B-15 Char Thamba, Magra Punjala, Jodhpur.
- Rajasthan-342304. Ramesh Singhal, 1146, Char Khambha Road, Magra, Punjala, Jodhpur, Rajasthan-342304, Also at:- Plot No. 219 and 220, Khasra
- No. 691/11, Shri SSD Industrial Area, Sector C. Gram Bhayad, Tehsil Osian, District Jodhour, Raisthan-342304
- Collateral: First and Exclusive charge on hypothecation of the entire movable fixed assets along with Inventory and book debts Collateral securities including mortgage created by the owner ("the mortgagor") in favour of Bank:

| Description of Immovable Properties  | Owner/Mortgago |  |
|--|----------------|--|
| <ol> <li>All piece and parcel of Plot No. B-1/6, B-1/5, B-2, Chaar Thamba, Magra Punjla, Gram Punjla, Jodhpur<br/>(measuring 16.66+16.66+116.66=149.98 Sq. yards approx).</li> </ol> | Meena Singhal  |  |
| 2. All piece and parcel of Plot No. 219 and 220, Khasara No. 691/11, Shri SSD Industrial Area, Sector C, Gram  | Pamech Singhal |  |

The above name borrower and their guarantors & mortgagors are hereby called upon to make payment of outstanding amount within 60 days from the date of publication of this notice failing which further steps will be taken after expiry of 60 days under sub-section (4) of Section 13 of SARFAESI Act, 2002.

Date: 20.03.2024 Place: Jodhpur, Rajasthan Authorised Officer, IndusInd Bank Ltd.

## **ENTERTAINMENT NETWORK (INDIA) LIMITED** CIN:L92140MH1999PLC120516

**Registered Office:** 4th Floor, A-Wing, Matulya Centre, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013. Tel: 022 6662 0600; 022 6753 6983 Fax: 022 6753 6800. Website: www.enil.co.in E-mail: stakeholder.relations@timesgroup.com

# NOTICE

Notice for passing the Special Resolutions by Postal Ballot through Remote e-voting pursuant to Section 110 of the Companies Act, 2013 Members of **Entertainment Network (India) Limited** ['the Company'] are hereby informed that the

Company will be communicating the Postal Ballot Notice pursuant to the provisions of Sections 108, 110 and all other applicable provisions of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof from time to time) (hereinafter referred to as 'the Act'), Regulation 44 and all other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'the Listing Regulations'), read with Ministry of Corporate Affairs ('MCA') General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and other subsequent circulars, the latest being General Circular No. 09/2023 dated September 25, 2023, ('MCA Circulars') and subject to other applicable laws and regulations. The Company will send the Postal Ballot Notice by email to all its Members of the Company who have

registered their email addresses with the Company/ KFin Technologies Limited (formerly known as KFin Technologies Private Limited) ('R&TA'/ 'KFinTech') or the Depository Participants. In terms of the MCA Circulars, the Company is sending this Postal Ballot Notice in electronic form only. Hard copy of the Postal Ballot Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent only through the remote e-voting system. Please note that no physical ballot forms will be acceptable. The instructions for remote e-voting are appended to the Postal Ballot Notice. The Postal Ballot Notice will be communicated to all the Members whose names appear in the

Register of Members/ Beneficiary Position maintained by the Depositories as on **Friday, March 15**, **2024.** being the cut-off date for the purpose of remote e-voting. This Postal Ballot Notice will be available at the Company's website: www.enil.co.in at https://www.enil.co.in/postal-ballot.php and websites of the stock exchanges - BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and at the website of KFin Technologies Limited ('R&TA'/ 'KFinTech') at https://evoting.kfintech.com at the *Downloads* section. Voting rights of the Members shall be reckoned on the paid up value of the shares registered in the

name of the Members and shall be in proportion to their shares of the paid up equity share capital of the Company as on the aforesaid cut-off date. A person who is not a Member as on the cut-off date should treat this Postal Ballot Notice for information purposes only.

The Postal Ballot Notice contains the following Special Resolutions: Sr. No. Type of Resolution | Brief particulars

Special Resolution | Appointment of Mr. Mohit Gupta (DIN: 06427582) as the Independent Special Resolution | Payment of remuneration to Non-Executive Directors.

(a) The Business is to be transacted by postal ballot through voting by electronic means (remote evoting) as per the MCA Circulars;

The login ID and password will be provided in the e-mail to enable the Members to use remote e-voting facility

- (b) Date of commencement of remote e-voting: Thursday, March 21, 2024 at 9:00 A.M. (IST); (c) Date of end of remote e-voting: Friday, April 19, 2024 at 5:00 P.M. (IST);
- (d) Remote E-voting by electronic mode shall not be allowed beyond 5:00 P.M. (IST) on Friday, Apri 19, 2024; the remote e-voting module shall be disabled for voting thereafter;
- (e) Members, who have not received e-mail of Postal Ballot Notice may kindly refer to the instructions at below stated para titled as: Manner of registering/updating email addresses.
- (f) Person responsible to address the queries/grievances connected with the voting by postal ballot through voting by electronic means (remote e-voting): Ms. C. Shobha Anand- Deputy Vice President, KFin Technologies Limited, ('R&TA'/ 'KFinTech') [Unit: Entertainment Network (India) Limited], Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda Hyderabad - 500032. E-mail ID: evoting@kfintech.com, Contact No. 040-67162222; Toll Free no.: 1800-309-4001. In case of any query pertaining to e-voting, the Members are requested to refer to the detailed procedure on e-voting furnished separately to vote through electronic mode In case of any query pertaining to e-voting, please visit Help and FAQ's section of https://evoting.kfintech.com (KFinTech's website) or download *User Manual for Shareholders* available at the *Downloads* section of https://evoting.kfintech.com or e-mail to evoting@kfintech.com or contact Ms. C. Shobha Anand on 1800-309-4001 (toll free number). For casting votes, members are requested to read the instructions. The Postal Ballot Notice dated March 19, 2024 will be emailed, along with the procedure for remote e-voting, to the members and same will be available on the website of the Company at www.enil.co.in [url: http://enil.co.in/postal-ballot.php] and a website of KFinTech at <a href="https://evoting.kfintech.com">https://evoting.kfintech.com</a> and websites of the stock exchanges - BSE
- Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. (g) Day, date, time and venue of declaration of results and link of the website where such results wil be displayed: The results of voting by means of Postal Ballot through Remote E-voting shall be declared on or before Saturday, April 20, 2024 by 11.00 p.m. IST and will be displayed along with the Scrutiniser's Report at the Registered as well as Corporate Office of the Company communicated to the Stock Exchanges and would also be uploaded on the Company's website: www.enil.co.in at https://www.enil.co.in/postal-ballot.php and on the website of KFinTech: https://evoting.kfintech.com.

# Manner of casting vote through remote e-voting:

- The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, March 15, 2024 (cut-off date) are entitled to vote on the Resolutions set forth in the Postal Ballot Notice.
- Detailed procedure for remote e-voting has been mentioned in the Postal Ballot Notice (Note nos 11 to 17) and same will be available at the website of the Company at www.enil.co.in [url: http://enil.co.in/postal-ballot.php] and at website of KFinTech at https://evoting.kfintech.com.
- Login credential and password details will be emailed to the members at their registered email ID. In case of any query pertaining to e-voting, please visit Help and FAQ's section of https://evoting.kfintech.com (KFinTech's website) or download *User Manual for Shareholders*

## evoting@kfintech.com. Manner of registering/updating email addresses:

Shareholders holding shares in dematerialized mode can register/ update email, mobile details etc. with their depository participants.

available at the Downloads section of https://evoting.kfintech.com or e-mail to

- Shareholders holding shares in physical mode can register/ update their email address, bank details, KYC details and contact details through submitting the requisite ISR-1 form along with the supporting documents. ISR-1 Form can be obtained by the following link: https://ris.kfintech.com/clientservices/isc/default.aspx
- In case of any queries, member may write to einward.ris@kfintech.com. For casting votes, members are requested to read the instructions stated in the Postal Ballot Notice.

By Order of the Board of Directors For **Entertainment Network (India) Limited Mehul Shah** 

**EVP- Compliance & Company Secretary** 

(FCS no- F5839)

BOOO MIRCHIE

Liquidator: Vijay Kishore Saxena

E-AUCTION SALE NOTICE STAN AUTOS PRIVATE LIMITED (IN LIQUIDATION) Reg. Off.: 58, PKT-E, Sector-1 Bawana DSIDC, New Delhi, 110039

Liquidator Correspondence Address: D-69 (LGF), East of Kailash, New Delhi-110065

Email: cirp.stanautos@gmail.com, Contact No.- 9540011155

E-Auction Sale of Assets under Insolvency and Bankruptcy Code, 2016

Date of Auction: 16.04.2024, Time of Auction: 3:30 pm to 4:30 pm (With unlimited extension of 5 minutes each) Sale of Assets, structures and Properties owned by Stan Autos Private Limited (In

Liquidation) forming part of Liquidation Estate of Stan Autos Private Limited in possession of the Liquidator, appointed by the Hon'ble National Company Law Tribunal, New Delhi vide order dated 11.04.2023. The sale of properties will be done by the undersigned through the e-auction platform https://bankauctions.in

| Asset  | Reserve Price | EMD | (Amount in Rs.) |
|--|---------------|-----|-----------------|
| Building Structure (Showroom on front side inclusive of front and rear side Verandah), True Value Showroom, G.T. Road, NH 44, Sahnewal Kalan-I, Ludhiana Punjab, 141120 (without land ownership and any other permanent structures existing there at.) | 14,25,000/-   |     |                 |

Terms and Condition of the E-auction are as under:

 E-Auction will be conducted on "AS IS WHERE IS", "AS IS WHAT IS", "WHATEVER. THERE IS BASIS AND NO RECOURSE BASIS" through approved service provider M/s

Time Line for Auction process is as follows: Last date Submission of Eligibility docs by Prospective Bidder 04-04-2024 11-04-2024 Last date for Inspection and Due Diligence of Assets under Auction by Qualified Buyer Last date to deposit EMD 13-04-2024 Date of Auction 16-04-2024

The Complete E-Auction process document containing details of the Assets, online e-auction Bid Form, General Terms and Conditions of online auction sale are available with the Liquidator and can be shared on specific request. For further clarifications, please contact the undersigned. Vijay Kishore Saxena

Liquidator IBBI/IPA-001/IP-P01766/2019-2020/12708 Date: 20-03-2024 Email: cirp.stanautos@gmail.com Place: New Delhi Contact No.- 9540011155

CAPITALS IM+ CAPITALS LIMITED [CIN: L74140DL1991PLC340407]

Regd. Office: 72, Ground Floor, World Trade Center, Babar Road, Connaught Place , New Delhi-110008 | Phone: +91 9810266747 E-mail: www.imcapitalscompliances@gmail.com, Website: www.imcapitals.com

# NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 and the MCA circulars (as defined below)

Members are hereby informed that pursuant to the provisions of Section 110. and other applicable provisions, if any of the Companies Act 2013, read with Companies (Management and Administration) Rules, 2014, and such other applicable laws, rules & regulations (including any statutory modification(s) or re-enactments(s) thereof, for the time being in force) and in terms of General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 (the 'MCA Circulars') issued by the Ministry of Corporate Affairs, Government of India (the 'MCA'), IM+ Capitals Limited (the 'Company') as on 19th March, 2024 completed the dispatch of Postal Ballot Notice ('the Notice') through email to all its Members who have registered their e-mail IDs with the Depository through the concerned Depository Participants and/or with the Company's Registrar and Share Transfer Agent ('RTA'), M/s Link Intime India (P) Limited ("Link Intime") for seeking their approval by way of ordinary / special resolution, as may be applicable, in respect of the businesses mentioned in the Notice dated 18th March, 2024.

Each Member's voting rights shall be in proportion to his/her share of the Paidup Equity Share Capital of the Company as on cut- off date i.e., Friday, 15th March, 2024, which shall be considered for voting. A person who is not a member as on the cut-off date, i.e., Friday, 15th March, 2024, should treat this notice for information purpose only.

The Company has engaged the services of Link Intime (India) Private Limited (LIIPL) for providing 'Remote E-Voting' facility to its Members. The Remote E-Voting facility will commence on Wednesday, March 20, 2024 at 09:00 AM India Standard Time ('IST') till Thursday, 18th April, 2024 at 05:00 PM (IST) both days inclusive. Remote E-Voting will be disabled by Link Intime (India) Private Limited (LIIPL) on Thursday, 18th April, 2024 at 05:00 PM

Secretary, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Members of the Company are also hereby informed and requested to note

The Board of Directors has appointed Ms. Chetna Bhola, Practising Company

a) The necessary instructions for Remote E-Voting has been set out in the Notice dated 18th March, 2024. b) Once vote on a resolution is cast by the member, he/she shall not be allowed.

to change it subsequently or cast the vote again. c) The voting rights of the Members shall be in proportion to their shares of the

paid-up equity share capital of the Company as on the Cut-off date. d) The Postal Ballot Notice, together with Explanatory statement, Remote E-Voting instructions and the process of email registration for non-registered Members to avail Postal Ballot Notice & procedure for 'Remote E-Voting', in terms of MCA Circulars, is available on Link Intime (India) Private Limited (LIIPL) e-voting website, https://instavote.linkintime.co.in. The Postal Ballot Notice alongwith its Explanatory Statement is also available on BSE

Limited's website at www.bseindia.com, the relevant website of the Stock

Exchange on which the shares of the Company are listed as well as on the

website of the company at www.imcapitals.com e) In light of the MCA Circulars, shareholders who have not registered their email address and in consequence the e-voting notice could not be served to them may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, Link Intime Private Limited. Shareholders may write the request to register/update their E-mail address with RTA to the email: enotices@linkintime.co.in. Post successful registration of the email, the shareholder would get soft copy of the notice

and the procedure for e-voting along with the User ID and Password to

f) It is clarified that for the permanent registration of e-mail address, the Members are however requested to register their e-mail address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's RTA, Link Intime (P) Limited by following the due procedure.

enable e-voting for their Postal Ballot.

g) In terms of MCA Circulars, voting can be done only by Remote E-Voting. As the Remote E-Voting does not require a person to attend to a meeting physically, the members are strongly advised to use the Remote E-Voting procedure by themselves and not through any other person/proxies. Further no hard copies of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will be sent to the Members for this Postal Ballot and Members are required to communicate their assent and dissent through 'Remote E-Voting' system only.

h) Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

 The results of the Postal Ballot shall be announced on or before Saturday, April. 20th, 2024 i.e., not later than two (02) working days of conclusion of voting through 'Remote E-voting'. The same shall be posted on the Company's website, www.imcapitals.com and on Link Intime (India) Private Limited (LIPL) e-voting website, https://instavote.linkintime.co.in and will also be communicated to the stock exchanges where the Company's share are listed.

> By the order of Board of Directors For IM+ Capitals Limited

Date: 19.03.2024 Place: New Delhi

Sakshi Goel Company Secretary & Compliance Officer

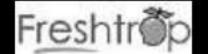
financialexp.epapr.in

Place: Mumbai

March 19, 2024

CHENNAI/KOCHI

जनसता



# FRESHTROP FRUITS LIMITED

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PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF FRESHTROP FRUITS LIMITED ("COMPANY") FOR THE BUY-BACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS. 2018, AS AMENDED FROM TIME TO TIME.

This Public Announcement (the "Public Announcement") is being made in accordance with the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") and contains the disclosures as specified in Schedule II read with Schedule I to the Buy-back Regulations. CASH OFFER FOR BUY-BACK UP TO 19,25,000 (NINETEEN LAKHS TWENTY-FIVE THOUSAND) FULLY PAID-UP EQUITY SHARES OF THE COMPANY OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH AT A

PRICE OF ₹ 175/- (RUPEES ONE HUNDRED SEVENTY-FIVE ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE "TENDER OFFER" ROUTE AS PRESCRIBED UNDER THE BUY-BACK

DETAILS OF THE BUY-BACK OFFER AND OFFER PRICE

REGULATIONS USING STOCK EXCHANGE MECHANISM.

- 1.1. The Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee including Buyback Committee constituted by Board to exercise its powers), at their meeting held on Monday, February 12, 2024 (the "Board Meeting"), pursuant to the provisions of Article 73 of the Articles of Association of the Company and Sections 68, 69 and 70 and all other applicable provisions of the Companies Act, 2013 (the "Act") and applicable rules made there under including the Companies (Share Capital and Debentures) Rules, 2014 as amended, and in compliance with the Buy-back Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the Foreign Exchange Management Act, 1999, subject to approval of the shareholders by way of special resolution and subject to such other approvals, (including lender's approval, if required) permissions, sanctions and exemption as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board or any person authorised by the Board, approved the Buy-back of upto 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paid up equity shares of face value of ₹10/- each ("Equity Shares") (representing 19.45% of total number of Equity Shares of the Company) at a price of ₹175/- (Rupees One Hundred Seventy-Five Only) per Equity Share (the "Buy-back Price") payable in cash for an aggregate amount not exceeding ₹33,68,75,000/-(Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) excluding costs such as fees, brokerage, buy-back tax, securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to the Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses, and other incidental and related expenses etc., (the "Transaction Cost") (the "Buy-back Size"), which represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023, on a proportionate basis through the tender offer process using stock exchange mechanism ("Tender Offer") as prescribed under the Buy-back Regulations, from all the equity shareholders / beneficial owners of the Equity Shares of the Company including promoters, members of promoter group and persons acting in concert of the Company who hold Equity Shares as on the record date ("Buy-back Offer" / "Buy-back"). Please refer to Paragraph 12 below for details regarding the Record Date and share entitlement for tendering in the Buyback. It is being understood that the "Promoter", "Promoter Group" and "Persons Acting in Concert" will be such persons as have been disclosed under the shareholding pattern filed by the Company from time to time under the Listing Regulations and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations").
- 1.2. In terms of Regulation 5(via) of the Buyback Regulations, the Board or Buy-back Committee may, till one working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buy-back Size.
- 1.3. Since the Buy-back is more than 10% of the paid up equity share capital and free reserves (including securities premium account) of the Company based on financial statements of the Company as per its latest audited interim financial statements as of December 31, 2023, the Board had sought approval of the shareholders of the Company for the Buy-back in terms of the Buyback Regulations and the Act.
- The shareholders of the Company approved the Buy-back, by way of Special Resolution, through Postal Ballot only by voting through electronic means pursuant to a Postal Ballot Notice dated February 12, 2024 ("Postal Ballot Notice"), the result of which were announced on Monday, March 18, 2024.
- 1.5. The Buy-back Size does not include any brokerage, applicable taxes such as Buyback Tax (as defined below), securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc. ("Transaction Costs").
- 1.6. Pursuant to the Buy-back and depending upon the response to the Buy-back, the voting rights and percentage shareholding of the Promoters and Promoter Group in the Company may increase or decrease from their existing voting rights and percentage shareholding. The Promoters and Promoter Group are already having control over the affairs of the Company and therefore such increase/decrease in their voting rights, if any consequent to Buy-back of Equity Shares, will not result in any change in control over the affairs of the Company and shall be in compliance with the provisions of the SEBI SAST Regulations.
- 1.7. Post Buy-back, the level of holding of public shareholders in the Company shall not fall below the minimum level of public shareholding required to be maintained in terms of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") and under the Listing Regulations. Due to any reason, if the public shareholding in the Company post Buy-back falls below the minimum level of public shareholding prescribed under SCRR, the Company undertakes to bring the public shareholding to the minimum
- prescribed level within the time and in the manner prescribed under SCRR and the Listing Regulations. The Equity Shares of the Company are listed on the BSE Limited ("BSE") with Scrip Code: 530077 and Security ID: FRSHTRP (BSE is hereinafter referred to as the "Stock Exchange").
- 1.9. In terms of Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the details of the Promoters and Promoter Group, who have expressed their intention to participate and details of their intended participation in the Buy-back have been given in para 8 hereinafter.
- 1.10. The aggregate paid-up share capital and free reserves (including securities premium account) of the Company as on December 31, 2023, based on audited interim financial statements is ₹ 13,722.81 lakhs. In accordance with section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buy-back Regulations, the Company can authorize, subject to approval of the shareholders by way of special resolution, the buyback of equity shares involving payment of consideration not exceeding 25% of the total paid up equity share capital and free reserves (including securities premium account) of the company based on audited interim financial statements of the company as on December 31, 2023. The shareholders have approved the Buy-back of shares, the result of which were announced on Monday, March 18, 2024. Accordingly, the Company has proposed to utilise an aggregate amount not exceeding ₹33,68,75,000/- (Rupees Thirty-Three Crore Sixty-Eight Lakhs Seventy-Five Thousand Only) excluding Transaction Costs for the Buy-back which is within the aforesaid limit and represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023.
- 1.11. Further, under the Act, the number of equity shares that can be bought back during a financial year shall not exceed 25% of the total number of outstanding equity shares of the company. Accordingly, the number of Equity Shares that can be bought back by the Company during a financial year cannot exceed 24,73,725 Equity Shares, being 25% of the outstanding Equity Shares of the Company, i.e., 98,94,902 Equity Shares. Since the Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) Equity Shares, the same is within the aforesaid limit.
- 1.12. The ratio of the aggregate of secured and unsecured debts owned by the Company immediately after the Buy-back shall not be more than twice the paid up capital and free reserves of the Company based on interim audited financial statements of the Company as on December 31, 2023.
- 1.13. The Buy-back of Equity Shares may be subject to taxation in India and / or in the country of residence of the Eligible Shareholder(s) (as defined hereinafter). Participation in the Buy-back by Eligible Shareholders will trigger tax on distributed income to such shareholders ("Buy-back Tax") in India and such tax is to be discharged by the Company. This may trigger capital gains taxation in hands of shareholders in their country of residence if outside India. The transaction of Buy-back would also be chargeable to securities transaction tax in India. In due course, the Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buy-back.
- 1.14. A copy of this Public Announcement will be available on SEBI's website (www.sebi.gov.in) as well as on Company's website (www.freshtrop.com), the Manager to the Buy-back (www.vivro.net) and on the website of Stock Exchange (www.bseindia.com).
- **NECESSITY OF THE BUY-BACK**
- The current Buyback is in line with the Company's shareholder-friendly capital allocation practices of returning excess cash to shareholders, thereby increasing shareholders' value in the longer term, and improving the Return on Equity. The Buy-back is being undertaken by the Company to enhance shareholders' value and improve financial ratios. Additionally, the Buy-back is being undertaken for the
  - i. The Buy-back will help the Company to distribute surplus funds to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to the
  - The Buy-back, which is being implemented through the Tender Offer as prescribed under the Buyback Regulations, would involve a reservation of number of Equity Shares as per their entitlement or 15% of the Buy-back Size to be bought back whichever is higher, reserved for the small shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "Small Shareholders" as defined under Regulation 2(i)(n) of the Buy-back Regulations:
  - iii. The Buy-back will help in improving financial ratios like earnings per share, return on assets and return on equity calculated on the basis of financial statements, by reducing the equity base of the
  - iv. The Buy-back gives an option to the Eligible Shareholders to either choose to participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buy-back or choose not to participate in the Buy-back and get a resultant increase in their percentage shareholding in the Company post Buy-back, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUY-BACK AND ITS PERCENTAGE OF THE TOTAL PAID

**UP CAPITAL AND FREE RESERVES** The maximum amount required under the Buy-back will not exceed ₹33,68,75,000/- (Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) (excluding Transaction Cost) which is not exceeding 25% of the aggregate of the total paid up equity share capital and free reserves of the Company (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023. The funds for the implementation of the proposed Buy-back will be sourced out of the securities premium and free reserves of the Company and/or such other sources as may be permitted by law. The funds borrowed from banks and financial institutions, if any, will not be used for the Buy-back.

BUY-BACK PRICE AND BASIS OF ARRIVING AT THE BUY-BACK PRICE The Equity Shares are proposed to be bought back through Tender Offer at a price of ₹175 (Rupees One Hundred Seventy-Five Only) per Equity Share. The Buyback Offer Price has been arrived at after considering various factors including, but not limited to trends in the share prices, the net worth of the Company, price earnings ratio, possible impact of Buy Back on the earnings per share, performance of the Company, its outlook, other financial parameters and the impact of the buyback, underpinned by the intention to offer a healthy return for its shareholders.

- The Buy-back Price represents a premium of:
- a. 7.36% over the closing market price of the Equity Shares on BSE as on the date of intimation to Stock Exchange of the Board Meeting to consider the proposal of the Buy-back; and
- b. 5.29% over the closing market price of the Equity Shares on BSE as on the date of the Board Meeting.

MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY-BACK The Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paidup Equity Shares of the Company representing 19.45% of total number of Equity Shares of the Company.

METHODOLOGY FOR BUY-BACK

- The Buy-back Offer will be undertaken on a proportionate basis from the equity shareholders/beneficial owner of Equity Shares of the Company as on the Record Date ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) read with Regulation 9(x) of the Buy-back Regulations. Additionally, the Buy-back Offer shall be, subject to applicable laws, implemented by tendering of Equity Shares by Eligible Shareholders and settlement of the same through the stock exchange mechanism as specified by SEBI in the circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 (the "SEBI Circulars") in terms of Regulation 9(vii) of the Buyback Regulations.
- As required under the Buy-back Regulations, Equity Shares to be bought back under Tender Offer are divided into two categories: (i) Reserved category for Small Shareholders (as defined hereinafter); and (ii) General category for all other shareholders. For further details, please refer to para 12 of this Public
- DETAILS OF SHAREHOLDING OF (i) PROMOTERS AND PROMOTER GROUP OF THE COMPANY, (ii) DIRECTORS AND PARTNERS OF PROMOTER GROUP COMPANIES / ENTITES OF THE COMPANY AND (iii) DIRECTORS AND KEY MANAGERIAL PERSONNEL ("KMPs") OF THE COMPANY
- The aggregate shareholding of (i) the Promoters and Promoter Group of the Company, (ii) the directors and partners of the promoter group companies / entities and (iii) Directors and KMPs of the Company as on February 12, 2024, is given below:

(A) Aggregate shareholding of Promoters and Promoter Group of the Company:

| Sr. No | Name of Shareholder     | No. of Equity Shares held in the Company | % Shareholding |
|--------|-------------------------|--|----------------|
| 1. "   | Freshcap Foodstuff LLP  | 21,01,648                                | 21.24          |
| 2.     | Ashok Vishindas Motiani | 15,46,398                                | 15.63          |
| 3.     | Nanita Ashok Motiani    | 8,55,442                                 | 8.65           |
| 4.     | Dipti Ashok Motiani     | 7,31,964                                 | 7.40           |
| 5.     | Priyanka Tandon         | 5,80,205                                 | 5.86           |
| 6.     | Mayank Ramesh Tandon    | 4,39,676                                 | 4.44           |
|        | Total                   | 62,55,333                                | 63.22          |

- (B) Aggregate shareholding of the Designated Partners and Partners of Promoter LLP, as of February
  - As of the date of the Board Meeting, there is only 1 (One) Corporate Promoter of the Company i.e., Freshcap Foodstuff LLP. Shareholding of all the Designated Partners and Partners of the Corporate Promoters i.e., Ashok Vishindas Motiani, Nanita Ashok Motiani, Dipti Ashok Motiani and Priyanka Tondon are disclosed above.
- (C) Aggregate shareholding of the Directors (other than Promoters) and Key Managerial Personnel (KMP) of the Company as on February 12, 2024.

| Sr.<br>No | Name of Shareholder           | Designation             | No. of Equity Shares held in the Company | %<br>Shareholding |
|-----------|-------------------------------|-------------------------|--|-------------------|
| 1.        | Ramchandra Gaurishankar Joshi | Non-Executive Director  | 1  |                   |
| 2.        | Anil Sharma                   | Independent Director    | -  | -                 |
| 3.        | Mayur Jashvantlal Shah        | Independent Director    | 5,625                                    | 0.06              |
| 4.        | Ashok Chandumal Murajani      | Independent Director    | 1,800                                    | 0.02              |
| 5.        | Sanjay Dahyabhai Prajapati    | Chief Financial Officer | 50                                       | Negligible        |
| 6.        | Kalpana Suman                 | Company Secretary       | -  | -                 |
|           | Total                         |                         | 7,475                                    | 0.08              |

- The persons / entities mentioned in paragraph 7.1 have not purchased or sold any Equity Shares of the 7.2. Company and there has been no change in their shareholdings for last twelve months prior to the date of the Board Meeting at which the Buy-back was approved till the date of Postal Ballot Notice i.e. February 12.
- INTENTION OF THE PROMOTERS AND PROMOTER GROUP OF THE COMPANY TO TENDER EQUITY **SHARES FOR BUY-BACK**
- In terms of the Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the Promoters and Promoter Group as listed herein below have expressed their intention to tender up to following number of Equity Shares in the Buy-

| Sr. No | Name                    | No. of shares held as on the date of Board Meeting | Maximum No. of shares<br>proposed to be tendered |
|--------|-------------------------|--|--|
| 1.     | Freshcap Foodstuff LLP  | 21,01,648  | 21,01,648  |
| 2.     | Ashok Vishindas Motiani | 15,46,398  | 15,46,398  |
| 3.     | Nanita Ashok Motiani    | 8,55,442   | 8,55,442   |
| 4.     | Dipti Ashok Motiani     | 7,31,964   | 7,31,964   |
| 5.     | Priyanka Tandon         | 5,80,205   | 5,80,205   |
| 6.     | Mayank Ramesh Tandon    | 4,39,676   | 4,39,676   |
| - 7    | Total                   | 62,55,333  | 62,55,333  |

8.2. Details of the date and price of acquisition of the Equity Shares that the Promoters and Promoter Group

Sr. Date of Acquisition No. of equity Face Value Cost of Nature of Transaction

intend to tender are set out below: Freshcap Foodstuff LLP

| Sr.<br>No | Date of Acquisition              | shares    | Face value<br>(in ₹) | Cost of Acquisition per Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|-----------|----------------------|---|--------------------------------|
| 1         | June 14, 2003 <sup>(3)</sup>     | 9,87,350  | 10                   | - 1   | Opening Balance <sup>(2)</sup> |
| 2         | June 19, 2003 <sup>(3)</sup>     | -900      | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 3         | June 20, 2003 <sup>(3)</sup>     | -1,000    | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 4         | June 28, 2004 <sup>(3)</sup>     | 55,100    | 10                   | N.A. (4)  | N.A. (4)                       |
| 5         | March 28, 2005 <sup>(3)</sup>    | 30,000    | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 6         | December 21, 2005 <sup>(3)</sup> | -2,776    | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 7         | February 08, 2006 <sup>(3)</sup> | -25,000   | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 8         | March 03, 2006 <sup>(3)</sup>    | -1,10,000 | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 9         | May 02, 2006 <sup>(3)</sup>      | 1,400     | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 10        | October 27, 2006 <sup>(3)</sup>  | 2,500     | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 11        | November 02, 2006 <sup>(3)</sup> | -15,000   | 10                   | N.A. (4)  | N.A. (4)                       |
| 12        | December 14, 2006 <sup>(3)</sup> | 3,000     | 10                   | 108.56  | Market Purchase                |
| 13        | December 18, 2006 <sup>(3)</sup> | 2,000     | 10                   | 104.00  | Market Purchase                |
| 14        | June 01, 2007                    | 2,000     | 10                   | 84.76   | Market Purchase                |
| 15        | August 03, 2007                  | 2,500     | 10                   | 113.77  | Market Purchase                |
| 16        | August 06, 2007                  | 2,598     | 10                   | 110.98  | Market Purchase                |
| 17        | August 07, 2007                  | 3,500     | 10                   | 114.57  | Market Purchase                |
| 18        | August 08, 2007                  | 2,500     | 10                   | 112.64  | Market Purchase                |
| 19        | August 09, 2007                  | 5,500     | 10                   | 111.12  | Market Purchase                |
| 20        | August 10, 2007                  | 1,000     | 10                   | 109.98  | Market Purchase                |
| 21        | August 14, 2007                  | 1,000     | 10                   | 118.58  | Market Purchase                |
| 22        | August 20, 2007                  | 1,000     | 10                   | 112.75  | Market Purchase                |
| 23        | October 04, 2007                 | 327       | 10                   | 127.00  | Market Purchase                |
| 24        | October 05, 2007                 | 8,755     | 10                   | 127.86  | Market Purchase                |
| 25        | October 08, 2007                 | 2,000     | 10                   | 123.40  | Market Purchase                |
| 26        | October 17, 2007                 | 4,000     | 10                   | 121.15  | Market Purchase                |
| 27        | January 10, 2008                 | 9,63,354  | 10                   | -   | Issue of Bonus Shares          |
| 28        | August 14, 2009                  | 5,200     | 10                   | 27.28   | Market Purchase                |
| 29        | August 27, 2009                  | 410       | 10                   | 26.25   | Market Purchase                |
| 30        | August 31, 2009                  | 2,322     | 10                   | 26.23   | Market Purchase                |
| 31        | September 02, 2009               | 373       | 10                   | 26.25   | Market Purchase                |
| 32        | January 29, 2010                 | 3,50,000  | 10                   | 19.40   | Preferential Allotment         |
| 33        | November 13, 2010                | 1,50,000  | 10                   | 19.40   | Preferential Allotment         |
| 34        | December 09, 2014                | 1,500     | 10                   | 123.37  | Market Purchase                |
| 35        | December 10, 2014                | 12,900    | 10                   | 123.35  | Market Purchase                |
| 36        | December 11, 2014                | 8,600     | 10                   | 123.39  | Market Purchase                |
|           | March 30, 2015                   | 20,000    | 10                   | 119.11  | Market Purchase                |
| 38        | December 22, 2016                | -50,000   | 10                   | 83.47   | Market Sale                    |
| 39        | December 30, 2016                | -60,000   | 10                   | 88.72   | Market Sale                    |
| 40        | December 13, 2019                | -2,66,365 | 10                   | 110.00  | Tendered in Buyback Offe       |

40 December 13, 2019 -2,06,365 TO TTO.00 Tendered in Duyback Offer  $^{(1)}$  excluding transaction costs like brokerage, STT, stamp duty etc. <sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters.

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<sup>(4)</sup>Not Available **Ashok Vishindas Motiani** 

13. June 19, 2006

| Sr.<br>No | Date of Acquisition               | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | July 11, 2003                     | 2,73,450             | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | September 09, 2004                | 500                  | 10                   | 8.62  | Market Purchase                |
| 3.        | September 10, 2004                | 1,000                | 10                   | 7.80  | Market Purchase                |
| 4.        | October 26, 2004                  | 2,300                | 10                   | 9.41  | Market Purchase                |
| 5.        | February 28, 2005 <sup>(3)</sup>  | 20,000               | 10                   | N.A. (4)  | N.A. (4)                       |
| 6.        | March 11, 2005                    | 16,800               | 10                   | 17.69   | Market Purchase                |
| 7.        | March 11, 2005                    | -16,800              | 10                   | 17.99   | Market Sale                    |
| 8.        | March 24, 2005                    | 17,100               | 10                   | 15.07   | Market Purchase                |
| 9.        | March 30, 2005                    | 4,000                | 10                   | 13.50   | Market Purchase                |
| 10.       | February 13, 2006                 | -3,200               | 10                   | 70.30   | Market Sale                    |
| 11.       | April 03, 2006                    | -31,500              | 10                   | 91.05   | Market Sale                    |
| 12.       | September 13, 2006 <sup>(3)</sup> | 100                  | 10                   | 140.00  | Off Market Purchase            |
| 4.0       |                                   | - 11                 |                      |   |                                |

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66.03

Market Purchase

| 14. June 20. 2000 300 10 65.50 Marset Purchase 16. July 25. 2006 500 10 61.00 Marcet Purchase 16. July 25. 2006 500 10 61.00 Marcet Purchase 17. July 27. 2006 500 10 65.00 Marcet Purchase 18. August 92. 2006 1.000 10 101.64 Marcet Purchase 19. July 18. 2007 1.000 10 101.64 Marcet Purchase 19. July 18. 2007 1.000 10 101.64 Marcet Purchase 19. July 18. 2007 1.000 10 101.64 Marcet Purchase 19. July 18. 2007 1.000 10 101.64 Marcet Purchase 20. February 01. 2007 2.006 10 0.06.16 Marcet Purchase 20. July 20. 2007 1.000 10 106.16 Marcet Purchase 20. July 20. 2007 1.000 10 126.47 Marcet Purchase 20. July 20. 2007 1.000 10 126.47 Marcet Purchase 20. July 20. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.47 Marcet Purchase 20. 2007 2. 2007 1.000 10 126.00 12 | Sr.<br>No | Date of Acquisition                   | No. of equity<br>shares               | Face Value<br>(in ₹) | Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction |
|--|-----------|---------------------------------------|---------------------------------------|----------------------|--|-----------------------|
| Feb   July 95-2006   |           | ·                                     | 300                                   | 10                   | 65.50  | Market Purchase       |
| 17. July 27. 2006  |           | ·                                     | / / /                                 |                      |  |                       |
| 1-81 August 1-9, 2006  1-91 January 31-2007  1-9100  1-91-21-21-21-21-21-21-21-21-21-21-21-21-21   |           | • ·                                   |                                       |                      |  |                       |
| 20, February 01-2007   | 14 %      |                                       |                                       | 10                   |  | Market Purchase       |
| 2-1   February 02, 2007   1,000   0,   | 19        | January 31, 2007                      | 1,000                                 |                      | 101.64   | Market Purchase       |
| 221   May 287   2007   |           |                                       | l '                                   |                      |  |                       |
| 22   May 29   2007   |           |                                       | · · · · · · · · · · · · · · · · · · · |                      |  |                       |
| 2e1 August 10; 2007  | 100       | ·                                     | 12                                    | 01                   | P 9  |                       |
| 251 August 10, 2007 261 September 27, 2007 271 October 17, 2007 2836 361 Begretare 27, 2007 3837 Begretare 28, 2007 3837 Begretare |           |                                       | · ·                                   |                      |  |                       |
| 26. Spubmber 27, 2007  |           |                                       | l '                                   |                      |  |                       |
| 28-1 October 19, 2007   3,316   10   117,22   Market Purchase   30   October 29, 2007   1,666   10   123,73   Market Purchase   31   January 10, 2006   3,04384   10   -   |           | _                                     |                                       | 10                   | 126.47   | Market Purchase       |
| 294   October 22, 2007   1,666   10   123.73   Market Purchase   31   January 10, 2008   3,04,384   10   -   | 27.       | October 17, 2007                      | 235                                   | 10                   | 120.73   | Market Purchase       |
| 1,000  |           | · ·                                   | · ·                                   |                      |  |                       |
| 181   January 10, 2008   3,04,384   10   50,08   Market Purchase   39, January 22, 2010   1,00,000   10   19,40   Preferential altoment   34, November 13, 2010   1,00,000   10   19,40   Preferential altoment   34, November 13, 2010   1,00,000   10   19,40   Preferential altoment   34, November 13, 2010   1,00,000   10   19,40   Preferential altoment   34, November 13, 2012   26,800   10   13,25   Market Purchase   37, July 29, 2012   40,000   10   13,75   Market Purchase   38, July 23, 2012   40,000   10   13,75   Market Purchase   40, February 13, 2012   40,000   10   13,75   Market Purchase   40, February 13, 2012   40,000   10   13,75   Market Purchase   40, February 13, 2013   41, March 05, 2013   8,100   10   17,99   Market Purchase   41, March 05, 2013   8,100   10   17,95   Market Purchase   44, March 22, 2013   8,100   10   17,95   Market Purchase   44, March 22, 2013   4,700   10   17,42   Market Purchase   46, August 01, 2013   4,700   17,42   Market Purchase   47, August 02, 2013   4,700   17,42   Market Purchase   47, August 03, 2013   4,700   10   14,00   Conversion of Warrants   48, August 01, 2013   1,00,000   10   10,00   0   14,00   Conversion of Warrants   47, August 03, 2013   4,700   10   25,50   Market Purchase   48, October 03, 2013   1,0000   10   25,50   Market Purchase   48, October 03, 2013   1,0000   10   25,50   Market Purchase   48, October 03, 2013   1,0000   10   25,50   Market Purchase   48, October 03, 2013   1,0000   10   25,50   Market Purchase   48, October 22, 2013   3,200   10   25,50   Market Purchase   48, October 23, 2013   3,200   10   25,50   Market Purchase   48, October 23, 2013   4,700   10   25,50   Market Purchase   48, October 23, 2013   5,900   10   24,50   Market Purchase   48, October 23, 2013   5,900   10   24,50   Market Purchase   48, October 23, 2013   5,900   10   24,50   Market Purchase   48, October 23, 2013   5,200   Market Purchase   48, October 23, 2013   5,200   Market Purchase   48, October 23, 2013   5,200   Market Purchase   48, October 23, 201   |           | · · · · · · · · · · · · · · · · · · · | l '                                   |                      |  |                       |
| 122   January 21, 2006   3,000   10   50,08   Market Purchase   33   January 29, 2016   25,000   10   19,40   Preferential allotment   33,14   10,2012   25,000   10   19,40   Preferential allotment   35,14   10,2012   25,000   10   19,40   Preferential allotment   35,14   10,2012   25,000   10   19,55   Market Purchase   37,14   20,2012   40,000   10   19,55   Market Purchase   38,14   29,2012   40,000   10   19,55   Market Purchase   38,14   29,2012   40,000   10   19,75   Market Purchase   39,14   20,2013   20,000   10   14,00   Conversion of Warrents   42,14   March 05, 2013   5,478   10   17,59   Market Purchase   42,14   March 06, 2013   5,478   10   17,99   Market Purchase   42,14   March 12, 2013   4,746   10   10   17,99   Market Purchase   43,14   March 11, 2013   4,746   10   10   17,36   Market Purchase   43,14   March 11, 2013   4,746   10   17,36   Market Purchase   44,14   March 22, 2013   4,700   10   17,36   Market Purchase   43,14   March 12, 2013   4,744   10   10,14   Market Purchase   43,14   March 12, 2013   4,744   10   10,14   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,744   10   10,15   Market Purchase   43,14   March 12, 2013   4,740   10   25,36   Market Purchase   4,740   10   25,36   Market Purchase   4,740   10   25,36   Market Purchase   4,740   10   25,39   Market Purchase   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,740   4,7   |           | · ·                                   | l '                                   |                      | 123.73   |                       |
| 1931   Navember 13, 2010   25,000   10   19.40   Preferential allotment   34, November 13, 2010   1,00,000   10   19.40   Preferential allotment   35, July 19, 2012   26,000   10   19.55   Market Purchase   37, July 29, 2012   40,000   10   19.50   Market Purchase   39, July 24, 2012   40,000   10   13.75   Market Purchase   40,000   10   14.00   Conversion of Warrants   41, March 05, 2013   8,100   10   17.69   Market Purchase   41, March 19, 2013   4,746   10   17.95   Market Purchase   43, March 11, 2013   4,746   10   17.36   Market Purchase   44, March 22, 2013   4,700   10   17.36   Market Purchase   46, August 01, 2013   12,500   10   15.00   0   0   0   0   0   0   0   0   0  |           | •                                     |                                       |                      | 60.08  |                       |
| 1941   November 13, 2010   1,00,000   10   19,40   Preferential allotment   36, July 18, 2012   25,000   10   13,25   Market Purchase   37, July 20, 2012   40,000   10   13,35   Market Purchase   38, July 28, 2012   40,000   10   13,75   Market Purchase   40,000   40   13,75   Market Purchase   40,000   40   13,75   Market Purchase   40,000   41, March 05, 2013   2,00,000   40   14,75   Market Purchase   42, March 06, 2013   5,478   40   17,69   Market Purchase   42, March 06, 2013   5,478   40   17,95   Market Purchase   42, March 06, 2013   4,746   41, March 22, 2013   8,800   40   17,36   Market Purchase   43, March 11, 2013   4,746   41, March 22, 2013   4,700   41, March 25, 2013   4,700   41, March 25, 2013   4,744   40   13,15   Market Purchase   41, August 06, 2013   4,744   40   13,15   Market Purchase   41, August 07, 2013   10,000   41, 400   41, August 07, 2013   4,700   41, 400    | 10 N      |                                       | · ·                                   | M                    |  |                       |
| 186  July 19: 2012   |           |                                       | · '                                   |                      |  |                       |
| 197   101   201    | 35.       | July 18, 2012                         | 25,000                                | 10                   | 13.25  | Market Purchase       |
| 39   July 24   2012  |           |                                       |                                       |                      |  |                       |
| 1981   111   247   2013   200,000   10   | 40.0      | ,                                     |                                       |                      |  |                       |
| Honground   Heavy      |           |                                       | · ·                                   |                      |  |                       |
| Harch 06; 2013   |           | •                                     | l '                                   |                      |  |                       |
| 142   March 06, 2013   |           | , ,                                   | ' '                                   |                      |  |                       |
| 143   March 11, 2013   | 314       | ·                                     | (2)                                   | 6                    |  |                       |
| 45   March 25, 2013  | 1.0       | ·                                     | ill.                                  | ė.                   |  |                       |
| 46   | 44.       | March 22, 2013                        | 8,800                                 | 10                   | 17.36  | Market Purchase       |
| Argust 08, 2013  |           | · · · · · · · · · · · · · · · · · · · | l '                                   |                      |  |                       |
| 48 August 13, 2013   | 1 1 10    |                                       |                                       | W.                   |  |                       |
| 49  October 03, 2013   | 4.0       | ,                                     | i i                                   | 6                    |  |                       |
| 50   |           | ,                                     |                                       |                      |  |                       |
| 51   October 07, 2013   4,700   10   26.00   Market Purchase   52   October 15, 2013   50   10,000   10   25.99   Market Purchase   53   October 21, 2013   5,900   10   24.58   Market Purchase   55   October 23, 2013   5,900   10   24.58   Market Purchase   55   October 23, 2013   5,900   10   24.58   Market Purchase   55   October 23, 2013   5,538   10   24.76   Market Purchase   56   October 25, 2013   6,800   10   24.50   Market Purchase   57   October 24, 2013   4,550   10   23.50   Market Purchase   56   October 29, 2013   4,550   10   23.50   Market Purchase   60   November 13, 2013   4,550   10   23.50   Market Purchase   61   November 19, 2013   5,220   10   N.A4   N   |           | · ·                                   | · .                                   |                      |  |                       |
| S2   |           | · · · · · · · · · · · · · · · · · · · | · '                                   |                      |  |                       |
| 54   October 22, 2013   5,900   10   24.58   Market Purchase   55   October 23, 2013   8,325   10   24.76   Market Purchase   56   October 24, 2013   5,588   10   24.82   Market Purchase   57   October 25, 2013   8,800   10   24.50   Market Purchase   57   October 25, 2013   1,275   10   23.50   Market Purchase   59   November 13, 2013   4,550   10   23.50   Market Purchase   60   November 19, 2013   5,220   10   N.A.   N.A   | 1 4       |                                       |                                       | -                    |  |                       |
| 55   | 53.       | October 21, 2013                      | 2,277                                 | 10                   | 25.00  | Market Purchase       |
| 56   |           | · ·                                   | · ·                                   |                      |  |                       |
| 57. October 25, 2013   |           | ·                                     | · ·                                   |                      |  |                       |
| 58.   October 29, 2013   1,275   10   23.98   Market Purchase   59.   November 13, 2013   4,550   10   23.50   Market Purchase   60.   November 19, 2013   4,550   10   23.50   Market Purchase   61.   February 08, 2014   2,00,000   10   14.00   Conversion of Warrants   62.   June 09, 2014   2,00,000   10   31.00   Off Market Purchase   63.   June 13, 2014   6,689   10   31.00   Off Market Purchase   64.   July 01, 2014   6,689   10   33.96   Market Purchase   65.   July 02, 2014   5,793   10   33.97   Market Purchase   65.   July 11, 2014   600   10   33.98   Market Purchase   66.   July 11, 2014   600   10   33.98   Market Purchase   67.   July 14, 2014   10,094   10   33.94   Market Purchase   68.   July 15, 2014   10,000   10   35.87   Market Purchase   68.   July 21, 2014   10,175   10   38.76   Market Purchase   69.   July 21, 2014   10,175   10   38.76   Market Purchase   70.   July 22, 2014   3,000   10   38.52   Market Purchase   70.   July 30, 2014   2,000   10   N.A.   60   Off Market Purchase   71.   July 30, 2014   3,000   10   38.52   Market Purchase   72.   July 30, 2014   3,000   10   N.A.   60   Off Market Purchase   73.   December 10, 2014   -13,400   10   123.78   Market Sale   74.   December 11, 2014   -13,400   10   123.78   Market Sale   74.   December 11, 2014   -13,400   10   123.39   Market Sale   76.   February 03, 2015   -27,259   10   N.A.   60   N   | . 1 9     | ·                                     |                                       | S                    |  |                       |
| 59. November 13, 2013  | 4.        | · ·                                   | · ·                                   |                      |  |                       |
| 60. November 19, 2013   5,220   10   N.A.   N.A.   N.A.   61. February 08, 2014   2,00,000   10   14,00   Conversion of Warrants   62. June 09, 2014   14,500   10   31.00   Off Market Purchase   63. June 13, 2014   5,500   10   31.00   Off Market Purchase   64. July 01, 2014   6,689   10   33.96   Market Purchase   65. July 02, 2014   5,793   10   33.97   Market Purchase   66. July 11, 2014   600   10   33.98   Market Purchase   67. July 14, 2014   10,994   10   33.94   Market Purchase   68. July 15, 2014   10,000   10   35.87   Market Purchase   69. July 21, 2014   10,175   10   38.76   Market Purchase   69. July 22, 2014   3,000   10   38.52   Market Purchase   77. July 30, 2014   5,000   78. July 30, 2014   79. Sound   79. December 10, 2014   79. July 30, 2014   79. December 11, 2014   79. Market Sale   79. February 03, 2015   79. A2,741   10   112.35   Market Sale   79. Market  |           | ·                                     | l '                                   |                      |  |                       |
| 61. February 08, 2014  |           |                                       | ·                                     |                      |  |                       |
| 63. June 13, 2014  |           |                                       | 2,00,000                              | 10                   | 14.00  |                       |
| 64. July 01, 2014 6,689 10 33.96 Market Purchase 65. July 02, 2014 5,793 10 33.97 Market Purchase 66. July 11, 2014 600 10 33.98 Market Purchase 67. July 14, 2014 1,094 10 33.94 Market Purchase 68. July 15, 2014 10,000 10 35.87 Market Purchase 69. July 21, 2014 10,175 10 38.76 Market Purchase 69. July 21, 2014 10,175 10 38.76 Market Purchase 70. July 22, 2014 3,000 10 38.52 Market Purchase 71. July 30, 2014 2,000 10 N.A. 40 Off Market Purchase 72. July 30, 2014 1,500 10 123.78 Market Sale 74. December 10, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -13,400 10 123.39 Market Sale 75. December 11, 2014 -8,100 10 123.39 Market Sale 76. February 03, 2015 -27,259 10 N.A. 40 Market Sale 77. February 03, 2015 -42,741 10 181.29 Market Sale 78. February 03, 2015 -42,741 10 181.29 Market Sale 79. March 28, 2015 1,842 10 74.41 Market Purchase 81. September 09, 2015 10,000 10 84.67 Market Purchase 82. October 12, 2015 14,500 10 91.59 Market Purchase 83. December 18, 2015 1,362 10 77.23 Market Purchase 84. February 25, 2016 14,000 10 71.09 Market Purchase 84. February 26, 2016 3,650 10 77.23 Market Purchase 85. February 26, 2016 3,650 10 77.23 Market Purchase 86. February 26, 2016 5,350 10 93.52 Market Purchase 87. August 17, 2016 5,350 10 93.52 Market Purchase 88. September 09, 2016 10,000 10 95.65 Market Purchase 90. September 14, 2016 5,000 10 93.92 Market Purchase 90. September 14, 2016 5,000 10 93.92 Market Purchase 91. October 10, 2016 2,660 10 87.67 Market Purchase 91. October 10, 2016 2,660 10 87.67 Market Purchase 92. November 28, 2016 11,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 83.49 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 95. January 4, 2017 15,000 10 |           | ·                                     | i i                                   |                      |  |                       |
| 65. July 02, 2014 5,793 10 33.97 Market Purchase 66. July 11, 2014 600 10 33.98 Market Purchase 67. July 14, 2014 1,094 10 33.98 Market Purchase 68. July 15, 2014 10,000 10 35.87 Market Purchase 69. July 21, 2014 10,175 10 38.76 Market Purchase 70. July 22, 2014 3,000 10 38.52 Market Purchase 71. July 30, 2014% 2,000 10 N.A. 60 Off Market Purchase 72. July 30, 2014% 8,000 10 N.A. 60 Off Market Purchase 73. December 09, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -13,400 10 123.39 Market Sale 75. December 11, 2014 -8,100 10 123.39 Market Sale 76. February 03, 2015 -27,259 10 N.A. 60 N.A.  |           | ·                                     | ·                                     |                      |  |                       |
| 66. July 11, 2014 600 10 33.98 Market Purchase 67. July 14, 2014 1,094 10 33.94 Market Purchase 68. July 15, 2014 10,000 10 35.87 Market Purchase 69. July 21, 2014 10,175 10 38.76 Market Purchase 70. July 22, 2014 3,000 10 38.52 Market Purchase 71. July 30, 2014 8,000 10 N.A. 60 Off Market Purchase 72. July 30, 2014 8,000 10 N.A. 60 Off Market Purchase 72. July 30, 2014 71,500 10 123.78 Market Sale 74. December 10, 2014 -1,500 10 123.78 Market Sale 75. December 11, 2014 -8,100 10 123.39 Market Sale 76. February 03, 2015 -42,741 10 181.29 Market Sale 77. February 02, 2015 -30,000 10 178.40 Market Sale 78. February 03, 2015 -42,741 10 181.29 Market Sale 79. March 28, 2015 27,259 10 N.A. 60 N.A.  |           | ,                                     | · .                                   |                      |  |                       |
| 67. July 14, 2014 1,094 10 33.94 Market Purchase 68. July 15, 2014 10,000 10 35.87 Market Purchase 69. July 21, 2014 10,175 10 38.76 Market Purchase 70. July 22, 2014 3,000 10 38.52 Market Purchase 71. July 30, 2014 2,000 10 N.A. Off Market Purchase 72. July 30, 2014 8,000 10 N.A. Off Market Purchase 73. December 09, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -13,400 10 123.39 Market Sale 75. December 11, 2014 -8,100 10 121.35 Market Sale 76. February 03, 2015 -27,259 10 N.A. Market Sale 77. February 03, 2015 -42,741 10 181.29 Market Sale 79. March 28, 2015 27,259 10 N.A. Market Sale 79. March 28, 2015 1,842 10 74.41 Market Purchase 81. September 09, 2015 10,000 10 84.67 Market Purchase 82. October 12, 2015 14,500 10 91.59 Market Purchase 83. December 18, 2015 12,368 10 83.52 Market Purchase 84. February 25, 2016 9,250 10 77.23 Market Purchase 85. February 26, 2016 3,650 10 77.23 Market Purchase 86. February 26, 2016 3,650 10 93.52 Market Purchase 87. August 17, 2016 5,350 10 93.52 Market Purchase 88. September 09, 2016 10,000 10 95.65 Market Purchase 89. September 18, 2016 10,000 10 93.92 Market Purchase 90. September 16, 2016 10,000 10 93.92 Market Purchase 91. October 10, 2016 10,000 10 93.92 Market Purchase 91. October 10, 2016 10,000 10 93.92 Market Purchase 92. November 28, 2016 10,000 10 93.92 Market Purchase 93. December 18, 2016 10,000 10 93.92 Market Purchase 99. September 16, 2016 5,000 10 93.92 Market Purchase 99. September 16, 2016 10,000 10 93.92 Market Purchase 99. September 18, 2016 10,000 10 93.46 Market Purchase 99. July 10, 2017 8,080 10 91.00 Market Purchase 99. July 10, 2017 8,080 10 91.00 Market Purchase 99. August 11, 2017 10,000 10 93.46 Market Purchase 99. August 11, 2017 10,000 10 93.46 Market Purchase 99. August 11, 2017 10,000 10 93.46 Market Purchase 99. August 11, 2017 10,000 10 93.46 Market Purchase 99. August 11, 2017 10,000 10 93.46 Market Purchase 99. August 11, 2017 10,000 10 93.46 Market Purchase 99. December 13, 2019 11.000 10 93.46 Market Purchase 99. August 11 |           |                                       |                                       | 10                   |  |                       |
| 68. July 15, 2014  | 4.8       |                                       | Lib.                                  | (5)                  |  |                       |
| 70. July 22, 2014 3,000 10 38.52 Market Purchase 71. July 30, 2014® 2,000 10 N.A. (4) Off Market Purchase 72. July 30, 2014® 8,000 10 N.A. (4) Off Market Purchase 73. December 09, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -3,400 10 123.39 Market Sale 75. December 11, 2014 -8,100 10 121.35 Market Sale 76. February 03, 2015® -27,259 10 N.A. (4) N.A. (4) 77. February 02, 2015 -30,000 10 178.40 Market Sale 78. February 03, 2015® 27,259 10 N.A. (4) N.A. (6) 79. March 28, 2015® 27,259 10 N.A. (7) Market Sale 79. March 28, 2015® 27,259 10 N.A. (7) N.A. (8) 80. September 08, 2015 1,842 10 74.41 Market Purchase 81. September 09, 2015 10,000 10 84.67 Market Purchase 82. October 12, 2015 14,500 10 91.59 Market Purchase 83. December 18, 2015 12,368 10 83.52 Market Purchase 84. February 10, 2016 14,000 10 71.09 Market Purchase 85. February 25, 2016 9,250 10 77.23 Market Purchase 86. February 26, 2016 3,650 10 76.44 Market Purchase 87. August 17, 2016 5,350 10 93.52 Market Purchase 88. September 09, 2016 10,000 10 95.65 Market Purchase 89. September 14, 2016 5,000 10 93.92 Market Purchase 90. September 16, 2016 10,000 10 95.65 Market Purchase 91. October 10, 2016 2,660 10 87.67 Market Purchase 92. November 28, 2016 10,000 10 93.92 Market Purchase 93. December 13, 2016 45,526 10 88.71 Market Purchase 94. December 13, 2016 45,526 10 88.71 Market Purchase 95. January 4, 2017 15,000 10 88.83 Market Purchase 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer  | 1.0       | , ,                                   | 10,000                                | 10                   | 35.87  | Market Purchase       |
| 71. July 30, 2014 (**) 2,000 10 N.A. (**) Off Market Purchase 72. July 30, 2014 (**) 8,000 10 N.A. (**) Off Market Purchase 73. December 09, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -13,400 10 123.39 Market Sale 75. December 11, 2014 -8,160 10 121.35 Market Sale 76. February 03, 2015 -27,259 10 N.A. (**) N.A.  | 69.       | July 21, 2014                         |                                       |                      | 38.76  |                       |
| 72. July 30, 2014 9 8,000 10 N.A. 4 Market Purchase 73. December 09, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -13,400 10 123.39 Market Sale 75. December 11, 2014 -8,100 10 121.35 Market Sale 76. February 03, 2015 -27,259 10 N.A. 4 N.A. 5 N.A. 5 February 03, 2015 -30,000 10 178.40 Market Sale 79. March 28, 2015 27,259 10 N.A. 6 N | 1 3       | , .                                   |                                       | 100                  |  |                       |
| 73. December 09, 2014 -1,500 10 123.78 Market Sale 74. December 10, 2014 -13,400 10 123.39 Market Sale 75. December 11, 2014 -8,100 10 121.35 Market Sale 76. February 03, 2015 -27,259 10 N.A. (4) N.A. (4) 77. February 02, 2015 -30,000 10 178.40 Market Sale 78. February 03, 2015 -42,741 10 181.29 Market Sale 79. March 28, 2015 1,842 10 N.A. (4) N.A. (4) 80. September 08, 2015 1,842 10 74.41 Market Purchase 81. September 09, 2015 10,000 10 84.67 Market Purchase 82. October 12, 2015 14,500 10 91.59 Market Purchase 83. December 18, 2015 12,368 10 83.52 Market Purchase 84. February 10, 2016 14,000 10 71.09 Market Purchase 85. February 25, 2016 9,250 10 77.23 Market Purchase 86. February 26, 2016 3,650 10 76.44 Market Purchase 87. August 17, 2016 5,350 10 93.52 Market Purchase 88. September 09, 2016 10,000 10 95.65 Market Purchase 90. September 14, 2016 5,000 10 93.92 Market Purchase 91. October 10, 2016 10,000 10 92.00 Market Purchase 92. November 28, 2016 11,000 10 92.00 Market Purchase 93. December 16, 2016 11,000 10 79.03 Market Purchase 94. December 22, 2016 34,000 10 83.49 Market Purchase 95. January 4, 2017 15,000 10 86.83 Market Purchase 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer   | 1.7 %     |                                       |                                       | - C                  |  |                       |
| 74. December 10, 2014  | 40.0      | •                                     | i i                                   | L.                   |  |                       |
| 75. December 11, 2014  |           | · ·                                   | · .                                   |                      |  |                       |
| 76. February 03, 2015® -27,259 10 N.A. (4) N.A. (4) 77. February 02, 2015 -30,000 10 178.40 Market Sale 78. February 03, 2015 -42,741 10 181.29 Market Sale 79. March 28, 2015® 27,259 10 N.A. (4) N.A. (4) 80. September 08, 2015 1,842 10 74.41 Market Purchase 81. September 09, 2015 10,000 10 84.67 Market Purchase 82. October 12, 2015 14,500 10 91.59 Market Purchase 83. December 18, 2015 12,368 10 83.52 Market Purchase 84. February 10, 2016 14,000 10 71.09 Market Purchase 85. February 25, 2016 9,250 10 77.23 Market Purchase 86. February 26, 2016 3,650 10 76.44 Market Purchase 87. August 17, 2016 5,350 10 93.52 Market Purchase 88. September 09, 2016 10,000 10 95.65 Market Purchase 89. September 14, 2016 5,000 10 93.92 Market Purchase 90. September 16, 2016 10,000 10 93.92 Market Purchase 91. October 10, 2016 2,660 10 87.67 Market Purchase 92. November 28, 2016 11,000 10 79.03 Market Purchase 93. December 13, 2016 45,526 10 88.71 Market Purchase 94. December 13, 2016 45,526 10 88.71 Market Purchase 95. January 4, 2017 15,000 10 93.46 Market Purchase 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer  |           | ·                                     |                                       |                      |  |                       |
| 78. February 03, 2015  | 76.       | February 03, 2015 <sup>(3)</sup>      | -27,259                               | 10                   | N.A. (4)                                       | N.A. <sup>(4)</sup>   |
| 79. March 28, 2015   |           |                                       |                                       |                      |  |                       |
| 80. September 08, 2015   |           |                                       | · .                                   |                      |  |                       |
| 81. September 09, 2015         10,000         10         84.67         Market Purchase           82. October 12, 2015         14,500         10         91.59         Market Purchase           83. December 18, 2015         12,368         10         83.52         Market Purchase           84. February 10, 2016         14,000         10         71.09         Market Purchase           85. February 25, 2016         9,250         10         77.23         Market Purchase           86. February 26, 2016         3,650         10         76.44         Market Purchase           87. August 17, 2016         5,350         10         93.52         Market Purchase           88. September 09, 2016         10,000         10         95.65         Market Purchase           89. September 14, 2016         5,000         10         93.92         Market Purchase           90. September 16, 2016         10,000         10         92.00         Market Purchase           91. October 10, 2016         2,660         10         87.67         Market Purchase           92. November 28, 2016         34,000         10         83.49         Market Purchase           94. December 13, 2016         45,526         10         88.71         Market Purchase     <   |           |                                       | 100                                   | 0.0                  |  |                       |
| 82.         October 12, 2015         14,500         10         91.59         Market Purchase           83.         December 18, 2015         12,368         10         83.52         Market Purchase           84.         February 10, 2016         14,000         10         71.09         Market Purchase           85.         February 25, 2016         9,250         10         77.23         Market Purchase           86.         February 26, 2016         3,650         10         76.44         Market Purchase           87.         August 17, 2016         5,350         10         93.52         Market Purchase           88.         September 09, 2016         10,000         10         95.65         Market Purchase           89.         September 14, 2016         5,000         10         93.92         Market Purchase           90.         September 16, 2016         10,000         10         92.00         Market Purchase           91.         October 10, 2016         2,660         10         87.67         Market Purchase           92.         November 28, 2016         11,000         10         79.03         Market Purchase           93.         December 13, 2016         45,526         10         88.7   | 100       |                                       | 20                                    | 8                    |  |                       |
| 83. December 18, 2015         12,368         10         83.52         Market Purchase           84. February 10, 2016         14,000         10         71.09         Market Purchase           85. February 25, 2016         9,250         10         77.23         Market Purchase           86. February 26, 2016         3,650         10         76.44         Market Purchase           87. August 17, 2016         5,350         10         93.52         Market Purchase           88. September 09, 2016         10,000         10         95.65         Market Purchase           89. September 14, 2016         5,000         10         93.92         Market Purchase           90. September 16, 2016         10,000         10         92.00         Market Purchase           91. October 10, 2016         2,660         10         87.67         Market Purchase           92. November 28, 2016         11,000         10         79.03         Market Purchase           93. December 13, 2016         45,526         10         88.71         Market Purchase           95. January 4, 2017         15,000         10         86.83         Market Purchase           96. July 10, 2017         8,080         10         91.02         Market Purchase  | 40.0      | Coptonicon Co, Ec 10                  | F2 1                                  | U                    |  |                       |
| 84. February 10, 2016         14,000         10         71.09         Market Purchase           85. February 25, 2016         9,250         10         77.23         Market Purchase           86. February 26, 2016         3,650         10         76.44         Market Purchase           87. August 17, 2016         5,350         10         93.52         Market Purchase           88. September 09, 2016         10,000         10         95.65         Market Purchase           89. September 14, 2016         5,000         10         93.92         Market Purchase           90. September 16, 2016         10,000         10         92.00         Market Purchase           91. October 10, 2016         2,660         10         87.67         Market Purchase           92. November 28, 2016         11,000         10         79.03         Market Purchase           93. December 13, 2016         45,526         10         83.49         Market Purchase           94. December 13, 2017         15,000         10         86.83         Market Purchase           95. January 4, 2017         15,000         10         86.83         Market Purchase           96. July 10, 2017         8,080         10         91.02         Market Purchase  |           |                                       |                                       | U.                   | Lis all  |                       |
| 86. February 26, 2016         3,650         10         76.44         Market Purchase           87. August 17, 2016         5,350         10         93.52         Market Purchase           88. September 09, 2016         10,000         10         95.65         Market Purchase           89. September 14, 2016         5,000         10         93.92         Market Purchase           90. September 16, 2016         10,000         10         92.00         Market Purchase           91. October 10, 2016         2,660         10         87.67         Market Purchase           92. November 28, 2016         11,000         10         79.03         Market Purchase           93. December 22, 2016         34,000         10         83.49         Market Purchase           94. December 13, 2016         45,526         10         88.71         Market Purchase           95. January 4, 2017         15,000         10         86.83         Market Purchase           96. July 10, 2017         8,080         10         91.02         Market Purchase           97. August 11, 2017         10,000         10         93.46         Market Purchase           98. December 13, 2019         -1,95,991         10         110.00         Tendered in Buyback Offer   | 84.       | February 10, 2016                     | · ·                                   | -                    |  |                       |
| 87. August 17, 2016         5,350         10         93.52         Market Purchase           88. September 09, 2016         10,000         10         95.65         Market Purchase           89. September 14, 2016         5,000         10         93.92         Market Purchase           90. September 16, 2016         10,000         10         92.00         Market Purchase           91. October 10, 2016         2,660         10         87.67         Market Purchase           92. November 28, 2016         11,000         10         79.03         Market Purchase           93. December 22, 2016         34,000         10         83.49         Market Purchase           94. December 13, 2016         45,526         10         88.71         Market Purchase           95. January 4, 2017         15,000         10         86.83         Market Purchase           96. July 10, 2017         8,080         10         91.02         Market Purchase           97. August 11, 2017         10,000         10         93.46         Market Purchase           98. December 13, 2019         -1,95,991         10         110.00         Tendered in Buyback Offer  | 4 4 4     |                                       | The second second                     | 8                    | 1  |                       |
| 88. September 09, 2016 10,000 10 95.65 Market Purchase  89. September 14, 2016 5,000 10 93.92 Market Purchase  90. September 16, 2016 10,000 10 92.00 Market Purchase  91. October 10, 2016 2,660 10 87.67 Market Purchase  92. November 28, 2016 11,000 10 79.03 Market Purchase  93. December 22, 2016 34,000 10 83.49 Market Purchase  94. December 13, 2016 45,526 10 88.71 Market Purchase  95. January 4, 2017 15,000 10 86.83 Market Purchase  96. July 10, 2017 8,080 10 91.02 Market Purchase  97. August 11, 2017 10,000 10 93.46 Market Purchase  98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer   | 100       | -                                     | 45                                    |                      |  |                       |
| 89. September 14, 2016 5,000 10 93.92 Market Purchase 90. September 16, 2016 10,000 10 92.00 Market Purchase 91. October 10, 2016 2,660 10 87.67 Market Purchase 92. November 28, 2016 11,000 10 79.03 Market Purchase 93. December 22, 2016 34,000 10 83.49 Market Purchase 94. December 13, 2016 45,526 10 88.71 Market Purchase 95. January 4, 2017 15,000 10 86.83 Market Purchase 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer  |           | ,                                     | · ·                                   |                      |  |                       |
| 90. September 16, 2016 10,000 10 92.00 Market Purchase 91. October 10, 2016 2,660 10 87.67 Market Purchase 92. November 28, 2016 11,000 10 79.03 Market Purchase 93. December 22, 2016 34,000 10 83.49 Market Purchase 94. December 13, 2016 45,526 10 88.71 Market Purchase 95. January 4, 2017 15,000 10 86.83 Market Purchase 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer  |           |                                       |                                       |                      |  |                       |
| 91. October 10, 2016 2,660 10 87.67 Market Purchase 92. November 28, 2016 11,000 10 79.03 Market Purchase 93. December 22, 2016 34,000 10 83.49 Market Purchase 94. December 13, 2016 45,526 10 88.71 Market Purchase 95. January 4, 2017 15,000 10 86.83 Market Purchase 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer   |           |                                       | · ·                                   |                      |  |                       |
| 92. November 28, 2016       11,000       10       79.03       Market Purchase         93. December 22, 2016       34,000       10       83.49       Market Purchase         94. December 13, 2016       45,526       10       88.71       Market Purchase         95. January 4, 2017       15,000       10       86.83       Market Purchase         96. July 10, 2017       8,080       10       91.02       Market Purchase         97. August 11, 2017       10,000       10       93.46       Market Purchase         98. December 13, 2019       -1,95,991       10       110.00       Tendered in Buyback Offer   |           | -                                     |                                       |                      |  |                       |
| 93. December 22, 2016       34,000       10       83.49       Market Purchase         94. December 13, 2016       45,526       10       88.71       Market Purchase         95. January 4, 2017       15,000       10       86.83       Market Purchase         96. July 10, 2017       8,080       10       91.02       Market Purchase         97. August 11, 2017       10,000       10       93.46       Market Purchase         98. December 13, 2019       -1,95,991       10       110.00       Tendered in Buyback Offer   |           | November 28, 2016                     | · .                                   |                      | 14   |                       |
| 95. January 4, 2017       15,000       10       86.83       Market Purchase         96. July 10, 2017       8,080       10       91.02       Market Purchase         97. August 11, 2017       10,000       10       93.46       Market Purchase         98. December 13, 2019       -1,95,991       10       110.00       Tendered in Buyback Offer   | 93.       | December 22, 2016                     | ·                                     |                      |  |                       |
| 96. July 10, 2017 8,080 10 91.02 Market Purchase 97. August 11, 2017 10,000 10 93.46 Market Purchase 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer   |           |                                       | 10                                    | 22                   |  |                       |
| 97. August 11, 2017       10,000       10       93.46       Market Purchase         98. December 13, 2019       -1,95,991       10       110.00       Tendered in Buyback Offer  | 32 50     |                                       | 2                                     | 12                   |  |                       |
| 98. December 13, 2019 -1,95,991 10 110.00 Tendered in Buyback Offer  | 12.00     |                                       | · ·                                   | U.                   |  |                       |
| 1 2000111001 10, 2010  |           |                                       | ·                                     |                      |  |                       |
| - Control of the Cont | 100       |                                       | 20                                    | 0.0                  | 13   | . ,                   |

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not disclosed here

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters.

<sup>(4)</sup>Not Available Nanita Ashok Motiani

| Sr.<br>No | Date of Acquisition               | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1,        | June 14, 2003 <sup>(3)</sup>      | 2,18,400             | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | September 07, 2004                | 2,000                | 10                   | 9.90  | Market Purchase                |
| 3.        | September 08, 2004                | 800                  | 10                   | 9.50  | Market Purchase                |
| 4.        | September 09, 2004                | 1,000                | 10                   | 9.00  | Market Purchase                |
| 5.        | September 13, 2004                | 800                  | 10                   | 8.19  | Market Purchase                |
| 6.        | May 27, 2005 <sup>(3)</sup>       | 17,900               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchas             |
| 7.        | May 30, 2005                      | 8,800                | 10                   | 19.65   | Market Purchase                |
| 8.        | June 08, 2005 <sup>(3)</sup>      | -500                 | 10                   | N.A. <sup>(4)</sup>                                       | Market Sale                    |
| 9.        | June 24, 2005 <sup>(3)</sup>      | 1,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |
| 10.       | August 26, 2005(3)                | 27,000               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchas             |
| 11.       | February 13, 2006                 | -5,000               | 10                   | 71.55   | Market Sale                    |
| 12.       | April 03, 2006                    | -30,000              | 10                   | 91.05   | Market Sale                    |
| 13.       | July 03, 2006 <sup>(3)</sup>      | 500                  | 10                   | 63.84   | Market Purchase                |
| 14.       | September 13, 2006 <sup>(3)</sup> | 27,000               | 10                   | 36.19   | Off Market Purchas             |
|           | October 25, 2007                  | 1,000                | 10                   | 122.95  | Market Purchase                |
| 16.       | October 26, 2007                  | 2,218                | 10                   | 122.87  | Market Purchase                |
| 17.       | October 30, 2007                  | 705                  | 10                   | 121.44  | Market Purchase                |
| 18.       | January 10, 2008                  | 2,73,623             | 10                   | - 1   | Issue of Bonus Share           |
| 19.       |                                   | 25,000               | 10                   | 19.40   | Preferential allotmer          |
| 20.       | November 13, 2010                 | 1,00,000             | 10                   | 19.40   | Preferential allotmer          |
| 21.       | February 13, 2013                 | 1,00,000             | 10                   | 14.00   | Conversion of Warrar           |
| 22.       | August 13, 2013                   | 1,00,000             | 10                   | 14.00   | Conversion of Warrar           |
| 23.       |                                   | 28,000               | 10                   | 75.00   | Market Purchase                |
| 24.       | July 17, 2015                     | 10,000               | 10                   | 83.74   | Market Purchase                |
| 25.       | December 18, 2015                 | 5,000                | 10                   | 84.49   | Market Purchase                |
| 26.       | September 30, 2016                | 5,900                | 10                   | 85.22   | Market Purchase                |
| 27.       | October 04, 2016                  | 946                  | 10                   | 88.65   | Market Purchase                |
| 28.       | October 05, 2016                  | 1,750                | 10                   | 88.79   | Market Purchase                |
|           | October 13, 2016                  | 7,474                | 10                   | 86.66   | Market Purchase                |
|           | November 23, 2016                 | 3,079                | 10                   | 74.97   | Market Purchase                |
|           | November 28, 2016                 | 11,000               | 10                   | 79.52   | Market Purchase                |
|           | December 22, 2016                 | 17,500               | 10                   | 83.48   | Market Purchase                |
| - 21      | December 13, 2019                 | -1,07,453            | 10                   | 110.00  | Tendered in Buyback C          |

" excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not disclosed here.

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters.

<sup>(4)</sup>Not Available Privanka Tandon

| Sr.<br>No | ·                                | No. of equity<br>shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|-------------------------|----------------------|---|--------------------------------|
| 1.        | June 14, 2003                    | 73,300                  | 10                   | - 1   | Opening Balance <sup>(2)</sup> |
| 2.        | October 26, 2004                 | 2,000                   | 10                   | 9.50  | Market Purchase                |
| 3.        | October 27, 2004                 | 200                     | 10                   | 9.00  | Market Purchase                |
| 4.        | October 28, 2004                 | 2,000                   | 10                   | 9.50  | Market Purchase                |
| 5.        | November 30, 2004 <sup>(3)</sup> | 5,000                   | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |
| 6.        | February 11, 2005                | 2,800                   | 10                   | 10.58   | Market Purchase                |
| 7.        | February 14, 2005                | 1,200                   | 10                   | 10.60   | Market Purchase                |
| 8.        | February 28, 2005 <sup>(3)</sup> | 2,000                   | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 9.        | April 06, 2005 <sup>(3)</sup>    | 1,400                   | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 10.       | May 05, 2005                     | 9,700                   | 10                   | 16.02   | Market Purchase                |
| 11.       | May 06, 2005                     | 10,000                  | 10                   | 15.83   | Market Purchase                |

| Sr. Date of Acquisition No      | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction    |
|---------------------------------|----------------------|----------------------|---|--------------------------|
| 12. May 09, 2005                | 10,000               | 10                   | 16.01   | Market Purchase          |
| 13. May 27, 2005 <sup>(3)</sup> | 18,400               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase      |
| 14. June 08, 2005(3)            | 500                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase          |
| 15. March 28, 2006              | 62,500               | 10                   | 20.00   | Preferential allotment   |
| 16. May 11, 2006                | 62,500               | 10                   | 20.00   | Preferential allotment   |
| 17. October 25, 2007            | 746                  | 10                   | 121.11  | Market Purchase          |
| 18. October 30, 2007            | 295                  | 10                   | 120.00  | Market Purchase          |
| 19 January 10, 2008             | 2,64,541             | 10                   | - 9   | Issue of Bonus share     |
| 20. February 13, 2013           | 1,00,000             | 10                   | 14.00   | Conversion of Warrants   |
| 21. December 18, 2015           | 10,000               | 10                   | 83.04   | Market Purchase          |
| 22. October 10, 2016            | 10,000               | 10                   | 88.86   | Market Purchase          |
| 23. November 28, 2016           | 978                  | 10                   | 78.75   | Market Purchase          |
| 24. December 23, 2016           | 22                   | 10                   | 85.90   | Market Purchase          |
| 25. December 30, 2016           | 109                  | 10                   | 88.09   | Market Purchase          |
| 26. January 04, 2017            | 3,891                | 10                   | 86.74   | Market Purchase          |
| 27. March 17, 2017              | -342                 | 10                   | 107.57  | Market Sale              |
| 28. December 13, 2019           | -73,535              | 10                   | 110.00  | Tendered in Buyback Offe |

excluding transaction costs like brokerage, STT, stamp duty etc.

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters. <sup>(4)</sup>Not Available

### Mayank Ramesh Tandon

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | November 01, 2005                | 33,500               | 10                   | - 1   | Opening Balance <sup>(2)</sup> |
| 2.        | March 28, 2006                   | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 3.        | May 11, 2006                     | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 4.        | February 09, 2007 <sup>(3)</sup> | 100                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase                |
| 5.        | October 22, 2007                 | 500                  | 10                   | 120.00  | Market Purchase                |
| 6.        | October 24, 2007                 | 750                  | 10                   | 121.00  | Market Purchase                |
| 7.        | January 10, 2008                 | 1,59,850             | 10                   | 5 - 8   | Issue of Bonus share           |
| 8.        | January 22, 2008                 | 1,000                | 10                   | 47.21   | Market Purchase                |
| 9.        | September 17, 2010               | 300                  | 10                   | 25.00   | Market Purchase                |
| 0.        | March 11, 2011                   | 60                   | 10                   | 14.00   | Market Purchase                |
| 1         | March 14, 2011                   | 435                  | 10                   | 15.30   | Market Purchase                |
| 2.        | March 14, 2011                   | 669                  | 10                   | 14.98   | Market Purchase                |
| 3.        | March 15, 2011                   | 2,254                | 10                   | 15.62   | Market Purchase                |
| 4.        | March 15, 2011                   | 2,000                | 10                   | 15.48   | Market Purchase                |
| 5.        | March 16, 2011                   | 5,000                | 10                   | 15.50   | Market Purchase                |
| 6.        | March 16, 2011                   | 4,000                | 10                   | 15.51   | Market Purchase                |
| 7.        | March 17, 2011                   | 100                  | 10                   | 15.85   | Market Purchase                |
| 18.       | March 17, 2011                   | 1,582                | 10                   | 17.39   | Market Purchase                |
| 9.        | March 18, 2011                   | 2,000                | 10                   | 18.00   | Market Purchase                |
| 20.       | March 22, 2011                   | 925                  | 10                   | 17.50   | Market Purchase                |
| 21.       | March 23, 2011                   | 450                  | 10                   | 20.39   | Market Purchase                |
| 22.       | March 31, 2011                   | 4,000                | 10                   | 20.30   | Market Purchase                |
| 23.       | March 31, 2011                   | 2,000                | 10                   | 21.15   | Market Purchase                |
| 24.       | August 29, 2011                  | 5                    | 10                   | 16.20   | Market Purchase                |
| 25.       | February 13, 2013                | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 26.       | October 30, 2013                 | 2,322                | 10                   | 23.90   | Market Purchase                |
| 27.       | October 31, 2013                 | 12,290               | 10                   | 24.97   | Market Purchase                |
| 28.       | November 01, 2013                | 1,562                | 10                   | 24.90   | Market Purchase                |
| 29.       | July 16, 2015                    | 9,190                | 10                   | 75.72   | Market Purchase                |
| 30.       | July 17, 2015                    | 6,000                | 10                   | 83.35   | Market Purchase                |
| 31.       | December 18, 2015                | 556                  | 10                   | 83.75   | Market Purchase                |
| 32.       | December 18, 2015                | 100                  | 10                   | 85.00   | Market Purchase                |
| 33.       | October 10, 2016                 | 12,000               | 10                   | 89.12   | Market Purchase                |
| 34.       | October 13, 2016                 | 900                  | 10                   | 86.00   | Market Purchase                |
|           | November 28, 2016                | 3,110                | 10                   | 80.20   | Market Purchase                |
|           | November 03, 2017                | 890                  | 10                   | 179.73  | Market Purchase                |
|           | December 13, 2019                | -55,724              | 10                   | 110.00  | Tendered in Buyback Offe       |

 $^{\prime\prime}$  excluding transaction costs like brokerage, STT, stamp duty etc. <sup>(2)</sup> Details prior to November 01, 2005 are not available with the Company and the promoter and hence not

<sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters.

### <sup>(4)</sup>Not Available Dipti Ashok Motiani

| Sr.<br>No | Date of Acquisition | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|---------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | June 14, 2003       | 1,50,000             | 10                   | - 3   | Opening Balance <sup>(2)</sup> |
| 2.        | January 10, 2008    | 1,50,000             | 10                   | - 8   | Issue of Bonus share           |
| 3.        | January 29, 2010    | 1,00,000             | 10                   | 19.40   | Preferential allotment         |
| 4.        | November 13, 2010   | 1,50,000             | 10                   | 19.40   | Preferential allotment         |
| 5.        | March 14, 2011      | 2,500                | 10                   | 15.16   | Market Purchase                |
| 6.        | March 16, 2011      | 11,600               | 10                   | 15.57   | Market Purchase                |
| 7.        | March 30, 2011      | 3,103                | 10                   | 18.90   | Market Purchase                |
| 8.        | March 31, 2011      | 2,509                | 10                   | 19.94   | Market Purchase                |
| 9.        | February 13, 2013   | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 10.       | August 13, 2013     | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 11.       | July 17, 2015       | 10,000               | 10                   | 83.38   | Market Purchase                |
| 12.       | August 20, 2015     | 5,000                | 10                   | 103.99  | Market Purchase                |
| 13.       | October 08, 2015    | 11,438               | 10                   | 91.28   | Market Purchase                |
| 14.       | October 08, 2015    | -1,438               | 10                   | 90.12   | Market Sale                    |
| 15.       | December 18, 2015   | 5,000                | 10                   | 84.50   | Market Purchase                |
| 16.       | October 25, 2016    | 2,693                | 10                   | 88.74   | Market Purchase                |
| 17.       | December 23, 2016   | 500                  | 10                   | 85.96   | Market Purchase                |
| 18.       | December 26, 2016   | 2,007                | 10                   | 85.38   | Market Purchase                |
| 19.       | December 27, 2016   | 300                  | 10                   | 85.86   | Market Purchase                |
| 20.       | December 28, 2016   | 22                   | 10                   | 85.00   | Market Purchase                |
| 21.       | December 30, 2016   | 15,500               | 10                   | 88.73   | Market Purchase                |
| 22.       | February 04, 2017   | 4,000                | 10                   | 86.95   | Market Purchase                |
| 23.       | December 13, 2019   | -92,770              | 10                   | 110.00  | Tendered in Buyback Offe       |

<sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not

9. **NO DEFAULT** The Company confirms that there are no defaults subsisting in the repayment of deposits or interest thereon, redemption of debentures or preference shares or payment of dividend to any shareholder, or repayment of any term loan or interest payable thereon to any financial institution or banks.

**BOARD AND STATUTORY AUDITOR CONFIRMATION** 

The Board has confirmed that it has made full enquiry into the affairs and prospects of the company and

immediately following the date of the Board Meeting i.e., February 12, 2024 ("Board Meeting Date") and the date on which the result of the shareholders' resolution passed by way of postal ballot will be declared ("Postal Ballot Date"), approving the buyback, there will be no grounds on which the Company could be found unable to pay its debts;

as regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the Postal Ballot Date, having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting and the Postal

in forming its opinion aforesaid, the Board has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 1956 or Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective and contingent liabilities); and

the debt-equity ratio of the Company after the Buy-back will be within the limit of 2:1 as prescribed under Section 68(2)(d) of the Companies Act, 2013 and Regulation 4(ii) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.

10.2. The text of the report dated February 12, 2024 received from F. P. & Associates, Chartered Accountants (FRN: 143262W), the Statutory Auditors of the Company and the statement of computation of permissible capital payments for the proposed Buy-back of Equity Shares of the Company, addressed to the Board of Directors of the Company is reproduced below.

# Quote

### To. **Board of Directors**

# Freshtrop Fruits Limited

A-603, Shapath IV, S. G. Road, Ahmedabad - 380 015, Gujarat, India. Dear Sir/ Madam

Sub: Statutory Auditor's Report in respect of proposed buy-back of equity shares by Freshtrop Fruits Limited (the "Company") in terms clause (xi) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended) (the "Buy-back Regulations")

This Report is issued in accordance with the terms of our engagement letter dated February 12,2024 with The Board of Directors of the Company has approved a proposal for the buy-back of Equity Shares by the

Company at its meeting held on February 12, 2024, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013 ('the Act') and the Buy-back Regulations. We have been requested by the management of the Company to provide a report on the accompanying

Statement of permissible capital payment ("Annexure A") as at December 31, 2023 (hereinafter referred together as the "Statement"). This Statement has been prepared by the management of the Company, which we have initialled for identification purposes only.

**Management's Responsibility for the Statement** 

The preparation of the Statement in accordance with Section 68(2) of the Act and in compliance with Sections 68, 69 and 70 of the Act and the Buy-back Regulations, is the responsibility of the management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

**Auditor's Responsibility** 

Pursuant to the requirements of the Buy-back Regulations, it is our responsibility to provide reasonable

we have inquired into the state of affairs of the Company in relation to the audited interim financial statements of the company for the period ended December 31, 2023; the amount of permissible capital payment for the proposed buy-back of equity shares as stated in

Annexure A, has been properly determined considering the condensed audited interim financial statements as at December 31, 2023, in accordance with the provisions of Section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations; and

the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed the opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within one year from the date of the board meeting held to consider the proposal of Buy-back of Equity Shares.

The audited interim financial statements for the financial period ended on December 31, 2023, refereed in paragraph 5 above, which we have considered for this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated February 12,2024. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143 of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether these financial statements are free of material misstatement.

We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1 Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on enquiries conducted and our examination as above, we report that: we have inquired into the state of affairs of the Company in relation to its condensed audited interim financial statements for the financial period ended on December 31, 2023;

the amount of permissible capital payment towards the proposed buy-back of Equity Shares as computed in the Statement attached herewith as Annexure A, in our view has been properly determined in accordance with section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations.

the amount of share capital and its free reserves (including securities premium) have been extracted from the audited interim financial statements of the Company as on December 31, 2023; and

iv) the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed its opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within one year from the date of the Board Meeting (i.e., February 12, 2024).

Based on the representations made by the management, and other information and explanations given to us, which to the best of our knowledge and belief were necessary for this purpose, we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration. Restriction on Use

This report has been issued at the request of the Company solely - (i) for use of the Company in connection with the proposed buy-back of Equity Shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buy-back Regulations, (ii) to enable the Board of Directors of the Company to include it in the Public Announcement, Letter of Offer and other documents pertaining to buy-back to be sent to the Shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchange, public shareholders and any other regulatory authority as per applicable laws and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager, and should not be used by any other person and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

We are also not responsible for changes, events and circumstances occurring after the date of this report wnich may require an updation of this repor

# For, **F P & Associates**

Chartered Accountants

ICAI Firm Registration Number: 143262W

F. S. Shah

Partner

Membership No.: 133589 Place of Signature: Ahmedabad

Date: February 12,2024

**UDIN:** 24133589BKFHFK3156

# Annexure A

Statement of determination of the permissible capital payment towards Buy-back of Equity Shares ("the Statement") in accordance with Section 68(2) of the Companies Act, 2013 and Regulations 4 and 5 of the **Buy-back Regulations** 

| Sr.<br>No | Particulars   | Standalone<br>Amount |
|-----------|---|----------------------|
| Α         | Paid up equity share capital and free reserves as on December 31, 2023, based on the condensed audited financial statements of the Company  | 989.49               |
|           | Total paid-up Equity Share Capital  | 989.49               |
|           | Free Reserves, comprising   |                      |
|           | - Securities Premium Account  | -                    |
| $\exists$ | - General Reserve   | -                    |
|           | - Retained Earnings*  | 12733.32             |
|           | Total Paid up Equity Share Capital and Free Reserves  | 13722.81             |
| В         | The amount of Maximum Permissible Capital Payment towards the Buyback being lower of;   |                      |
|           | Maximum permissible Number of Equity Shares eligible for Buy-back in accordance with Section 68(2)(c) of the Companies Act, 2013 read with Regulation 4 of the Buy-back Regulations (25% of total number of outstanding equity shares) (Nos.) | 24.74                |
|           | Maximum amount permissible for the buyback i.e. 25% of total paid-up equity capital and free reserves of audited interim financial statements (25% of total paid-up equity share capital and free reserves as of December 31, 2023)           | 3430.70              |
|           | Amount approved by the Board of Directors at its meeting held on February 12, 2024.   | 3368.75              |

\*Net of re-measurement of assets and liabilities at fair value of Rs.2.20 Crores'

# For and on behalf of the Board of Directors of

Freshtrop Fruits Limited SD/-Name: Ashok Vishindas Motiani **Designation:** Managing Director

Place: Ahmedabad Date: 12/02/2024

(₹ in Lakhs)

Unquote PRIOR APPROVALS FROM LENDERS

As on date of this Public Announcement, the Company has outstanding facilities with Banks. It is confirmed that there is no breach of any covenants of the loans taken from all the Banks. RECORD DATE AND SHAREHOLDERS' ENTITLEMENT

**12**. The Board has fixed **Tuesday**, **April 02**, **2024** as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buy-back Offer

("Eligible Shareholders") 12.2. In due course, Eligible Shareholders will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement for participating in the Buy-back. Even if Eligible Shareholder does not receive the Letter

of Offer along with a Tender/Offer Form, the Eligible Shareholder may participate and tender shares in the Buy-back. The dispatch of the Letter of Offer shall be through electronic mode via email only, within 2 (two) working days from the Record Date and in case any shareholder requires physical copy of the Letter of Offer a request has to be sent to the Company or Registrar to the Buy-back to receive a copy of the Letter of Offer in physical form and the same shall be provided.

12.3. The Equity Shares proposed to be bought back as part of the Buy-back are divided in two categories:

a. Reserved category for Small Shareholders (defined hereinafter); and

General category for all other Eligible Shareholders. 12.4. As defined in the Buy-back Regulations, a "Small Shareholder" is a shareholder who holds shares whose market value, on the basis of closing price of shares on the recognized stock exchange, in which highest trading volume in respect of such shares is recorded on the record date, is not more than

 $\stackrel{\text{?}}{=}$ 2,00,000/- (Rupees Two Lakhs only). 12.5. In accordance with Regulation 6 of the Buy-back Regulations, 15% of the number of Equity Shares which the Company proposes to Buy-back or number of Equity Shares entitled as per the shareholding of the Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buy-

On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of Eligible Shareholders, including Small Shareholders, to tender their Equity Shares in the Buy-back Offer. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buy-back applicable in the category to which such shareholder belongs. The final number of Equity Shares that the Company will buy-back from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not buy-back all of the Equity Shares tendered (over and above entitlements) by Eligible Shareholders.

12.7. In order to ensure that the same Eligible Shareholder with multiple demat accounts / folios do not receive higher entitlement under Small Shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (Small Shareholder or General) and entitlement under the Buy-back. In case of joint shareholding, the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding Equity Shares in physical form where sequence of PAN is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buy-back will check the sequence of the names of the joint shareholders and club together the Equity Shares held in such cases where the sequence of the PANs and the name of the joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/ foreign portfolio investors etc. with common PAN shall not be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have different demat account nomenclature based on information prepared by Registrar to the Buy-back as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of 'clearing members' or 'corporate body margin account' or 'corporate body-broker' as per the beneficial position data as on the Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

12.8. After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the Buy-back by shareholders in that category, and thereafter from shareholders who have tendered over and above their entitlement in other category.

12.9. The participation of the Eligible Shareholders in the Buy-back is voluntary. Eligible Shareholders may also tender a part of their entitlement. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation by some other Eligible Shareholders, if any, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buy-back, without any additional investment. If the Buy-back entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buy-back entitlement to tender Equity Shares in the Buy-back.

12.10. The maximum number of Equity Shares that can be tendered under the Buy-back Offer by any Eligible Shareholder cannot exceed the number of Equity Shares held by the equity shareholder as on the Record Date. The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buy-back Regulations. The settlement of the tenders under the Buy-back Offer will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circulars, as may be amended from time to time and other relevant rules and regulations.

12.11. The Buy-back from non-resident members, Overseas Corporate Bodies (**OCBs**) and Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs) and members of foreign nationality, if any, etc. shall be subject to such approvals as may be required including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under, if any and such approvals shall be obtained, as may be required by the shareholders. Further, the reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Broker through which the Eligible Shareholder places the

12.12. Detailed instructions for participation in the Buy-back Offer as well as the relevant schedule of activities will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders.

PROCESS AND METHODOLOGY FOR THE BUY-BACK

13.1. The Buy-back shall be open to all Eligible Shareholders, holding Equity Shares in demat form and physical form as on the Record Date.

13.2. The Buy-back Offer will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" devised pursuant to SEBI Circulars and following the procedure prescribed in the Act and the Buy-back Regulations and as may be determined by the Board (including any person authorized by the Board to complete the formalities of the Buy-back Offer) and on such terms and conditions as may be permitted by law from time to time.

13.3. For implementation of the Buy-back, the Company has appointed Pravin Ratilal Share And Stock Brokers Limited as the registered broker to the Company (the "Company's Broker") who will facilitate the process of tendering Equity Shares through Stock Exchange Mechanism for the Buy-back Offer and through whom the purchases and settlement on account of the Buy-back Offer would be made by the Company. The contact details of the Company's Broker are as follows:

| Name:                      | Pravin Ratilal Share And Stock Brokers Limited                                      |
|----------------------------|---|
| Address:                   | Sakar-1, 5th Floor, Opp Gandhigram Railway Station, Navrangpura, Ahmedabad - 380009 |
| Contact Person:            | Ms. Shannon Khokharia   |
| Tel:                       | 079-26553758  |
| Email:                     | info@prssb.com  |
| Website:                   | http://www.prssb.com/   |
| SEBI Registration Number:  | INZ000206732  |
| Corporate Identity Number: | U67120GJ1994PLC022117   |

13.4. For the purpose of this Buy-back, BSE Limited ("BSE") will be the Designated Stock Exchange. The Company will request BSE to provide the facility of acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback Offer. The details of the platform will be as specified by BSE from time to time. In case Eligible Shareholder's broker is not registered with BSE or if the Eligible Shareholders do not have any stock broker then that Eligible Shareholders can approach any stock broker registered with the BSE and can make a bid by using quick unique client code ("UCC") facility, after submitting the details as may be required by the stock broker to be in compliance with the Buy-back Regulations. In case Eligible Shareholders are not able to bid using UCC facility through any other stock broker registered with BSE, the Eligible Shareholder may approach Company's Broker to place its bid subject to completion of 'know your customer' requirements as required by the Company's Broker. The Company / Registrar to the Buy-back shall provide the entitlement of Eligible Shareholders to the Clearing Corporation.

13.5. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("Seller Member") during normal trading hours of the secondary market. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The Seller Member can enter orders for shares held in demat as well as physical mode.

13.6. Eligible Shareholders will have to tender their Equity Shares from the same demat account in which they were holding such Equity Shares as on the Record Date, and in case of multiple Demat Accounts, Eligible Shareholders are required to tender the applications separately from each Demat Account. In case of any changes in the demat account in which the Equity Shares were held as on Record Date, such Eligible Shareholders should provide sufficient proof of the same to the Registrar and such tendered Equity Shares may be accepted subject to appropriate verification and validation by the Registrar.

Further, the Company will not accept shares tendered for Buy-back which are under restraint order of the court for transfer/sale and/or the title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificate have not been issued either due to such request being under process as per the provisions of law or otherwise. The Company will not Buy-back Equity Shares, which are locked-in or non-transferable, until the pendency of such lockin, or until the Equity Shares become transferable, as applicable, during the period between the date of opening and closing of the Buy-back Offer.

13.8. Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialised form: 13.8.1. Eligible Shareholders who desire to tender their Equity Shares held by them in the dematerialised form under Buy-back Offer would have to do so through their respective Seller Member by giving the details of

13.8.2. The Seller Member would be required to place a bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buy-back using the Acquisition Window of the Stock Exchange.

Equity Shares they intend to tender under the Buy-back.

13.8.3. The lien shall be marked in demat account of the Eligible Shareholders for the Equity Shares tendered in the

Buy-back. The details of Equity Shares marked as lien in the demat account of the Eligible Shareholders shall be provided by Depositories to the Clearing Corporation. 13.8.4. In case, the demat account of the Eligible Shareholders is held in one depository and clearing member

Buy-back shall be blocked in the shareholders demat account at the source depository during the tendering period. Inter Depository Tender Offer ("IDT") instruction shall be initiated by shareholder at source depository to clearing member pool/ clearing corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and sends IDT message to target depository for confirming creation of lien. 13.8.5. For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of

pool and clearing corporation account is held with other depository, the Equity Shares tendered under the

trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation 13.8.6. Upon placing the order, the Seller Member shall provide a transaction registration slip ("**TRS**") generated

by the exchange bidding system to the Eligible Shareholder on whose behalf the order has been placed. TRS will contain details of order submitted like Bid ID No., Depository Participant ("DP") ID, Client ID, no. of Equity Shares tendered, etc.

13.9. Procedure to be followed by Eligible Shareholders holding Equity Shares in the physical form:

13.9.1. In accordance with the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, the Eligible Shareholders holding Equity Shares in the physical form are allowed to tender their Equity Shares in the Buy-back provided that such tendering shall be as per the provisions of the Buy-back Regulations and terms provided in the Letter of Offer.

13.9.2. Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Members along with the complete set of documents for verification procedures to be carried out including the (i) original share certificate(s) (ii) valid share transfer form(s) (i.e., Form SH-4) duly filled and signed by the transferors (i.e., by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company (iii) self-attested copy of the Eligible Shareholder's PAN Card (iv) the Tender Form duly signed (in case the Equity Shares are in joint names, the Tender Form must be signed by all Eligible Shareholders in the same order in which they hold the Equity Shares) and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, such Eligible Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

13.9.3. Based on the documents mentioned in paragraph above, the concerned Seller Member shall place the bid on behalf of the Eligible Shareholder holding Equity Shares in physical form who wishes to tender Equity Shares in the Buy-back using the Acquisition Window. Upon placing the bid, the Seller Member shall provide a TRS generated by the Stock Exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.

13.9.4. After placing the bid, the Seller Member of the Eligible Shareholder has to deliver the original share certificate(s) and documents (as mentioned in paragraph 13.9.2 above along with TRS either by registered post or courier or hand delivery to Registrar to the Buy-back (at the address mentioned at paragraph 16 below) within 2 days of the bidding by the Seller Member. The envelope should be superscribed as "Freshtrop Fruits Limited- Buyback 2024". One copy of the TRS will be retained by Registrar to the Buy-back and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholder.

13.9.5. Eligible Shareholder holding Equity Shares in physical form should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for the Buy-back shall be subject to verification as per the Buy-back Regulations and any further directions issued in this regard. The Registrar will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar confirms the bids, it will be treated as 'confirmed bids'.

13.9.6. All documents as mentioned above, shall be enclosed with the valid Tender Form, otherwise the Equity Shares tendered will be liable for rejection. The Equity Shares shall be liable for rejection on the following grounds amongst others: (i) If there is any other company's equity share certificate(s) enclosed with the Tender Form instead of the Equity Share certificate(s) of the Company; (ii) If the transmission of Equity Shares is not completed, and the Equity Shares are not in the name of the Eligible Shareholders; (iii) If the Eligible Shareholders tender Equity Shares but the Registrar to the Buy-back does not receive the Equity Share certificate(s); (iv) In case the signature on the Tender Form and form SH-4 does not match as per the specimen signature recorded with Company/ Registrar to the Buy-back.

13.9.7. In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buy-back before the date of closing of the Buy-

13.9.8. An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buy-back by submitting duly executed transfer deed for transfer of Equity Shares purchased prior to Record Date in his/her name along with the tender form, copy of the his / her PAN and of the person from whom they have purchased the Equity Shares and other relevant documents as may be required for transfer of Equity Shares.

13.9.9. For Equity Shares held by Eligible Shareholders, being non-resident shareholders:

- i. Eligible Shareholders, being non-resident shareholders (excluding foreign institutional investors/foreign portfolio investors) shall also enclose a copy of the permission received by them from RBI, if applicable, to acquire the Equity Shares held by them.
- ii. In case the Equity Shares are held on repatriation basis, the non-resident shareholder shall obtain and enclose a letter from its authorised dealer / bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by the non-resident shareholder from the appropriate account (e.g. non-resident external (NRE) a/c.) as specified by RBI in its approval. In case the non-resident shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the non-resident shareholder shall submit a consent letter addressed to the Company, allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity shares accepted under the Buy Back.

iii. If any of the above stated documents (as applicable) are not enclosed along with the Tender Form, the Equity Shares tendered under the Buy-back are liable to be rejected.

- 13.9.10. Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buy-back. Multiple bids made by a single Eligible Shareholder shall be clubbed and considered as "one" bid for the purpose of acceptance.
- 13.9.11. The website of BSE shall display only confirmed bids and accordingly, the cumulative quantity tendered shall be made available on the website of the BSE (i.e., www.bseindia.com) throughout the trading sessions and will be updated at specific intervals during the tendering period.

**METHOD OF SETTLEMENT** 

- 14.1. Upon finalization of the basis of Acceptance as per the Buy-back Regulations, the settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market and as intimated by the Clearing Corporation
- Details in respect of shareholder's entitlement for the Buy-back shall be provided to Clearing Corporation by Company Registrar to the Buy-back. On receipt of the same, the Clearing Corporation will cancel excess or unaccepted blocked Equity Shares. On settlement date, all blocked Equity Shares mentioned in the accepted bid will be transferred to the Clearing Corporation.
- In the case of IDT, Clearing Corporation will cancel the excess or unaccepted Equity Shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buy-back. Post receiving the IDT message from target depository, source depository will cancel/release excess or unaccepted block Equity Shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the Equity Shares as per the communication / message received from target depository to the extent of accepted bid Equity Shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.
- The Company will transfer the consideration pertaining to the Buy-back to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buy-back, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant Bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Member for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
- In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by the BSE and the Clearing Corporation
- 14.6. The Equity Shares bought back in the dematerialized form would be transferred directly to the demat escrow account of the Company ("Demat Escrow Account") provided it is indicated by the Company's Brokers or it will be transferred by the Company's Broker to the Company's demat account on receipt of the Equity Shares from the clearing and settlement mechanism of the BSE.
- Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the Depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the respective Eligible Shareholder. The shareholders of the demat Equity Shares will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of demat Equity Shares, due to rejection or due to non-acceptance in the Buy-back Offer.
- 14.8. In relation to the physical Equity Shares:
  - 14.8.1. If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificates would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to dematerialize their physical shares.
  - 14.8.2. If however, only a portion of the physical shares held by an Eligible Shareholder is accepted in the Buyback, then the Company is authorised to split the share certificate and issue a Letter of Confirmation ("LOC") in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD RTAMB/P/CIR/2022/8 dated January 25, 2022 with respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent ("RTA"). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter of Confirmation Issued" on the face/reverse of the certificate to the extent of the excess physical shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the physical Equity Shares. In case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the physical Equity Shares to a separate demat account of the Company opened for the said
- 14.9. The Seller Member would issue contract note for the Equity Shares accepted under the Buy-back and will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buy-back.
- 14.10. Equity Shareholders who intend to participate in the Buy-back should consult their respective Seller Member for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Seller Member for tendering Equity Shares in the Buy-back (secondary market transaction). Therefore, the Buy-back consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage). The Manager to the Buy-back Offer and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the Seller Member, and such costs will be borne solely by the Eligible Shareholders.
- 14.11. The Equity Shares lying to the credit of the Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buy-back Regulations.
- Investors may contact the Compliance Officer of the Company for any clarifications or to address their grievances, if any, during office hours between i.e., 10.00 AM IST. to 5.00 PM IST. on all working days except Saturday, Sunday and public holidays, at the following address:

| Name:        | Kalpana Suman   |
|--------------|---|
| Designation: | Company Secretary & Compliance Officer                            |
| Address:     | A-603, Sapath IV, S. G. Road, Ahmedabad - 380015, Gujarat, India. |
| Phone:       | +917940307050/56  |
| Email:       | investor@freshtrop.com; secretarial@freshtrop.com                 |
| Website:     | www.freshtrop.com   |

REGISTRAR TO THE BUY-BACK/INVESTOR SERVICE CENTRE In case of any queries, Eligible Shareholders may also contact the Registrar to the Buy-back during office hours between i.e., 10.00 AM IST to 5.00 PM IST on all working days except Saturday, Sunday and public holidays, at the



following address:

Bigshare Services Private Limited

Address: Office." No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093. **Tel. No.:** +91-022-6263 8200 **Fax:** +91-022-6263 8299 **Email:** buybackoffer@bigshareonline.com; Website: www.bigshareonline.com Contact Person: Maruti Eate

**SEBI Registration Number:** INR000001385 **CIN:** U99999MH1994PTC076534

**MANAGER TO THE BUY-BACK** 

Vivro Financial Services Private Limited Address: Vivro House, 11 Shashi Colony, Opp Suvidha Shopping Center, Paldi, Ahmedabad -

380007, Gujarat, India. **Tel.:** +91 - 79 - 4040 4242 VIVRO E-mail: investors@vivro.net Website: www.vivro.net Contact Person(s): Shivam Patel/Kevin Dhruve SEBI Registration Number: INM000010122 Validity: Permanent CIN: U67120GJ1996PTC029182

DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Public Announcement and confirms that it contains true, factual and materia information and does not contain any misleading information.

For and on behalf of the Board of Directors of Freshtrop Fruits Limited

Sd/-**Ashok Vishindas Motiani** Chairman & Managing Director (DIN: 00124470)

Sd/-Nanita Ashok Motiani Whole Time Director

(DIN: 00787809)

Sd/-Kalpana Suman Company Secretary & Compliance Officer (Membership Number: A71241)

ब्याज के साथ

Place: Ahmedabad

**Date:** March 19, 2024

www.readwhere.com

एसएमएफजी इंडिया होम फाइनेंस कंपनी लिमिटेड

महाराष्ट्र पंजीकृत कार्यालय : मेघ टॉवर्स, तृतीय तल, पुरानी सं. 307, नई सं. 165, पूनामल्ली हाई रोड, मदुरावोयल, चेन्नई —600095, तमिलनाडु

SMFG (पूर्ववर्ती फुलरटन इंडिया होम फाइनेंस कंपनी लिमिटेड) Grihashakti निगमित कार्यालय : 503 एवं 504, 5वां तल, जी–ब्लॉक, इंसाइप्रि बीकेसी, बीकेसी मेन रोड, बांद्रा कुर्ली कॉम्प्लेक्स, बांद्रा (पू.), मुंबई–400051,

अचल संपत्ति हेतु अधिग्रहण सूचना [(परिशिष्ट IV) नियम 8(1)] जबिक, अधोहस्ताक्षरकर्ता ने एसएमएफजी इंडिया होम फाइनेंस कंपनी लिमिटेड (पूर्ववर्ती फुलरटन इंडिया होम फाइनेंस कंपनी लिमिटेड), एक हाउसिंग फाइनेंस कंपनी [राष्ट्रीय आवासन बैंक के साथ विधिवत पंजीकृत (आरबीआई द्वारा पूर्णतः स्वामित्वकृत)] (यहां इसमें इसके उपरांत ''एसएमएचएफसी'' के रूप में संदर्भित), के प्राधिकृत अधिकारी के रूप में वित्तीय परिसम्पत्तियों के प्रतिभृतिकरण एवं पूनर्निर्माण तथा प्रतिभृति हित प्रवर्तन अधिनियम 2002 (2002 का 54) के अंतर्गत और प्रतिभृति हित (प्रवर्तन) नियमावली 2002 के नियम 3 के साथ पठित धारा 13(12) के अंतर्गत प्रदत्त शक्तियों के प्रयोगांतर्गत, एक मांग सूचना दिनांकित निम्नांकित उक्त अधिनियम की धारा 13(2) के अंतर्गत निर्गत की थी, जिसमें आप ऋणकर्ताओं (नाम नीचे वर्णित हैं) को उक्त सूचना

में अंकित राशि तथा राशि पर नियत ब्याज का उक्त सुचना की प्राप्ति की तिथि से 60 दिवसों के अंदर प्रतिभगतान करने को कहा गया था। यहां इसमें निम्न वर्णित ऋणकर्ता निर्धारित बकाया राशि का प्रतिभुगतान करने में विफल हो चुके हैं, अतएव एतदद्वारा यहां इसमें निम्न वर्णित ऋणकर्ताओं को और जनसाधारण को सूचित किया जाता है कि अधोहस्ताक्षरकर्ता ने यहां इसमें निम्न विवरणित संपत्ति का, प्रतिभृति हित (प्रवर्तन) नियमावली 2002 के नियम 8 के साथ पठित उक्त अधिनियम की धारा 13 की उप–धारा (4) के अंतर्गत मुझे प्रदत्त शक्तियों के प्रयोगांतर्गत भौतिक अधिग्रहण कर लिया है। यहां इसमें उपरोक्त वर्णित ऋणकर्ताओं को विशेष रूप में तथा जनसाधारण को एतदद्वारा सामान्यतय सावधान किया जाता है कि संपत्ति का लेन–देन न करें और संपत्ति का कोई व किसी भी प्रकार का लेन–देन, यहां इसमें निम्नांकितानुसार एक राशि तथा इस राशि नियत ब्याज हेतु ''एसएमएचएफसी'' के

ऋणकर्ता(ओं) / गारंटर(रों) प्रतिभूत परिसंपत्तियों (अचल संपत्ति) मांग सूचना तिथि अधिग्रहण एवं राशि के नाम, एलएएन का विवरण की तिथि संपत्ति सं. आर–80 क्षेत्र माप 200 वर्ग गज (अर्थात् 167.22 वर्ग दिनांक : 30.10.2023 16.03.2024 मीटर अवस्तंभ क्षेत्र 10 वर्ग मीटर), इसके समस्त छत / छज्जा 609139211129225 ₹. 64,36,178 / -(भौतिक अधिकारों के साथ, खसरा सं. 60 / 5 में से. ग्राम हस्तसाल के 1. विशब सिंह भारती (रुपये चौंसठ लाख छत्तीस अधिग्रहण) 2. विनय भारती क्षेत्र, मोहन गार्डन के रूप में अभिज्ञात दिल्ली कॉलोनी, हजार एक सौ अट्टहत्तर ब्लॉक—आर उत्तम नगर, नई दिल्ली—110 059 में स्थित तथा मात्र) निम्नानुसार परिसीमित है :- पूर्व- घर सं. आर-79-ए ९(एम), 25.09.2023 के अनुसार

गली 10 फुट। प्राधिकृत अधिकारी, एसएमएफजी इंडिया होम फाइनेंस कंपनी लिमिटेड स्थान : दिल्ली राराक्षे (पूर्ववर्ती फुलरटन इंडिया होम फाइनेंस कंपनी लिमिटेड) दिनांक: 16-03-2024

पश्चिमं– घर सं. आर–81 (एम), उत्तर– सड़क 20 फुट, दक्षिण–

# Criminal Court, Luciniana In The Court Of Ms. Lovepreet

Kaur Swaich JMIC, Ludhiana Kotak Mahindra Bank

Vs. Ravi Partap CNR NO: PBLD03-056036-2020

COMA/ 10043/2020 Notice To: 1) Ravi Pratap Address: R/o Ward No.11 Bright School Ke Samne, Phool Ganj, Banmore, Morena Banemore Khurd, Morena Madhva Pradesh Whereas it has been proved to the

satisfaction of this court that you the accused above named cannot be served in the ordnary way of service. Hence this proclamation under section 82 CRPC is hereby issued against you with a direction that you should appear personally before this court on 22-04-2024 at 10:00 a.m. or within 30 days from the date of publication of this proclamation take notice that, in default of your part to appear as directed above the above said case will be heard and determined as per law, in your absence Given under my hand and the seal of the court. for details logon to: https://highcourtchd.gov.in/?trs=district\_r otice&district=ludhiana JMIC Ludhiana

प्ररूप संख्या आईएनसी-25ए पब्लिक कंपनी से प्राइवेट कंपनी में संपरिवर्तन के लिए समाचार पत्र में प्रकाशित किया जाने वाला विज्ञापन

क्षेत्रीय निदेशक, कार्पोरेट कार्य मंत्रालय, उत्तरी क्षेत्र के समक्ष, नई दिल्ली कंपनी अधिनियम, 2013 की धारा 14 और कंपनी (निगमन) नियम, 2014 के नियम 41 के मामले में

गणपति सिंथेटिक्स लिमिटेड (CIN: U74899DL1994PLC061873) जिसका पंजीकृत कार्यालयः टेरेस, मकान नं. 22. तीसरी मंजिल, ब्लॉक 21 शक्ति नगर, दिल्ली-110007 में स्थित हैं. के मामले में

एतदहारा आम जनता को सुचित किया जाता है कि यह कम्पनी उपरोक्त नियमावली के साथ पठित कम्पनी अधिनियम, 2013 की धारा 14 के अंतर्गत केंद्र सरकार के पास एक आवेदन करने तथा ऐसे रूपांतरण को प्रभावी करने के लिये कम्पनी को सक्षम बनाने के लिए 15 मार्च, 2024 को आयोजित असाधारण आम सभा में पारित विशेष प्रस्ताव के अनुसार कंपनी को एक प्राइवेट लिमिटेड कंपनी में रूपांतरित करने की इच्छक है।

कंपनी के प्रस्तावित परिवर्तन / स्थिति के कारण, यदि किसी व्यक्ति का हित प्रभावित होने की संभावना है. तो वह व्यक्ति. इसका कारण देते हए आपत्ति हलफनामा में उल्लेख करते हए जिसमें उनके हित / विपक्ष के आधार हों, इस सूचना के छपने के बौदह दिनों के भीतर क्षेत्रीय निदेशक, उत्तरी क्षेत्र, कारपोरेट कार्य मंत्रालय, बी-2 विंग, दूसरा तल, पंडित दीनदयाल अत्योदय भवन, सीजीओ कॉम्पलेक्स, नई दिल्ली-110003 को पंजीकृत डाक द्वारा प्रेषित करें तथा इसकी एक कॉपी आवेदक कंपनी को पंजीकत पते टेरेस, मकान नं. 22, तीसरी मंजिल, ब्लॉक 21 शक्ति नगर, दिल्ली-110007 में भी भेज दे।

आवेदक के लिए और उसकी ओर से गणपति सिंथेटिक्स लिमिटेड अन् बंसल (निदेशक) तिथि: 20.03.2024 डीआईएन: 05259701 स्थान: दिल्ली

### आईएनसी-26 कैकर स्टीट प्राईवेट लिमिटेड

CIN: U74999UP2019PTC124634, जिसका पंजीकत कार्यालय टावर-I. 606. एस्सोटेक बिजनेस क्रेस्टर्रा. सेक्टर-135. नोएडा. उत्तर प्रदेश-201301. भारत में है, के मामले में (सम्पर्क नं.: 7303166808,

ईमेल आईडीः amit.gupta@cakerstreet.com) केन्द्र सरकार, (क्षेत्रीय निदेशक उत्तरी क्षेत्र)

कंपनी अधिनियम, 2013 की धारा 13 की उप-धारा (4) तथा कम्पनी (निगमन) नियमावली, 2014 के

नियम 30 के उप-नियम (5) के क्लॉज (ए) के मामले में कैकर स्ट्रीट प्राईवेट लिमिटेड जिसका पंजीकृत कार्यालय

टावर-I, 606, एस्सोटेक बिजनेस क्रेस्टर्रा, सेक्टर-135

नोएडा, उत्तर प्रदेश-201301, भारत, में है, के मामले

.... आवेदक कम्पर्न एतदहारा आम जनता को सचित किया जाता है कि ''**उत्त** प्रदेश'' से ''रा.रा. क्षेत्र दिल्ली'' में उसके पंजीकत कार्यालय को परिवर्तित करने के लिए कंपनी को सक्षम बनाने के लिए 01.03.2024 को आयोजित असाधारण आमसभा में पारित विशेष प्रस्ताव के अनुसार कंपनी के मेमोरैंडम ऑफ एसोसिएशन के परिवर्तन की पुष्टि के लिए कम्पनी अधिनियम, 2013 की धारा 13 के अंतर्गत यह आवेदक कंपनी केन्द्र सरकार, शक्ति क्षेत्रीय निदेशक गं निहित के पास आवेदन करने का प्रस्ताव करती है। कंपनी के पंजीकृत कार्यालय के इस प्रस्तावित परिवर्तन से यदि किसी व्यक्ति का हित प्रभावित होता हो, वे एमसीए-21 पोर्टल (www.mca.gov.in) पर निवेशक शिकायत प्रपत्र दाखिल करें अथवा उसके नीचे वर्णित पंजीकृत कार्यालय में आवेदक कंपनी को उसकी एक प्रति के साथ इस सुचना के प्रकाशन की तिथि से चौदह दिनों के भीतर अपने हित की प्रकृति तथा आपत्ति के कारणे का उल्लेख करते हुए एक शपथ पत्र द्वारा समर्थित अपनी आपत्ति क्षेत्रीय निदेशक, उत्तरी क्षेत्र के पतेः बी-2 विंग, 2रा तल, पं. दीन दयाल अन्त्योदय भवन, सीजीओ कॉम्प्लैक्स, नई दिल्ली-110003 में जमा करें या जमा

कराएं या पंजीकृत डाक से भेजें: टावर-I, 606, एस्सोटेक बिजनेस क्रेस्टर्ग. सेक्टर 135, नोएडा, उत्तर प्रदेश-201301, भारत कृत्ते, कैकर स्ट्रीट प्राईवेट लिमिटेड

राज पॉल गुप्त तिथि: 20.03.2024 निदेशव स्थानः नोएडा DIN: 10229804

# आईएनसी-26 कैन्डी स्ट्रीट प्राईवेट लिमिटेड

CIN: U46304UP2023PTC191174, जिसका पंजीकृत कार्यालय टावर-I, 606, छठा एस्सोटेक बिजनेस क्रेस्टर्रा, नोएडा, गौतम बुध नगर, नोएडा, उत्तर प्रदेश-201301, भारत में है, के मामले में

(सम्पर्क नं.: 7303166808, ईमेल आईडी: amit@mycandystreet.com) केन्द्र सरकार, (क्षेत्रीय निदेशक उत्तरी क्षेत्र) के समक्ष

कंपनी अधिनियम, 2013 की धारा 13 की उप-धारा (4) तथा कम्पनी (निगमन) नियमावली, 2014 के नियम 30 के उप-नियम (5) के क्लॉज (ए) के मामले में

कैन्डी स्टीट प्राईवेट लिमिटेड जिसका पंजीकत कार्यालयः टावर-I, 606, एस्सोटेक बिजनेस क्रेस्टर्रा, नोएडा, गौतम बध नगर, नोएडा, उत्तर प्रदेश-201301. भारत में है, के मामले में . आवेदक कम्पनी एतद्द्वारा आम जनता को सूचित किया जाता है कि ''उत्तर प्रदेश'' से ''रा.रा. क्षेत्र दिल्ली'' में उसके पंजीकृत कार्यालय को परिवर्तित करने के लिए कंपनी को सक्षम बनाने के लिए 01.03.2024 को आयोजित असाधारण आमसभा में पारित विशेष प्रस्ताव के अनुसार कंपनी के मेमोरैंडम ऑफ एसोसिएशन के परिवर्तन की पुष्टि के लिए कम्पनी अधिनियम, 2013 की धारा 13 के अंतर्गत यह आवेदक कंपनी केन्द्र सरकार, के पास आवेदन करने का प्रस्ताव करती है।

कंपनी के पंजीकृत कार्यालय के इस प्रस्तावित परिवर्तन से यदि किसी व्यक्ति का हित प्रभावित होता हो, वे एमसीए-21 पोर्टल (www.mca.gov.in) पर निवेशक शिकायत प्रपत्र दाखिल करें अथवा उसके नीचे वर्णित पंजीकृत कार्यालय में आवेदक कंपनी को उसकी एक प्रति के साथ इस सूचना के प्रकाशन की तिथि से चौदह दिनों के भीतर अपने हित की प्रकृति तथा आपत्ति के कारणों का उल्लेख करते हुए एक शपथ पत्र द्वारा समर्थित अपनी आपत्ति क्षेत्रीय निदेशक, उत्तरी क्षेत्र के पतेः बी-2 विंग, 2रा तल, पं. दीन दयाल अन्त्योदय भवन, सीजीओ कॉम्प्लैक्स, नई दिल्ली-110003 में जमा करें या जमा कराएं या पंजीकत डाक से भेजें:

टावर-I, युनिट नं. 606, छठा एस्सोटेक बिजनेस क्रेस्टर्रा, नोएडा, गौतम बुध नगर, नोएडा, उत्तर प्रदेश-201301, भारत

कृत्ते, कैन्डी स्ट्रीट प्राईवेट लिमिटेड राज पॉल गुप्ता तिथि: 20.03.2024 निदेशक स्थानः नोएडा DIN: 10229804

# **Mahindra** HOME FINANCE

मुख्य कार्यालय-महिन्दा रूरल हाउसंग फाइनेंस लिमिटेड, युनिट नं. 203, दूसरी मॅजिल, बी विग,अभिटी बिल्डिंग अगस्य कॉर्पोरेट पार्क, कुली, मुंबई 400 070 CIN:U65922MH2007PLC169791 क्षेत्रीय कार्यालय-क्षेत्रीय कार्यालय:- तीसरी मंजिल, प्लॉट नंबर 46-47, श्रीनाथ टॉवर, कॉस्मो कॉलोनी, आग्नपाली मार्ग, वैशाली नगर, जयपुर - 302021

### सार्वजनिक सूचना-शाखाओं को बंद करने हेत् हम इसके द्वारा दिनांक 19.06.2024 से निम्नलिखित शाखा को बंद करने की सुचना देते हैं शाखाओं का नाम पडली मंजिल, बिलिंडग जो अजमेर रोड. ब्यावर सेट पुलिया, एसबीआई बैंक के पास, ब्याबर-305901, राजस्थान ग्राउंड फ्लोर, बिल्डिंग मेघा हाईवे चौराहा के पास . दहीखेडा रोड, खानपुर- 326038, राजस्थान पहली मॉजिल, बिल्डिंग प्राना बस स्टैंड, लक्ष्मणगढ टोडी रोड, लक्ष्मणगद-332311, राजस्थान पहली मंजिल, वार्ड नंबर 8, बिल्डिंग स्टेशन रोड के पास, श्रीमाघोपर एक्सिस बैंक के ऊपर, श्रीमाधोप्र- 332715, राजस्थान

उपर्युक्त तिथि के बाद उपरोक्त शाखा से परिचालन बंद कर दिया जाएगा सभी ग्राहकों से अनुरोध है कि वे इसे नोट कर लें। हस्ताक्षर अधिकत अधिकारी ( महिन्द्रा करल हाउसिंग फाइनेंस लिमिटेड ) स्थान-राजस्थान

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## भारतीय नौवहन निगम लिमिटेड (भारत सरकार का उद्यम)

शिपिंग हाउस, 245 मैडम कामा रोड, मुंबई-400021 (भारत) दूरभाव संख्या: +91-22- 22853556 / 22772182 Email: amit.vatkan@sci.co.in/dirtos.sect@sci.co.in

# सेकंडहैंड कंटेनर जहाज का अधिग्रहण

शिर्पिंग कॉर्पोरेशन ऑफ इंडिया लिमिटेड 15 साल तक पुराने सेकंडहैंड कंटेनर जहाज जो 9000 से 12000 टीईयू तक की क्षमता का हो, को अधिग्रहित करने में रुचि रखता है। बोलीदाताओं से अनुरोध है कि वे अधिक जानकारी के लिए हमारी वेबसाइट

www.shipindia.com या www.eprocure.gov.in पर जाएं। भाग लेने वाले बोलीदाताओं को अपने प्रस्ताव 5 अप्रैल, 2024 को 1700 बजे (आईएसटी) तक उपरोक्त उल्लिखित पते पर निदेशक (टी एंड ओएस) को प्रस्तुत

कार्गों मंजिल तक पहुँचाए, जीवन को राह दिखाए

# **VALENCIA NUTRITION LIMITED**

Corporate Identification Number: L51909MH2013PLC381314

Registered Office: 601A, Neelkanth Business Park, Nathani Road, Vidyavihar (West), Mumbai - 400 086, Maharashtra, India. Email id: compliance@valencianutrition.com | Website: www.valencianutrition.com Contact Person: Nishi Jayantilal Jain, Company Secretary & Compliance Officer

PROMOTERS: MANISH TURAKHIA AND DEEPTHI ANAND#

## NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

ISSUE OF 83,78,012 EQUITY SHARES OF FACE VALUE OF ₹10.00/- (RIGHTS EQUITY SHARES) OF VALENCIA NUTRITION LIMITED ("VALENCIA" OR THE COMPANY OR THE "ISSUER") FOR CASH AT A PRICE OF ₹26/- (RUPEES TWELVE ONLY) PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹16/- (RUPEES TWO ONLY) PER RIGHTS EQUITY SHARE) ('ISSUE PRICE') FOR AN AMOUNT ₹2,178.28 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE SHAREHOLDERS IN THE RATIO OF 15 (FIFTEEN) RIGHT SHARES FOR EVERY 10 (TEN) EQUITY SHARES HELD BY SUCH ELIGIBLE SHAREHOLDERS AS ON THE RECORD DATE, MARCH 07, 2024 ('ISSUE'). THE ISSUE PRICE IS 2.6 TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED 'TERMS OF THE ISSUE' BEGINNING ON PAGE 140 OF THE LETTER OF OFFER.

"Company has received request letter cum undertaking from Deepthi Anand, Promoter of the Company on November 27, 2023 for reclassifying her shareholding from 'Promoter' to 'Public Category' under Regulation 31 A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our Company has initiated the process of re-classification of Deepthi Anand from 'Promoter' to 'Public Category' and has made the relevant application and other submissions as prescribed in the Listing Regulations to BSE for the same.

**RIGHTS ISSUE** PERIOD EXTENDED

LAST DATE FOR ON MARKET RENUNCIATION (OLD) - TUESDAY, MARCH 19, 2024

ISSUE CLOSING DATE (OLD) - FRIDAY, MARCH 22, 2024

LAST DATE FOR ON MARKET RENUNCIATION (NEW) - FRIDAY, APRIL 05, 2024 ISSUE CLOSING DATE (NEW) - FRIDAY, APRIL 12, 2024

ASBA\*

Simple, Safe, Smart way of Application - Make use of it!!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below.

Please note that in accordance with provisions of applicable circulars issued by SEBI, all QIBs, Non-Institutional Investors and Retail Individual Investors complying with the eligibility conditions prescribed by SEBI, shall only invest in the Issue through ASBA process, unless otherwise permitted by regulatory authorities or under plicable law. Accordingly, all Eligible Equity Shareholders who (a) hold Equity Shares in dematerialized form, (b) have not renounced their Rights Entitlement in part or in full, and (c) are not Renouncees, shall use the ASBA process to make an application in the Issue. Eligible Equity Shareholders who have renounced their Rights Entitlement in part, Renouncees and Eligible Equity Shareholders holding Equity Shares in physical form are not eligible ASBA Investors and must apply for Rights Equity Shares only through the non-ASBA process, irrespective of the application amounts/applicant category.

ASBA Investors should note that the ASBA process involves application procedures that may be different from the procedure applicable to non-ASBA process. ASBA Investors should carefully read the provisions applicable to such applications before making their application through the ASBA process. For details, see "Terms of the Issue - Procedure for Application" on page 140 of the Letter of Offer.

This is to inform the Eligible Shareholders of the Company that the date of closure of the Rights Issue, which opened on Friday, 15th March, 2024 and scheduled to close on Friday, 22nd March, 2024 has now been extended by the Company from Friday, 22nd March, 2024 to Friday, 12nd April, 2024, vide the Board Meeting dated 19th March, 2024 in order to provide an opportunity to shareholders to exercise their rights in the Rights Issue.

Accordingly the last date of submission of the duly filled in CAF (along with the amount payable on application) is Friday, 12th April, 2024, Equity Shareholders of the Company who are entitled to apply for the Rights Issue as mentioned above are requested to take note of the issue closure date as Friday, 12th April, 2024. Accordingly there is no change in the LOF, CAF and ALOF except for modification in the issue closing date; resultant change in indicative time table of post issue activities on account of extension of issue closing date and to the extent stated in the ADDENDUM CUM CORRIGENDUM - NOTICE TO INVESTORS published in the advertisement dated Tuesday, 19th March, 2024 which appeared in newspapers on Wednesday, 20th March, 2024.

> For, VALENCIA NUTRITION LIMITED On behalf of the Board of Directors

> > Manish Turakhia

AdBaaz

**Managing Director** 

Place: Mumbai Date: 19th March, 2024

APRI GLOBAL

CAPITAL LIMITED

कैप्री ग्लोबल कैपिटल लिमिटेड

पंजीकृत एवं कॉर्पोरेट कार्यालय : 502, टॉवर-ए, पेनिनसुला बिजिनेस पार्क, सेनापित बापत मार्ग, लोअर परेल, मुम्बई-400013 सर्किल कार्यालय : १-बी, दुसरी मंजिल, पुसा रोड, राजेन्द्र प्लेस, नई दिल्ली-110060

परिशिष्ट-IV-ए [नियम 8(6) एवं 9(1) के प्रावधान देखें] अचल सम्पत्तियों की बिक्री हेतु विक्रय सूचना

प्रतिभृति हित (प्रवर्तन) नियम, 2002 के नियम 8(6) के प्रावधानों के साथ पठित वित्तीय आस्तियों के प्रतिभृतिकरण तथा पुनर्निर्माण एवं प्रतिभृति हित प्रवर्तन अधिनियम, 2002 के तहत अचल आस्तियों की बिक्री हेतु विक्रय सूचना। एतद्वारा जनसामान्य को तथा विशेष रूप से कर्जदार(रों) एवं जमानती(यों) को सूचना दी जाती है कि प्रतिभृत लेनदार के पास बंधक/प्रभारित नीचे वर्णित अचल सम्पत्ति जिस पर कैप्री ग्लोबल कैपिटल लिमिटेड प्रतिभृत लेनदार द्वारा रचनात्मक/भौतिक कब्जा कर लिया गया है, नीचे वर्णित कर्जदार से कैप्री ग्लोबल कैपिटल लिमिटेड प्रतिभृत लेनदार के नीचे वर्णित राशि की वसुली हेतु निम्नलिखित तिथियों पर ''जहाँ है जैसे है'', ''जो है यही है'' तथा ''जो कुछ भी है वहीं है'' आधार पर बिक्री की जायेगी। आरक्षित मुल्य, ईएमडी राशि तथा सम्पत्ति का विवरण नीचे वर्णित है।

| क्र. | 1. कर्जदार(रों) का नाम               | बंधक सम्पत्ति का विवरण         | 1. ई-नीलामी की तिथि एवं समय                     | 1. आरक्षित मूल्य                                 |
|------|--------------------------------------|--------------------------------|---|--|
| सं.  | 2. बकाया राशि                        |                                | 2. ईएमडी जमा करने की अन्तिम तिथि                | 2. सम्पत्ति की ईएमडी                             |
| 1.   | 1. श्री पुरुषोत्तम पी. (''कर्जदार'') | वाणिज्यिक दुकान खसरा नं. 270   | 3. सम्पत्ति के निरीक्षण की तिथि एवं समय         | 3. वर्धित मूल्य                                  |
|      | 2. श्री माधव एम.                     | का समस्त भाग, क्षेत्रफल माप 13 | 1. ई-नीलामी दिनांकः 23.04.2024 (दोपहर 3:00 बजे  | आरक्षित मूल्यः                                   |
|      | 3. सुश्री रेखा अग्रीुल (सह-कर्जदार)  | वर्ग मीटर, मौजा मथुरा बांगड़,  | से दोपहर 4:00 बजे के बीच)                       | रु. 14,30,000∕- (रुपये चौदह लाख तीस हजार मात्र)  |
|      | ऋण खाता संख्या                       | तहसील एव जिला मथुरा, उत्तर     | 2. केवाईसी के साथ ईएमडी जमा करने की अंतिम तिथि: | जमा धरोहर राशिः                                  |
|      | LNMENOI000014353                     | प्रदेश                         | 22.04.2024                                      | रु. 1,43,000/- (रुपये एक लाख तैंतालीस हजार       |
|      | 19.03.2024 तक रु. 24,10,930/- (रुपये |                                | 3. निरीक्षण की तिथि;                            | मात्र)   |
|      | चौबीस लाख दस हजार नौ सौ तीस मात्र)   |                                | 20.04.2024                                      | वृद्धि मूल्यः रु. 10,000/- (रुपये दस हजार मात्र) |
|      | लाग भावी ब्याज के साथ।               |                                |   |  |

बिक्री के विस्तत नियम एवं शर्तों के लिए कृपया कैप्री ग्लोबल कैपिटल लिमिटेड प्रतिभृत लेनदार की वेबसाइट www.Capriglobal.in/auction/ में प्रावधानित लिंक का सन्दर्भ लें।

ऑनलाइन ई-नीलामी बिक्री के नियम एवं शर्ते

1. सम्पत्ति की बिक्री ''जहाँ है जैसे है, जो है वहीं है तथा उपचार रहित आधार'' पर की जा रही है। क्योंकि बिक्री बिना किसी वारंटी तथा इंडेम्निटी के है।

2. ई-नीलामी बिक्री सचना में सम्पत्ति/आस्तियों के विवरण (जैसे विस्तार तथा माप) प्रतिभत लेनदार की सर्वोत्तम जानकारी के अनसार लिखे गये हैं और प्रतिभत लेनदार किसी त्रटि, गलत बयानी या विलोपन के लिए उत्तरदायी नहीं होगा। वास्तविक विस्तार तथा माप में अन्तर हो सकता है।

3. प्रतिभत लेनदार द्वारा निर्गत ई-नीलामी बिक्री सचना अपनी संविदाएँ जमा करने हेत जनसामान्य के लिए एक आमन्त्रण है और प्रतिभत लेनदार के पक्ष में कोई प्रतिबद्धता या प्रतिनिधान नहीं नहीं निर्मित करती है और न करती हुई मानी जायेगी। इच्छक संविदाकारों को अपनी संविदा/एँ जमा करने से पूर्व सम्पत्ति/आस्तियों के स्वामित्व तथा वर्तमान दशा एवं सम्पत्ति को प्रभावित करने वाले दावों/बकायों के विषय में अपना स्वतन्त्र पृछताछ/ड्यु डिलिजेंस संचालित करने की सलाह दी जाती है। 4. नीलामी केवल वेबसाइट https://sarfaesi.auctiontiger.net के माध्यम से ''ऑनलाइन इलेक्ट्रॉनिक मोड'' में अथवा सेवा प्रदाता मैसर्स ई-प्रोक्योरमेंट टेक्नोलॉजीज लिमिटेड, अहमदाबाद द्वारा प्रावधानित

ऑक्शन टाइगर मोबाइल एप के माध्यम से संचालित की जायेगी जो ई-नीलामी प्लेटफॉर्म के माध्यम से नीलामी की सम्पर्ण प्रक्रिया की व्यवस्था तथा समन्वयन करेंगे। 5. संविदाकार अपने मनचाहे स्थान से संविदा हेतु ई-नीलामी में भाग ले सकते हैं। इंटरनेट कनेक्टिविटी की व्यवस्था संविदाकार को स्वयं सुनिश्चित करनी होगी। प्रतिभृत लेनदार/सेवा प्रदाता इंटरनेट कनेक्टिविटी, नेटवर्क

समस्या. सिस्टम क्रैश डाउन, पॉवर फेल्योर आदि के लिए उत्तरदायी नहीं होंगे। 6. विवरण, सहायता, प्रक्रिया तथा ई-नीलामी पर ऑनलाइन बोली के लिए सम्भावित संविदाकार सेवा प्रदाता मैसर्स ई-प्रोक्योरमेंट टेक्नोलॉजीज लि. ऑक्शन टाइगर, अहमदाबाद (सम्पर्क नं. 079-

68136880/68136837), श्री रामकुमार, मोबाइल नं. 8000023297. ई-मेल : ramprasad@auctiontiger.net से सम्पर्क कर सकते हैं। 7. ई-नीलामी बिक्री में भाग लेने के लिए इच्छक संविदाकार को अग्रिम रूप से अपना नाम https://sarfaesi.auctiontiger.net पर पंजीकृत कराना होगा और यजर आईडी तथा पासवर्ड प्राप्त करना होगा। इच्छुक संविदाकारों को सेवा प्रदाता द्वारा प्राप्त होने के तुरन्त बाद अपना पासवर्ड बदल लेने की सलाह दी जाती है।

8. ई-नीलामी में भाग लेने हेतु इच्छुक संविदाकार को आरक्षित मुल्य के 10% की प्रतिदेय ईएमडी जमा करनी होगी जो 22 अप्रैल, 2024 को या इससे पूर्व "कैप्री ग्लोबल कैपिटल लिमिटेड" के पक्ष में डिमाण्ड ड्राफ्ट/एनईएफटी/आरटीजीएस के माध्यम से जमा करनी है। 9. इच्छुक संविदाकार ईएमडी के प्रति डिमाण्ड ड्राफ्ट रेमिटेंस सहित विधिवत भरे संविदा प्रपत्र (प्रारूप https://sarfaesi.auctiontiger.net पर उपलब्ध है) एक मुहरबन्द लिफाफे में अधिकृत प्राधिकारी, कैप्री ग्लोबल कैपिटल लिमिटेड को सम्बोधित, क्षेत्रीय कार्यालय **प्लॉट सं. १बी, दूसरी मंजिल, पूसा रोड, नई दिल्ली**-110060 के पास अधिकतम 22 अप्रैल, 2024 को 03.00 बजे अप. तक भेजने हैं। मुहरबन्द

10. ईएमडी सहित संविदा जमा करने की अन्तिम तिथि समाप्त होने पर अधिकृत प्राधिकारी प्राप्त संविदाओं की जाँच करेंगे और क्वालिफाइड संविदाकारों (जिन्होंने आरक्षित मल्य से अधिक अपने कोट किये हैं और प्रतिभत

लेनदार के पास निर्दिष्ट ईएमडी जमा कर दी है) के विवरण की पृष्टि सेवा प्रदाता मैसर्स ई-प्रोक्योरमेंट टेक्नोलॉजीज लिमिटेड के पास करेंगे ताकि केवल वे ही संविदाकार ऑनलाइन इंटर-से बोली/नीलामी प्रक्रिया में ई-नीलामी बिक्री सूचना में उल्लिखित तिथि एवं समय पर भाग ले सकें।

11. क्वालिफाइड संविदाकारों के मध्य इंटर-से बोली क्वालिफाइड संविदाकारों द्वारा उच्चतम कोट की गयी बोली से प्रारम्भ होगी। इंटर-से बोली प्रक्रिया के दौरान ''10'' मिनट प्रत्येक का असीमित विस्तार समय होगा अर्थात यदि बोली अन्तिम विस्तार से 10 मिनट के भीतर लगायी जाती है तो ई-नीलामी बोली का अन्तिम समय पत्येक बार स्वतः ही 10 मिनट बढ जायेगा।

12. एक बार लगाई गयी बोली निरस्त नहीं होगी। संविदाकार को प्रदत्त युजर आईडी से लगायी गयी बोली केवल उसी के द्वारा लगायी गयी मानी जायेगी। 13. ई-नीलामी प्रक्रिया बन्द होने के तुरन्त बाद उच्चतम संविदाकार ई-मेल द्वारा अधिकृत प्राधिकारी, कैप्री ग्लोबल कैपिटल लिमिटेड, क्षेत्रीय कार्यालय **प्लॉट सं. १बी, दूसरी मंजिल, पूसा रोड, नई दिल्ली**-110060 तथा सेवा प्रदाता के पास ई-नीलामी प्रक्रिया में सफल संविदाकार घोषित होने के लिए अपने द्वारा कोट की गयी अन्तिम संविदा राशि की पष्टि ई-मेल द्वारा करेगा।

14. सफल संविदाकार को अपने पक्ष में होने पर संविदा राशि का 25% (ईएमडी सहित) बिक्री के ही दिन जमा करना होगा तथा शेष 75% राशि कैप्री ग्लोबल कैपिटल लिमिटेड के पक्ष में डीडी/पे ऑर्डर/एनईएफटी/आरटीजीएस/चेक द्वार बिक्री की तिथि से 15 दिनों के भीतर जमा करनी होगी।

15. सफल संविदाकार/नीलामी क्रेता द्वारा निर्धारित समय में उपर्युक्त निर्दिष्ट राशियों का भुगतान करने में चुक करने पर बिक्री निरस्त कर दी जायेगी और पहले से जमा राशि (ईएमडी सहित) जब्त कर ली जायेगी और सम् पत्ति को पनः बिक्री पर रखा जायेगा।

16. सफल संविदाकार के निवेदन पर अधिकृत प्राधिकारी अपने विवेक से संविदा राशि का शेष भाग जमा करने हेतु लिखित में अधिक समय की स्वीकृति दे सकते हैं। 17. सफल संविदाकार बिक्री मुल्य का 1% टीडीएस (बिक्री कार्यवाहियों में से) अदा करेगा और अधिकृत प्राधिकारी के पास टीडीएस प्रमाणपत्र जमा करेगा तथा अधिकृत प्राधिकारी द्वारा प्रस्ताव स्वीकार करने की तिथि से

15 कार्यकारी दिनों के भीतर अथवा अधिकृत प्राधिकारी द्वारा उचित समझे जाने पर किसी अन्य विस्तारित तिथि तक ईएमडी समायोजित करने के पश्चात बिक्री मूल्य की सम्पूर्ण राशि (1% टीडीएस कटौती को घटाकर)

जमा करनी होगी जिसमें असफल रहने पर धरोहर राशि जब्त कर ली जायेगी। 18. नगर निगम/पंचायत कर, बिजली के बकाये (यदि कोई) तथा किसी अन्य प्राधिकरण के बकाये (यदि कोई) का भुगतान बिक्री प्रमाणपत्र के निर्गमन से पूर्व सफल संविदाकार को करना होगा। संविदाएँ सम्पत्ति से

सम्बन्धित समस्त विधिक बकायों पर विचार करते हुए तैयार की जायेंगी। 19. बिक्री प्रमाणपत्र सम्पूर्ण क्रय राशि/संविदा राशि जमा करने तथा सम्पूर्ण करों/प्रभारों के भुगतान के परिप्रेक्ष्य में आवश्यक प्रमाण का उल्लेख करने के उपरान्त ही सफल संविदाकार के पक्ष में अधिकत प्राधिकारी द्वारा

निर्गत की जायेगी।

20. कन्वीएंस, स्टैम्प शुल्क, पंजीकरण प्रभार एवं अन्य आकस्मिक प्रभारों हेतु प्रयोज्य विधिक प्रभारों का वहन नीलामी क्रेता द्वारा किया जायेगा।

21. अधिकृत प्राधिकारी बिना कोई कारण बताये ई-नीलामी बिक्री प्रक्रिया को स्थिगित/निरस्त कर सकते हैं। यदि ई-नीलामी बिक्री निर्धारित तिथि के 15 दिनों से पूर्व किसी बाद की तिथि को स्थिगत की जाती है तो इसे सेवा

प्रदाता की वेबसाइट पर प्रदर्शित किया जायेगा। 22. अधिकत प्राधिकारी का निर्णय अन्तिम, बाध्यकारी तथा प्रश्नचिहन रहित होगा।

24. सम्पत्ति में पड़ी हुई चल वस्तुएं बिक्री का हिस्सा नहीं हैं। 25. अधिक विवरण एवं पूछताछ के लिए सम्पर्क करें : अधिकृत प्राधिकारी, कैप्री ग्लोबल कैपिटल लिमिटेड, श्री सुशील गुप्ता, मोबाइल नं. 7400445137 तथा अन्य पूछताछ के लिए सुश्री कल्पना चेतनवाला-7738039346. 26. यह प्रकाशन उपर्युक्त तिथि/स्थान पर नीलामी बिक्री आयोजित होने के विषय में प्रतिभूति हित (प्रवर्तन) नियम, 2002 के नियम 8(6) एवं 9(1) के अनुसार कथित उपर्युक्त ऋण खाते के

कर्जदार/बंधककर्ता/जमानितयों हेत् 30 (तीस) दिनों की सचना भी है। विशेष निर्देश /चेतावनी : अन्तिम मिनट/सेकण्ड में बोली लगाने से संविदाकार स्वयं के हित में बचें। न तो कैप्री ग्लोबल कैपिटल लिमिटेड और न ही सेवा प्रदाता ऐसे मामलों में संविदाकार के पक्ष पर किसी खामी/फेल्योर (इंटरनेट फेल्योर, पॉवर फेल्योर आदि) के लिए उत्तरदायी होंगे। ऐसी विषम परिस्थिति से बचने के लिए संविदाकार समस्त आवश्यक व्यवस्थाएँ/विकल्प जैसे बैक-अप पॉवर सप्लाई तथा जो कुछ भी अन्य अपेक्षित हो, कर

लें ताकि वे ऐसी विषम परिस्थिति से निपट सकें और नीलामी में सफलतापूर्वक भाग ले सकें। स्थान : दिल्ली/एनसीआर तिथि : 20 मार्च. 2024 ह./- (अधिकत प्राधिकारी) कैप्री ग्लोबल कैपिटल लिमिटेड

नर्ड दिल्ली

23. संविदाएँ जमा करने वाले समस्त संविदाकारों के लिए माना जायेगा कि उन्होंने ई-नीलामी बिक्री के नियम एवं शर्तों को पढ़ और समझ लिया है और वे उनसे सहमत हैं।

# Freshtr**Ö**p

# **FRESHTROP FRUITS LIMITED**

Corporate Identity Number (CIN): L15400GJ1992PLC018365
Registered Office: A-603, Sapath -IV, OPP Karnavati Club, S G Highway, Ahmedabad, Gujarat, India, 380015. Phone: +91-79-40307050 -59 Email: secretarial@freshtrop.com; Website: www.freshtrop.com; Contact Person: Kalpana Suman, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF FRESHTROP FRUITS LIMITED ("COMPANY") FOR THE BUY-BACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS. 2018. AS AMENDED FROM TIME TO TIME.

This Public Announcement (the "Public Announcement") is being made in accordance with the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**") and contains the disclosures as specified in Schedule II read with Schedule I to the Buy-back Regulations

CASH OFFER FOR BUY-BACK UP TO 19,25,000 (NINETEEN LAKHS TWENTY-FIVE THOUSAND) FULLY PAID-UP EQUITY SHARES OF THE COMPANY OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH AT A PRICE OF ₹ 175/- (RUPEES ONE HUNDRED SEVENTY-FIVE ONLY) PER EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE "TENDER OFFER" ROUTE AS PRESCRIBED UNDER THE BUY-BACK REGULATIONS USING STOCK EXCHANGE MECHANISM.

### DETAILS OF THE BUY-BACK OFFER AND OFFER PRICE

- The Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee including Buyback Committee constituted by Board to exercise its powers), at their meeting held on Monday, February 12, 2024 (the "Board Meeting"), pursuant to the provisions of Article 73 of the Articles of Association of the Company and Sections 68, 69 and 70 and all other applicable provisions of the Companies Act, 2013 (the "Act") and applicable rules made there under including the Companies (Share Capital and Debentures) Rules, 2014 as amended, and in compliance with the Buy-back Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the Foreign Exchange Management Act, 1999, subject to approval of the shareholders by way of special resolution and subject to such other approvals, (including lender's approval, if required) permissions, sanctions and exemption as may be necessary and subject to such conditions and modifications, if any as may be prescribed or imposed by the appropriate authorities while granting such approvals permissions, sanctions and exemptions, which may be agreed by the Board or any person authorised by the Board, approved the Buy-back of upto 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) fully paid up equity shares of face value of  $\stackrel{<}{<}$ 10/- each ("**Equity Shares**") (representing 19.45% of total number of Equity Shares of the Company) at a price of ₹175/- (Rupees One Hundred Seventy-Five Only) per Equity Share (the "Buy-back Price") payable in cash for an aggregate amount not exceeding ₹33,68,75,000/-(Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) excluding costs such as fees, brokerage, buy-back tax, securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to the Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses, and other incidental and related expenses etc., (the "Transaction Cost") (the "Buy-back Size"), which represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023, on a proportionate basis through the tender offer process using stock exchange mechanism ("Tender Offer") as prescribed under the Buy-back Regulations, from all the equity shareholders / beneficial owners of the Equity Shares of the Company including promoters, members of promoter group and persons acting in concert of the Company who hold Equity Shares as on the record date ("Buy-back Offer" / "Buy-back"). Please refer to Paragraph 12 below for details regarding the Record Date and share entitlement for tendering in the Buyback. It is being understood that the "Promoter", "Promoter Group" and "Persons Acting in Concert" will be such persons as have been disclosed under the shareholding pattern filed by the Company from time to time under the Listing Regulations and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations").
- In terms of Regulation 5(via) of the Buyback Regulations, the Board or Buy-back Committee may, till one working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buy-back Size.
- Since the Buy-back is more than 10% of the paid up equity share capital and free reserves (including securities premium account) of the Company based on financial statements of the Company as per its latest audited interim financial statements as of December 31, 2023, the Board had sought approval of the shareholders of the Company for the Buy-back in terms of the Buyback Regulations and the Act.
- The shareholders of the Company approved the Buy-back, by way of Special Resolution, through Postal Ballot only by voting through electronic means pursuant to a Postal Ballot Notice dated February 12, 2024 ("Postal Ballot Notice"), the result of which were announced on Monday, March 18, 2024.
- The Buy-back Size does not include any brokerage, applicable taxes such as Buyback Tax (as defined below), securities transaction tax, goods and services tax, stamp duty, expenses incurred or to be incurred for the Buy-back like filing fees payable to Securities and Exchange Board of India ("SEBI"), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc. ("Transaction Costs").
- Pursuant to the Buy-back and depending upon the response to the Buy-back, the voting rights and percentage shareholding of the Promoters and Promoter Group in the Company may increase or decrease from their existing voting rights and percentage shareholding. The Promoters and Promoter Group are already having control over the affairs of the Company and therefore such increase/decrease in their voting rights, if any consequent to Buy-back of Equity Shares, will not result in any change in control over the affairs of the Company and shall be in compliance with the provisions of the SEBI SAST Regulations.
- Post Buy-back, the level of holding of public shareholders in the Company shall not fall below the minimum level of public shareholding required to be maintained in terms of the Securities Contracts (Regulation) Rules, 1957 ("SCRR") and under the Listing Regulations. Due to any reason, if the public shareholding in the Company post Buy-back falls below the minimum level of public shareholding prescribed under SCRR, the Company undertakes to bring the public shareholding to the minimum prescribed level within the time and in the manner prescribed under SCRR and the Listing Regulations
- The Equity Shares of the Company are listed on the BSE Limited ("BSE") with Scrip Code: 530077 and Security ID: FRSHTRP (BSE is hereinafter referred to as the "Stock Exchange").
- In terms of Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the details of the Promoters and Promoter Group, who have expressed their intention to participate and details of their intended participation in the Buy-back have been given in para 8 hereinafter.
- 1.10. The aggregate paid-up share capital and free reserves (including securities premium account) of the Company as on December 31, 2023, based on audited interim financial statements is ₹ 13,722.81 lakhs. In accordance with section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buy-back Regulations, the Company can authorize, subject to approval of the shareholders by way of special resolution, the buyback of equity shares involving payment of consideration not exceeding 25% of the total paid up equity share capital and free reserves (including securities premium account) of the company based on audited interim financial statements of the company as on December 31, 2023. The shareholders have approved the Buy-back of shares, the result of which were announced on Monday, March 18, 2024. Accordingly, the Company has proposed to utilise an aggregate amount not exceeding ₹33,68,75,000/- (Rupees Thirty-Three Crore Sixty-Eight Lakhs Seventy-Five Thousand Only) excluding Transaction Costs for the Buy-back which is within the aforesaid limit and represents 24.55% of the total paid-up equity share capital and free reserves (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023.
- 1.11. Further, under the Act, the number of equity shares that can be bought back during a financial year shall not exceed 25% of the total number of outstanding equity shares of the company. Accordingly, the number of Equity Shares that can be bought back by the Company during a financial year cannot exceed 24,73,725 Equity Shares, being 25% of the outstanding Equity Shares of the Company, i.e., 98,94,902 Equity Shares. Since the Company proposes to Buy-back up to 19,25,000 (Nineteen Lakhs Twenty-Five Thousand) Equity Shares, the same is within the aforesaid limit.
- 1.12. The ratio of the aggregate of secured and unsecured debts owned by the Company immediately after the Buy-back shall not be more than twice the paid up capital and free reserves of the Company based on interim audited financial statements of the Company as on December 31, 2023.
- The Buy-back of Equity Shares may be subject to taxation in India and / or in the country of residence of the Eligible Shareholder(s) (as defined hereinafter). Participation in the Buy-back by Eligible Shareholders will trigger tax on distributed income to such shareholders ("Buy-back Tax") in India and such tax is to be discharged by the Company. This may trigger capital gains taxation in hands of shareholders in their country of residence if outside India. The transaction of Buy-back would also be chargeable to securities transaction tax in India. In due course, the Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buy-back.
- A copy of this Public Announcement will be available on SEBI's website (www.sebi.gov.in) as well as on Company's website (www.freshtrop.com), the Manager to the Buy-back (www.vivro.net) and on the website of Stock Exchange (www.bseindia.com).

## **NECESSITY OF THE BUY-BACK**

- The current Buyback is in line with the Company's shareholder-friendly capital allocation practices of returning excess cash to shareholders, thereby increasing shareholders' value in the longer term, and improving the Return on Equity. The Buy-back is being undertaken by the Company to enhance shareholders' value and improve financial ratios. Additionally, the Buy-back is being undertaken for the
  - following reasons: The Buy-back will help the Company to distribute surplus funds to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to the
  - ii. The Buy-back, which is being implemented through the Tender Offer as prescribed under the Buyback Regulations, would involve a reservation of number of Equity Shares as per their entitlement or 15% of the Buy-back Size to be bought back whichever is higher, reserved for the small shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "Small Shareholders" as defined under Regulation 2(i)(n) of the Buy-back Regulations;
  - iii. The Buy-back will help in improving financial ratios like earnings per share, return on assets and return on equity calculated on the basis of financial statements, by reducing the equity base of the Company; and
  - iv. The Buy-back gives an option to the Eligible Shareholders to either choose to participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buy-back or choose not to participate in the Buy-back and get a resultant increase in their percentage shareholding in the Company post Buy-back, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUY-BACK AND ITS PERCENTAGE OF THE TOTAL PAID **UP CAPITAL AND FREE RESERVES**

The maximum amount required under the Buy-back will not exceed ₹33,68,75,000/- (Rupees Thirty Three Crore Sixty-Eight Lakhs Seventy-Five Thousand only) (excluding Transaction Cost) which is not exceeding 25% of the aggregate of the total paid up equity share capital and free reserves of the Company (including securities premium account) as per the audited interim financial statements of the Company as on December 31, 2023. The funds for the implementation of the proposed Buy-back will be sourced out of the securities premium and free reserves of the Company and/or such other sources as may be permitted  $by \ law. \ The funds borrowed from \ banks \ and \ financial \ institutions, if \ any, will \ not \ be \ used \ for \ the \ Buy-back.$ BUY-BACK PRICE AND BASIS OF ARRIVING AT THE BUY-BACK PRICE

The Equity Shares are proposed to be bought back through Tender Offer at a price of ₹175 (Rupees One Hundred Seventy-Five Only) per Equity Share. The Buyback Offer Price has been arrived at after considering various factors including, but not limited to trends in the share prices, the net worth of the  $Company, price\ earnings\ ratio, possible\ impact\ of\ Buy\ Back\ on\ the\ earnings\ per\ share, performance\ of\ the$ Company, its outlook, other financial parameters and the impact of the buyback, underpinned by the intention to offer a healthy return for its shareholders.

- The Buy-back Price represents a premium of:
- a. 7.36% over the closing market price of the Equity Shares on BSE as on the date of intimation to Stock
- Exchange of the Board Meeting to consider the proposal of the Buy-back; and b. 5.29% over the closing market price of the Equity Shares on BSE as on the date of the Board Meeting.

- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY-BACK
- The Company proposes to Buy-back up to 19.25.000 (Nineteen Lakhs Twenty-Five Thousand) fully naidup Equity Shares of the Company representing 19,45% of total number of Equity Shares of the Company. METHODOLOGY FOR BUY-BACK
- The Buy-back Offer will be undertaken on a proportionate basis from the equity shareholders/ beneficial owner of Equity Shares of the Company as on the Record Date ("Eligible Shareholders") through the tender offer process prescribed under Regulation 4(iv)(a) read with Regulation 9(x) of the Buy-back Regulations. Additionally, the Buy-back Offer shall be, subject to applicable laws, implemented by tendering of Equity Shares by Eligible Shareholders and settlement of the same through the stock exchange mechanism as specified by SEBI in the circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015. circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 (the "SEBI Circulars") in terms of Regulation 9(vii) of the Buyback Regulations
- As required under the Buy-back Regulations, Equity Shares to be bought back under Tender Offer are divided into two categories: (i) Reserved category for Small Shareholders (as defined hereinafter); and (ii) General category for all other shareholders. For further details, please refer to para 12 of this Public
- DETAILS OF SHAREHOLDING OF (i) PROMOTERS AND PROMOTER GROUP OF THE COMPANY, (ii) DIRECTORS AND PARTNERS OF PROMOTER GROUP COMPANIES / ENTITES OF THE COMPANY AND (iii) DIRECTORS AND KEY MANAGERIAL PERSONNEL ("KMPs") OF THE COMPANY
- The aggregate shareholding of (i) the Promoters and Promoter Group of the Company, (ii) the directors and partners of the promoter group companies / entities and (iii) Directors and KMPs of the Company as on February 12, 2024, is given below:

(A) Aggregate shareholding of Promoters and Promoter Group of the Company:

| Sr. No | Name of Shareholder     | No. of Equity Shares held in the Company | % Shareholding |
|--------|-------------------------|--|----------------|
| 1.     | Freshcap Foodstuff LLP  | 21,01,648                                | 21.24          |
| 2.     | Ashok Vishindas Motiani | 15,46,398                                | 15.63          |
| 3.     | Nanita Ashok Motiani    | 8,55,442                                 | 8.65           |
| 4.     | Dipti Ashok Motiani     | 7,31,964                                 | 7.40           |
| 5.     | Priyanka Tandon         | 5,80,205                                 | 5.86           |
| 6.     | Mayank Ramesh Tandon    | 4,39,676                                 | 4.44           |
|        | Total                   | 62,55,333                                | 63.22          |

- (B) Aggregate shareholding of the Designated Partners and Partners of Promoter LLP, as of February
  - As of the date of the Board Meeting, there is only 1 (One) Corporate Promoter of the Company i.e. Freshcap Foodstuff LLP. Shareholding of all the Designated Partners and Partners of the Corporate Promoters i.e., Ashok Vishindas Motiani, Nanita Ashok Motiani, Dipti Ashok Motiani and Priyanka Tondon are disclosed above.
- (C) Aggregate shareholding of the Directors (other than Promoters) and Key Managerial Personnel (KMP) of the Company, as on February 12, 2024:

| Sr.<br>No | Name of Shareholder           | Designation             | No. of Equity Shares held in the Company |            |
|-----------|-------------------------------|-------------------------|--|------------|
| 1.        | Ramchandra Gaurishankar Joshi | Non-Executive Director  | -  | -          |
| 2.        | Anil Sharma                   | Independent Director    | -  | -          |
| 3.        | Mayur Jashvantlal Shah        | Independent Director    | 5,625                                    | 0.06       |
| 4.        | Ashok Chandumal Murajani      | Independent Director    | 1,800                                    | 0.02       |
| 5.        | Sanjay Dahyabhai Prajapati    | Chief Financial Officer | 50                                       | Negligible |
| 6.        | Kalpana Suman                 | Company Secretary       | -  | -          |
|           | Total                         | 7,475                   | 0.08                                     |            |

- The persons / entities mentioned in paragraph 7.1 have not purchased or sold any Equity Shares of the Company and there has been no change in their shareholdings for last twelve months prior to the date of the Board Meeting at which the Buy-back was approved till the date of Postal Ballot Notice i.e. February 12,
- INTENTION OF THE PROMOTERS AND PROMOTER GROUP OF THE COMPANY TO TENDER EQUITY SHARES FOR BUY-BACK
- In terms of the Buy-back Regulations, under the Tender Offer process, Promoters and Promoter Group have an option to participate in the Buy-back. In this regard, the Promoters and Promoter Group as listed herein below have expressed their intention to tender up to following number of Equity Shares in the Buy-

| Sr. No | Name                    | No. of shares held as on the date of Board Meeting | Maximum No. of shares<br>proposed to be tendered |
|--------|-------------------------|--|--|
| 1.     | Freshcap Foodstuff LLP  | 21,01,648  | 21,01,648  |
| 2.     | Ashok Vishindas Motiani | 15,46,398  | 15,46,398  |
| 3.     | Nanita Ashok Motiani    | 8,55,442   | 8,55,442   |
| 4.     | Dipti Ashok Motiani     | 7,31,964   | 7,31,964   |
| 5.     | Priyanka Tandon         | 5,80,205   | 5,80,205   |
| 6.     | Mayank Ramesh Tandon    | 4,39,676   | 4,39,676   |
|        | Total                   | 62,55,333  | 62,55,333  |

Details of the date and price of acquisition of the Equity Shares that the Promoters and Promoter Group intend to tender are set out below

### Freshcap Foodstuff LLP Sr Date of Acquisition No. of equity Face Value Cost of Mature of Transaction

| Sr.<br>No | Date of Acquisition              | No. of equity<br>shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction    |
|-----------|----------------------------------|-------------------------|----------------------|---|--------------------------|
| 1         | June 14, 2003 <sup>(3)</sup>     | 9,87,350                | 10                   | -   | Opening Balance(2)       |
| 2         | June 19, 2003 <sup>(3)</sup>     | -900                    | 10                   | N.A. (4)  | N.A. (4)                 |
| 3         | June 20, 2003 <sup>(3)</sup>     | -1,000                  | 10                   | N.A. (4)  | N.A. (4)                 |
| 4         | June 28, 2004 <sup>(3)</sup>     | 55,100                  | 10                   | N.A. (4)  | N.A. (4)                 |
| 5         | March 28, 2005(3)                | 30,000                  | 10                   | N.A. (4)  | N.A. (4)                 |
| 6         | December 21, 2005(3)             | -2,776                  | 10                   | N.A. (4)  | N.A. (4)                 |
| 7         | February 08, 2006 <sup>(3)</sup> | -25,000                 | 10                   | N.A. (4)  | N.A. (4)                 |
| 8         | March 03, 2006 <sup>(3)</sup>    | -1,10,000               | 10                   | N.A. (4)  | N.A. (4)                 |
| 9         | May 02, 2006 <sup>(3)</sup>      | 1,400                   | 10                   | N.A. (4)  | N.A. (4)                 |
| 10        | October 27, 2006 <sup>(3)</sup>  | 2,500                   | 10                   | N.A. (4)  | N.A. (4)                 |
| 11        | November 02, 2006 <sup>(3)</sup> | -15,000                 | 10                   | N.A. (4)  | N.A. (4)                 |
| 12        | December 14, 2006 <sup>(3)</sup> | 3,000                   | 10                   | 108.56  | Market Purchase          |
| 13        | December 18, 2006 <sup>(3)</sup> | 2,000                   | 10                   | 104.00  | Market Purchase          |
|           | June 01, 2007                    | 2,000                   | 10                   | 84.76   | Market Purchase          |
| 15        | August 03, 2007                  | 2,500                   | 10                   | 113.77  | Market Purchase          |
| 16        | August 06, 2007                  | 2,598                   | 10                   | 110.98  | Market Purchase          |
| 17        | August 07, 2007                  | 3,500                   | 10                   | 114.57  | Market Purchase          |
| 18        | August 08, 2007                  | 2,500                   | 10                   | 112.64  | Market Purchase          |
| 19        | August 09, 2007                  | 5,500                   | 10                   | 111.12  | Market Purchase          |
| 20        | August 10, 2007                  | 1,000                   | 10                   | 109.98  | Market Purchase          |
| 21        | August 14, 2007                  | 1,000                   | 10                   | 118.58  | Market Purchase          |
| 22        | August 20, 2007                  | 1,000                   | 10                   | 112.75  | Market Purchase          |
| 23        | October 04, 2007                 | 327                     | 10                   | 127.00  | Market Purchase          |
| 24        | October 05, 2007                 | 8,755                   | 10                   | 127.86  | Market Purchase          |
| 25        | October 08, 2007                 | 2,000                   | 10                   | 123.40  | Market Purchase          |
| 26        | October 17, 2007                 | 4,000                   | 10                   | 121.15  | Market Purchase          |
| 27        | January 10, 2008                 | 9,63,354                | 10                   | -   | Issue of Bonus Shares    |
| 28        | August 14, 2009                  | 5,200                   | 10                   | 27.28   | Market Purchase          |
| 29        | August 27, 2009                  | 410                     | 10                   | 26.25   | Market Purchase          |
| 30        | August 31, 2009                  | 2,322                   | 10                   | 26.23   | Market Purchase          |
| 31        | September 02, 2009               | 373                     | 10                   | 26.25   | Market Purchase          |
| 32        | January 29, 2010                 | 3,50,000                | 10                   | 19.40   | Preferential Allotment   |
| 33        | November 13, 2010                | 1,50,000                | 10                   | 19.40   | Preferential Allotment   |
| 34        | December 09, 2014                | 1,500                   | 10                   | 123.37  | Market Purchase          |
|           | December 10, 2014                | 12,900                  | 10                   | 123.35  | Market Purchase          |
| 36        | December 11, 2014                | 8,600                   | 10                   | 123.39  | Market Purchase          |
| 37        | March 30, 2015                   | 20,000                  | 10                   | 119.11  | Market Purchase          |
|           | December 22, 2016                | -50,000                 | 10                   | 83.47   | Market Sale              |
| 39        | December 30, 2016                | -60,000                 | 10                   | 88.72   | Market Sale              |
| 40        | December 13, 2019                | -2,66,365               | 10                   | 110.00  | Tendered in Buyback Offe |

- (1) excluding transaction costs like brokerage, STT, stamp duty etc.
- <sup>(2)</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not
- <sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters. <sup>4)</sup>Not Available

## Ashok Vishindas Motiani

| Sr.<br>No | Date of Acquisition               | No. of equity<br>shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|-------------------------|----------------------|---|--------------------------------|
| 1.        | July 11, 2003                     | 2,73,450                | 10                   | -   | Opening Balance <sup>(2)</sup> |
| 2.        | September 09, 2004                | 500                     | 10                   | 8.62  | Market Purchase                |
| 3.        | September 10, 2004                | 1,000                   | 10                   | 7.80  | Market Purchase                |
| 4.        | October 26, 2004                  | 2,300                   | 10                   | 9.41  | Market Purchase                |
| 5.        | February 28, 2005 <sup>(3)</sup>  | 20,000                  | 10                   | N.A. (4)  | N.A. <sup>(4)</sup>            |
| 6.        | March 11, 2005                    | 16,800                  | 10                   | 17.69   | Market Purchase                |
| 7.        | March 11, 2005                    | -16,800                 | 10                   | 17.99   | Market Sale                    |
| 8.        | March 24, 2005                    | 17,100                  | 10                   | 15.07   | Market Purchase                |
| 9.        | March 30, 2005                    | 4,000                   | 10                   | 13.50   | Market Purchase                |
| 10.       | February 13, 2006                 | -3,200                  | 10                   | 70.30   | Market Sale                    |
| 11.       | April 03, 2006                    | -31,500                 | 10                   | 91.05   | Market Sale                    |
| 12.       | September 13, 2006 <sup>(3)</sup> | 100                     | 10                   | 140.00  | Off Market Purchase            |
| 13.       | June 19, 2006                     | 242                     | 10                   | 66.03   | Market Purchase                |

| Sr.<br>No     | Date of Acquisition                                   | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction                   |
|---------------|---|----------------------|----------------------|---|---|
|               | June 20, 2006   | 300                  | 10                   | 65.50   | Market Purchase                         |
|               | June 23, 2006   | 1,000                | 10                   | 72.95   | Market Purchase                         |
| $\overline{}$ | July 25, 2006<br>July 27, 2006                        | 500<br>500           | 10<br>10             | 61.00<br>65.00  | Market Purchase<br>Market Purchase      |
|               | August 04, 2006                                       | 1,000                | 10                   | 79.13   | Market Purchase                         |
|               | January 31, 2007                                      | 1,000                | 10                   | 101.64  | Market Purchase                         |
|               | February 01, 2007                                     | 1,000                | 10                   | 100.18  | Market Purchase                         |
|               | February 02, 2007                                     | 1,000                | 10                   | 99.30   | Market Purchase                         |
|               | March 02, 2007  | 2,000                | 10                   | 88.61   | Market Purchase                         |
|               | May 29, 2007<br>August 09, 2007                       | 1,000<br>2,150       | 10<br>10             | 78.77<br>108.18   | Market Purchase<br>Market Purchase      |
|               | August 10, 2007                                       | 500                  | 10                   | 114.15  | Market Purchase                         |
| -             | September 27, 2007                                    | 1,000                | 10                   | 126.47  | Market Purchase                         |
| 27.           | October 17, 2007                                      | 235                  | 10                   | 120.73  | Market Purchase                         |
|               | October 19, 2007                                      | 2,235                | 10                   | 117.22  | Market Purchase                         |
| -             | October 22, 2007                                      | 3,316                | 10                   | 119.75  | Market Purchase                         |
|               | October 23, 2007<br>January 10, 2008                  | 1,656                | 10<br>10             | 123.73  | Market Purchase                         |
|               | January 21, 2008                                      | 3,04,384             | 10                   | 60.08   | Issue of Bonus Shares Market Purchase   |
|               | January 29, 2010                                      | 25,000               | 10                   | 19.40   | Preferential allotment                  |
|               | November 13, 2010                                     | 1.00.000             | 10                   | 19.40   | Preferential allotment                  |
|               | July 18, 2012   | 25,000               | 10                   | 13.25   | Market Purchase                         |
| 36.           | July 19, 2012   | 28,880               | 10                   | 13.35   | Market Purchase                         |
|               | July 20, 2012   | 40,000               | 10                   | 13.50   | Market Purchase                         |
|               | July 23, 2012   | 40,000               | 10                   | 13.75   | Market Purchase                         |
|               | July 24, 2012   | 59,000               | 10                   | 13.75   | Market Purchase                         |
|               | February 13, 2013<br>March 05, 2013                   | 2,00,000<br>8.100    | 10<br>10             | 14.00<br>17.69  | Conversion of Warrants  Market Purchase |
|               | March 06, 2013  | 5,478                | 10                   | 17.09   | Market Purchase                         |
| -             | March 11, 2013  | 4,746                | 10                   | 18.01   | Market Purchase                         |
|               | March 22, 2013  | 8,800                | 10                   | 17.36   | Market Purchase                         |
| 45.           | March 25, 2013  | 4,700                | 10                   | 17.42   | Market Purchase                         |
|               | August 01, 2013(3)                                    | 12,500               | 10                   | 15.00   | Off Market Purchase                     |
|               | August 08, 2013                                       | 4,744                | 10                   | 18.15   | Market Purchase                         |
|               | August 13, 2013                                       | 1,00,000             | 10                   | 14.00   | Conversion of Warrants                  |
|               | October 03, 2013                                      | 10,002<br>3,200      | 10<br>10             | 25.36<br>26.00  | Market Purchase<br>Market Purchase      |
|               | October 04, 2013<br>October 07, 2013                  | 4,700                | 10                   | 26.00   | Market Purchase                         |
|               | October 15, 2013 <sup>(3)</sup>                       | 10,000               | 10                   | 25.99   | Market Purchase                         |
|               | October 21, 2013                                      | 2,277                | 10                   | 25.00   | Market Purchase                         |
|               | October 22, 2013                                      | 5,900                | 10                   | 24.58   | Market Purchase                         |
|               | October 23, 2013                                      | 8,325                | 10                   | 24.76   | Market Purchase                         |
|               | October 24, 2013                                      | 5,588                | 10                   | 24.82   | Market Purchase                         |
|               | October 25, 2013                                      | 8,800                | 10<br>10             | 24.50   | Market Purchase                         |
| $\overline{}$ | October 29, 2013<br>November 13, 2013                 | 1,275<br>4,550       | 10                   | 23.98<br>23.50  | Market Purchase<br>Market Purchase      |
|               | November 19, 2013 <sup>(3)</sup>                      | 5,220                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. (4)                                |
|               | February 08, 2014                                     | 2,00,000             | 10                   | 14.00   | Conversion of Warrants                  |
|               | June 09, 2014 <sup>(3)</sup>                          | 14,500               | 10                   | 31.00   | Off Market Purchase                     |
| 63.           | June 13, 2014 <sup>(3)</sup>                          | 5,500                | 10                   | 31.00   | Off Market Purchase                     |
|               | July 01, 2014   | 6,689                | 10                   | 33.96   | Market Purchase                         |
|               | July 02, 2014   | 5,793                | 10                   | 33.97   | Market Purchase                         |
|               | July 11, 2014   | 600<br>1,094         | 10                   | 33.98   | Market Purchase                         |
|               | July 14, 2014<br>July 15, 2014                        | 10,000               | 10<br>10             | 33.94<br>35.87  | Market Purchase<br>Market Purchase      |
|               | July 21, 2014   | 10,000               | 10                   | 38.76   | Market Purchase                         |
|               | July 22, 2014   | 3,000                | 10                   | 38.52   | Market Purchase                         |
|               | July 30, 2014 <sup>(3)</sup>                          | 2,000                | 10                   | N.A. (4)  | Off Market Purchase                     |
| 72.           | July 30, 2014 <sup>(3)</sup>                          | 8,000                | 10                   | N.A. (4)  | Off Market Purchase                     |
| 73.           | December 09, 2014                                     | -1,500               | 10                   | 123.78  | Market Sale                             |
| 74.           | December 10, 2014                                     | -13,400              | 10                   | 123.39  | Market Sale                             |
| 76            | December 11, 2014                                     | -8,100<br>-27,259    | 10<br>10             | 121.35  | Market Sale<br>N.A. (4)                 |
| 77            | February 03, 2015 <sup>(3)</sup><br>February 02, 2015 | -30,000              | 10                   | N.A. <sup>(4)</sup><br>178.40                             | Market Sale                             |
| 78.           | February 03, 2015                                     | -42,741              | 10                   | 181.29  | Market Sale                             |
| 79.           | March 28, 2015 <sup>(3)</sup>                         | 27,259               | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>                     |
| 80.           | September 08, 2015                                    | 1,842                | 10                   | 74.41   | Market Purchase                         |
| 81.           | September 09, 2015                                    | 10,000               | 10                   | 84.67   | Market Purchase                         |
| 82.           | October 12, 2015                                      | 14,500               | 10                   | 91.59   | Market Purchase                         |
| 83.           | December 18, 2015                                     | 12,368               | 10                   | 83.52   | Market Purchase                         |
| ٥4.           | February 10, 2016                                     | 14,000<br>9,250      | 10<br>10             | 71.09   | Market Purchase                         |
| 86<br>88      | February 25, 2016<br>February 26, 2016                | 3,650                | 10                   | 77.23<br>76.44  | Market Purchase<br>Market Purchase      |
| 87            | August 17, 2016                                       | 5,350                | 10                   | 93.52   | Market Purchase                         |
| 88.           | September 09, 2016                                    | 10,000               | 10                   | 95.65   | Market Purchase                         |
| 89.           | September 14, 2016                                    | 5,000                | 10                   | 93.92   | Market Purchase                         |
| 90.           | September 16, 2016                                    | 10,000               | 10                   | 92.00   | Market Purchase                         |
| 91.           | October 10, 2016                                      | 2,660                | 10                   | 87.67   | Market Purchase                         |
| 92.           | November 28, 2016                                     | 11,000               | 10                   | 79.03   | Market Purchase                         |
| 93.           | December 22, 2016                                     | 34,000               | 10                   | 83.49   | Market Purchase                         |
| 94.           | December 13, 2016                                     | 45,526<br>15,000     | 10<br>10             | 88.71   | Market Purchase                         |
| 90.<br>96     | January 4, 2017<br>July 10, 2017                      | 8,080                | 10                   | 86.83<br>91.02  | Market Purchase<br>Market Purchase      |
| 97            | August 11, 2017                                       | 10,000               | 10                   | 93.46   | Market Purchase                         |
| 98.           | December 13, 2019                                     | -1,95,991            | 10                   | 110.00  | Tendered in Buyback Offer               |
|               | cluding transaction cost                              |                      | STT, stamp di        |   | , <del></del> .                         |
|               | etails prior to June 14, 2<br>closed here             | 2003 are not ava     | ailable with th      | e Company and i   | the promoter and hence not              |
| -,00          |   |                      |                      |   |   |

Above data has been extracted from Transaction Statement of the promoters. <sup>(4)</sup>Not Available

## Nanita Ashok Motiani

| Sr.<br>No | Date of Acquisition               | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|-----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | June 14, 2003 <sup>(3)</sup>      | 2,18,400             | 10                   | -   | Opening Balance <sup>(2)</sup> |
|           | September 07, 2004                | 2,000                | 10                   | 9.90  | Market Purchase                |
| 3.        | September 08, 2004                | 800                  | 10                   | 9.50  | Market Purchase                |
| 4.        | September 09, 2004                | 1,000                | 10                   | 9.00  | Market Purchase                |
| 5.        | September 13, 2004                | 800                  | 10                   | 8.19  | Market Purchase                |
| 6.        | May 27, 2005 <sup>(3)</sup>       | 17,900               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 7.        | May 30, 2005                      | 8,800                | 10                   | 19.65   | Market Purchase                |
| 8.        | June 08, 2005(3)                  | -500                 | 10                   | N.A. <sup>(4)</sup>                                       | Market Sale                    |
| 9.        | June 24, 2005(3)                  | 1,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |
| 10.       | August 26, 2005(3)                | 27,000               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |
| 11.       | February 13, 2006                 | -5,000               | 10                   | 71.55   | Market Sale                    |
|           | April 03, 2006                    | -30,000              | 10                   | 91.05   | Market Sale                    |
| 13.       | July 03, 2006 <sup>(3)</sup>      | 500                  | 10                   | 63.84   | Market Purchase                |
| 14.       | September 13, 2006 <sup>(3)</sup> | 27,000               | 10                   | 36.19   | Off Market Purchase            |
| 15.       | October 25, 2007                  | 1,000                | 10                   | 122.95  | Market Purchase                |
| 16.       | October 26, 2007                  | 2,218                | 10                   | 122.87  | Market Purchase                |
|           | October 30, 2007                  | 705                  | 10                   | 121.44  | Market Purchase                |
|           | January 10, 2008                  | 2,73,623             | 10                   | -   | Issue of Bonus Shares          |
| 19.       | January 29, 2010                  | 25,000               | 10                   | 19.40   | Preferential allotment         |
| 20.       | November 13, 2010                 | 1,00,000             | 10                   | 19.40   | Preferential allotment         |
|           | February 13, 2013                 | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 22.       | August 13, 2013                   | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 23.       | July 16, 2015                     | 28,000               | 10                   | 75.00   | Market Purchase                |
|           | July 17, 2015                     | 10,000               | 10                   | 83.74   | Market Purchase                |
|           | December 18, 2015                 | 5,000                | 10                   | 84.49   | Market Purchase                |
|           | September 30, 2016                | 5,900                | 10                   | 85.22   | Market Purchase                |
|           | October 04, 2016                  | 946                  | 10                   | 88.65   | Market Purchase                |
| 28.       | October 05, 2016                  | 1,750                | 10                   | 88.79   | Market Purchase                |
| 29.       | October 13, 2016                  | 7,474                | 10                   | 86.66   | Market Purchase                |
|           | November 23, 2016                 | 3,079                | 10                   | 74.97   | Market Purchase                |
|           | November 28, 2016                 | 11,000               | 10                   | 79.52   | Market Purchase                |
|           | December 22, 2016                 | 17,500               | 10                   | 83.48   | Market Purchase                |
|           | December 13, 2019                 | -1,07,453            | 10                   | 110.00  | Tendered in Buyback Offe       |

<sup>(1)</sup> excluding transaction costs like brokerage, STT, stamp duty etc.

Details prior to June 14, 2003 are not available with the Company and the promoter and hence not disclosed here.

 $^{ ilde{ iny 3}}$  Above data has been extracted from Transaction Statement of the promoters.

<sup>(4)</sup>Not Available

| Priy      | Priyanka Tandon                  |                      |                      |   |                                |  |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|--|
| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |  |
| 1.        | June 14, 2003                    | 73,300               | 10                   | -   | Opening Balance <sup>(2)</sup> |  |
| 2.        | October 26, 2004                 | 2,000                | 10                   | 9.50  | Market Purchase                |  |
| 3.        | October 27, 2004                 | 200                  | 10                   | 9.00  | Market Purchase                |  |
| 4.        | October 28, 2004                 | 2,000                | 10                   | 9.50  | Market Purchase                |  |
| 5.        | November 30, 2004 <sup>(3)</sup> | 5,000                | 10                   | N.A. <sup>(4)</sup>                                       | N.A. <sup>(4)</sup>            |  |
| 6.        | February 11, 2005                | 2,800                | 10                   | 10.58   | Market Purchase                |  |
| 7.        | February 14, 2005                | 1,200                | 10                   | 10.60   | Market Purchase                |  |
| 8.        | February 28, 2005 <sup>(3)</sup> | 2,000                | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |  |
| 9.        | April 06, 2005 <sup>(3)</sup>    | 1,400                | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase            |  |
| 10.       | May 05, 2005                     | 9,700                | 10                   | 16.02   | Market Purchase                |  |
| 11.       | May 06, 2005                     | 10,000               | 10                   | 15.83   | Market Purchase                |  |

| Sr.<br>No | Date of Acquisition          | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction     |
|-----------|------------------------------|----------------------|----------------------|---|---------------------------|
|           | May 09, 2005                 | 10,000               | 10                   | 16.01   | Market Purchase           |
| 13.       | May 27, 2005 <sup>(3)</sup>  | 18,400               | 10                   | N.A. <sup>(4)</sup>                                       | Off Market Purchase       |
| 14.       | June 08, 2005 <sup>(3)</sup> | 500                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase           |
| 15.       | March 28, 2006               | 62,500               | 10                   | 20.00   | Preferential allotment    |
| 16.       | May 11, 2006                 | 62,500               | 10                   | 20.00   | Preferential allotment    |
| 17.       | October 25, 2007             | 746                  | 10                   | 121.11  | Market Purchase           |
| 18.       | October 30, 2007             | 295                  | 10                   | 120.00  | Market Purchase           |
| 19.       | January 10, 2008             | 2,64,541             | 10                   | -   | Issue of Bonus share      |
| 20.       | February 13, 2013            | 1,00,000             | 10                   | 14.00   | Conversion of Warrants    |
| 21.       | December 18, 2015            | 10,000               | 10                   | 83.04   | Market Purchase           |
| 22.       | October 10, 2016             | 10,000               | 10                   | 88.86   | Market Purchase           |
| 23.       | November 28, 2016            | 978                  | 10                   | 78.75   | Market Purchase           |
| 24.       | December 23, 2016            | 22                   | 10                   | 85.90   | Market Purchase           |
| 25.       | December 30, 2016            | 109                  | 10                   | 88.09   | Market Purchase           |
| 26.       | January 04, 2017             | 3,891                | 10                   | 86.74   | Market Purchase           |
| 27.       | March 17, 2017               | -342                 | 10                   | 107.57  | Market Sale               |
| 28.       | December 13, 2019            | -73,535              | 10                   | 110.00  | Tendered in Buyback Offer |

- 1) excluding transaction costs like brokerage, STT stamp duty etc.
- <sup>[2]</sup> Details prior to June 14, 2003 are not available with the Company and the promoter and hence not
- <sup>(3)</sup> Above data has been extracted from Transaction Statement of the promoters

### (4) Not Available Mayank Ramesh Tandon

| Sr.<br>No | Date of Acquisition              | No. of equity shares | Face Value<br>(in ₹) | Cost of<br>Acquisition per<br>Share <sup>(1)</sup> (in ₹) | Nature of Transaction          |
|-----------|----------------------------------|----------------------|----------------------|---|--------------------------------|
| 1.        | November 01, 2005                | 33,500               | 10                   | -   | Opening Balance <sup>(2)</sup> |
|           | March 28, 2006                   | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 3.        | May 11, 2006                     | 62,500               | 10                   | 20.00   | Preferential Allotment         |
| 4.        | February 09, 2007 <sup>(3)</sup> | 100                  | 10                   | N.A. <sup>(4)</sup>                                       | Market Purchase                |
| 5.        | October 22, 2007                 | 500                  | 10                   | 120.00  | Market Purchase                |
| 6.        | October 24, 2007                 | 750                  | 10                   | 121.00  | Market Purchase                |
| 7.        | January 10, 2008                 | 1,59,850             | 10                   | -   | Issue of Bonus share           |
| 8.        | January 22, 2008                 | 1,000                | 10                   | 47.21   | Market Purchase                |
| 9.        | September 17, 2010               | 300                  | 10                   | 25.00   | Market Purchase                |
| 10.       | March 11, 2011                   | 60                   | 10                   | 14.00   | Market Purchase                |
| 11.       | March 14, 2011                   | 435                  | 10                   | 15.30   | Market Purchase                |
| 12.       | March 14, 2011                   | 669                  | 10                   | 14.98   | Market Purchase                |
| 13.       | March 15, 2011                   | 2,254                | 10                   | 15.62   | Market Purchase                |
| 14.       | March 15, 2011                   | 2,000                | 10                   | 15.48   | Market Purchase                |
| 15.       | March 16, 2011                   | 5,000                | 10                   | 15.50   | Market Purchase                |
| 16.       | March 16, 2011                   | 4,000                | 10                   | 15.51   | Market Purchase                |
| 17.       | March 17, 2011                   | 100                  | 10                   | 15.85   | Market Purchase                |
| 18.       | March 17, 2011                   | 1,582                | 10                   | 17.39   | Market Purchase                |
| 19.       | March 18, 2011                   | 2,000                | 10                   | 18.00   | Market Purchase                |
| 20.       | March 22, 2011                   | 925                  | 10                   | 17.50   | Market Purchase                |
| 21.       | March 23, 2011                   | 450                  | 10                   | 20.39   | Market Purchase                |
| 22.       | March 31, 2011                   | 4,000                | 10                   | 20.30   | Market Purchase                |
| 23.       | March 31, 2011                   | 2,000                | 10                   | 21.15   | Market Purchase                |
| 24.       | August 29, 2011                  | 5                    | 10                   | 16.20   | Market Purchase                |
| 25.       | February 13, 2013                | 1,00,000             | 10                   | 14.00   | Conversion of Warrants         |
| 26.       | October 30, 2013                 | 2,322                | 10                   | 23.90   | Market Purchase                |
| 27.       | October 31, 2013                 | 12,290               | 10                   | 24.97   | Market Purchase                |
| 28.       | November 01, 2013                | 1,562                | 10                   | 24.90   | Market Purchase                |
| 29.       | July 16, 2015                    | 9,190                | 10                   | 75.72   | Market Purchase                |
| 30.       | July 17, 2015                    | 6,000                | 10                   | 83.35   | Market Purchase                |
| 31.       | December 18, 2015                | 556                  | 10                   | 83.75   | Market Purchase                |
| 32.       | December 18, 2015                | 100                  | 10                   | 85.00   | Market Purchase                |
|           | October 10, 2016                 | 12,000               | 10                   | 89.12   | Market Purchase                |
| 34.       | October 13, 2016                 | 900                  | 10                   | 86.00   | Market Purchase                |
|           | November 28, 2016                | 3,110                | 10                   | 80.20   | Market Purchase                |
|           | November 03, 2017                | 890                  | 10                   | 179.73  | Market Purchase                |
| 37.       | December 13, 2019                | -55,724              | 10                   | 110.00  | Tendered in Buyback Offer      |

- (1) excluding transaction costs like brokerage, STT, stamp duty etc.
- <sup>(2)</sup> Details prior to November 01, 2005 are not available with the Company and the promoter and hence not
- <sup>3)</sup> Above data has been extracted from Transaction Statement of the promoters

### <sup>(4)</sup>Not Available Dinti Ashok Motian

| Sr. | Date of Acquisition | No. of equity | Face Value | Cost of                     | Nature of Transaction          |
|-----|---------------------|---------------|------------|-----------------------------|--------------------------------|
| No. | Date of Acquisition | shares        | (in ₹)     | Acquisition per             | Mature of Hansaction           |
|     |                     | 0.1.2.00      | ( 1)       | Share <sup>(1)</sup> (in ₹) |                                |
| 1.  | June 14, 2003       | 1,50,000      | 10         | -                           | Opening Balance <sup>(2)</sup> |
| 2.  | January 10, 2008    | 1,50,000      | 10         | -                           | Issue of Bonus share           |
| 3.  | January 29, 2010    | 1,00,000      | 10         | 19.40                       | Preferential allotment         |
| 4.  | November 13, 2010   | 1,50,000      | 10         | 19.40                       | Preferential allotment         |
| 5.  | March 14, 2011      | 2,500         | 10         | 15.16                       | Market Purchase                |
| 6.  | March 16, 2011      | 11,600        | 10         | 15.57                       | Market Purchase                |
| 7.  | March 30, 2011      | 3,103         | 10         | 18.90                       | Market Purchase                |
| 8.  | March 31, 2011      | 2,509         | 10         | 19.94                       | Market Purchase                |
| 9.  | February 13, 2013   | 1,00,000      | 10         | 14.00                       | Conversion of Warrants         |
| 10. | August 13, 2013     | 1,00,000      | 10         | 14.00                       | Conversion of Warrants         |
| 11. | July 17, 2015       | 10,000        | 10         | 83.38                       | Market Purchase                |
| 12. | August 20, 2015     | 5,000         | 10         | 103.99                      | Market Purchase                |
| 13. | October 08, 2015    | 11,438        | 10         | 91.28                       | Market Purchase                |
| 14. | October 08, 2015    | -1,438        | 10         | 90.12                       | Market Sale                    |
| 15. | December 18, 2015   | 5,000         | 10         | 84.50                       | Market Purchase                |
| 16. | October 25, 2016    | 2,693         | 10         | 88.74                       | Market Purchase                |
| 17. | December 23, 2016   | 500           | 10         | 85.96                       | Market Purchase                |
| 18. | December 26, 2016   | 2,007         | 10         | 85.38                       | Market Purchase                |
| 19. | December 27, 2016   | 300           | 10         | 85.86                       | Market Purchase                |
| 20. | December 28, 2016   | 22            | 10         | 85.00                       | Market Purchase                |
| 21. | December 30, 2016   | 15,500        | 10         | 88.73                       | Market Purchase                |
| 22. | February 04, 2017   | 4,000         | 10         | 86.95                       | Market Purchase                |
| 23. | December 13, 2019   | -92,770       | 10         | 110.00                      | Tendered in Buyback Offe       |

- (1) excluding transaction costs like brokerage, STT, stamp duty etc.
- Details prior to June 14, 2003 are not available with the Company and the promoter and hence not disclosed here

## NO DEFAILLT

The Company confirms that there are no defaults subsisting in the repayment of deposits or interest thereon, redemption of debentures or preference shares or payment of dividend to any shareholder, or repayment of any term loan or interest payable thereon to any financial institution or banks.

## **BOARD AND STATUTORY AUDITOR CONFIRMATION**

- The Board has confirmed that it has made full enquiry into the affairs and prospects of the company and has formed the opinion that:
- immediately following the date of the Board Meeting i.e., February 12, 2024 ("Board Meeting Date") and the date on which the result of the shareholders' resolution passed by way of postal ballot will be declared ("Postal Ballot Date"), approving the buyback, there will be no grounds on which the Company could be found unable to pay its debts;
- as regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the Postal Ballot Date, having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting and the Postal
- in forming its opinion aforesaid, the Board has taken into account the liabilities as if the Company were being wound up under the provisions of the Companies Act, 1956 or Companies Act, 2013 or the Insolvency and Bankruptcy Code, 2016 (including prospective and contingent liabilities); and
- the debt-equity ratio of the Company after the Buy-back will be within the limit of 2:1 as prescribed under ection 68(2)(d) of the Companies Act, 2013 and Regulation 4(ii) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.
- The text of the report dated February 12, 2024 received from F. P. & Associates, Chartered Accountants (FRN: 143262W), the Statutory Auditors of the Company and the statement of computation of permissible capital payments for the proposed Buy-back of Equity Shares of the Company, addressed to the Board of Directors of the Company is reproduced below.

## Quote

## **Board of Directors**

Freshtrop Fruits Limited A-603, Shapath IV, S. G. Road, Ahmedabad-380 015, Gujarat, India.

Dear Sir/ Madam. Sub: Statutory Auditor's Report in respect of proposed buy-back of equity shares by Freshtrop Fruits

- Limited (the "Company") in terms clause (xi) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended) (the "Buy-back Regulations") This Report is issued in accordance with the terms of our engagement letter dated February 12,2024 with the Company
- The Board of Directors of the Company has approved a proposal for the buy-back of Equity Shares by the Company at its meeting held on February 12, 2024, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013 ('the Act') and the Buy-back Regulations.
- We have been requested by the management of the Company to provide a report on the accompanying Statement of permissible capital payment ("Annexure A") as at December 31, 2023 (hereinafter referred together as the "Statement"). This Statement has been prepared by the management of the Company, hich we have initialled for identification purposes only.

## Management's Responsibility for the Statement

The preparation of the Statement in accordance with Section 68(2) of the Act and in compliance with  $Sections\,68,\,69\,and\,70\,of\,the\,Act\,and\,the\,Buy-back\,Regulations,\,is\,the\,responsibility\,of\,the\,man agement$ of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

### Auditor's Responsibility

- Pursuant to the requirements of the Buy-back Regulations, it is our responsibility to provide reasonable assurance whether:
- we have inquired into the state of affairs of the Company in relation to the audited interim financial statements of the company for the period ended December 31, 2023;
- the amount of permissible capital payment for the proposed buy-back of equity shares as stated in Annexure A, has been properly determined considering the condensed audited interim financial statements as at December 31, 2023, in accordance with the provisions of Section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations; and
- the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed the opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within one year from the date of the board meeting held to consider the proposal of Buy-back of Equity Shares.
- The audited interim financial statements for the financial period ended on December 31, 2023, refereed in paragraph 5 above, which we have considered for this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated February 12,2024. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143 of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether these financial statements are free of material misstatement
- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements

- Based on enquiries conducted and our examination as above, we report that:
- i) we have inquired into the state of affairs of the Company in relation to its condensed audited interim financial statements for the financial period ended on December 31, 2023;
- ii) the amount of permissible capital payment towards the proposed buy-back of Equity Shares as computed in the Statement attached herewith as Annexure A, in our view has been properly determined in accordance with section 68(2) of the Act and Regulations 4 and 5 of the Buy-back Regulations.
- iii) the amount of share capital and its free reserves (including securities premium) have been extracted from the audited interim financial statements of the Company as on December 31, 2023; and
- iv) the Board of Directors of the Company, at its meeting held on February 12, 2024, have formed its opinion as specified in Clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within one year from the date of the Board Meeting (i.e., February 12, 2024).
- Based on the representations made by the management, and other information and explanations given to us, which to the best of our knowledge and belief were necessary for this purpose, we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration. Restriction on Use
- This report has been issued at the request of the Company solely (i) for use of the Company in connection with the proposed buy-back of Equity Shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buy-back Regulations, (ii) to enable the Board of Directors of the Company to include it in the Public Announcement, Letter of Offer and other documents pertaining to buy-back to be sent to the Shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, Stock Exchange, public shareholders and any other regulatory authority as per applicable laws and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager, and should not be used by any other person and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing

We are also not responsible for changes, events and circumstances occurring after the date of this report which may require an updation of this report.

### For, **FP & Associates**

SD/-

Chartered Accountants ICAI Firm Registration Number: 143262W

F. S. Shah Partner

Membership No.: 133589 Place of Signature: Ahmedabad

### Date: February 12.2024 UDIN: 24133589BKFHFK3156

# Annexure A

Statement of determination of the permissible capital payment towards Buy-back of Equity Shares ("the Statement") in accordance with Section 68(2) of the Companies Act, 2013 and Regulations 4 and 5 of the **Buy-back Regulations** 

|           |   | (₹ in Lakhs          |
|-----------|---|----------------------|
| Sr.<br>No | Particulars Particulars   | Standalone<br>Amount |
| Α         | Paid up equity share capital and free reserves as on December 31, 2023, based   | 989.49               |
|           | on the condensed audited financial statements of the Company  |                      |
|           | Total paid-up Equity Share Capital  | 989.49               |
|           | Free Reserves, comprising   |                      |
|           | - Securities Premium Account  | -                    |
|           | - General Reserve   | -                    |
|           | - Retained Earnings*  | 12733.32             |
|           | Total Paid up Equity Share Capital and Free Reserves  | 13722.81             |
| В         | The amount of Maximum Permissible Capital Payment towards the Buyback   |                      |
|           | being lower of;   |                      |
|           | Maximum permissible Number of Equity Shares eligible for Buy-back in accordance with Section 68(2)(c) of the Companies Act, 2013 read with                        | 24.74                |
|           | Regulation 4 of the Buy-back Regulations (25% of total number of outstanding equity shares) (Nos.)  |                      |
|           | Maximum amount permissible for the buyback i.e. 25% of total paid-up equity capital and free reserves of audited interim financial statements (25% of total paid- | 3430.70              |
|           | up equity share capital and free reserves as of December 31, 2023)  |                      |
|           | Amount approved by the Board of Directors at its meeting held on February 12, 2024.   | 3368.75              |

\*Net of re-measurement of assets and liabilities at fair value of Rs.2.20 Crores"

### For and on behalf of the Board of Directors of Freshtrop Fruits Limited

SD/-

Name: Ashok Vishindas Motiani **Designation:** Managing Director Place: Ahmedabad Date: 12/02/2024

### Unquote PRIOR APPROVALS FROM LENDERS 11.

As on date of this Public Announcement, the Company has outstanding facilities with Banks. It is confirmed that there is no breach of any covenants of the loans taken from all the Banks

## RECORD DATE AND SHAREHOLDERS' ENTITLEMENT

- The Board has fixed Tuesday, April 02, 2024 as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buy-back Offer ("Eligible Shareholders").
- In due course, Eligible Shareholders will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement for participating in the Buy-back. Even if Eligible Shareholder does not receive the Letter of Offer along with a Tender/Offer Form, the Eligible Shareholder may participate and tender shares in the Buy-back. The dispatch of the Letter of Offer shall be through electronic mode via email only, within 2 (two) working days from the Record Date and in case any shareholder requires physical copy of the Letter of Offer a request has to be sent to the Company or Registrar to the Buy-back to receive a copy of the Letter of Offer in physical form and the same shall be provided.
- 12.3. The Equity Shares proposed to be bought back as part of the Buy-back are divided in two categories:
  - a. Reserved category for Small Shareholders (defined hereinafter); and
  - b. General category for all other Eligible Shareholders.
- As defined in the Buy-back Regulations, a "Small Shareholder" is a shareholder who holds shares whose market value, on the basis of closing price of shares on the recognized stock exchange, in which highest trading volume in respect of such shares is recorded on the record date, is not more than ₹2,00,000/- (Rupees Two Lakhs only).
- In accordance with Regulation 6 of the Buy-back Regulations, 15% of the number of Equity Shares which the Company proposes to Buy-back or number of Equity Shares entitled as per the shareholding of the Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buy-
- On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of Eligible Shareholders, including Small Shareholders, to tender their Equity Shares in the Buy-back Offer. This entitlement for each shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buy-back applicable in the category to which such shareholder belongs. The final number of Equity Shares that the Company will buy-back from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not buy-back all of the Equity Shares tendered (over and above entitlements) by Eligible Shareholders.
- 12.7. In order to ensure that the same Eligible Shareholder with multiple demat accounts / folios do not receive higher entitlement under Small Shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (Small Shareholder or General) and entitlement under the Buy-back. In case of joint shareholding, the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding Equity Shares in physical form where sequence of PAN is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buy-back will check the sequence of the names of the joint shareholders and club together the Equity Shares held in such cases where the sequence of the PANs and the name of the joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/ foreign portfolio investors etc. with common PAN shall not be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ sub-accounts and have different demat account nomenclature based on information prepared by Registrar to the Buy-back as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of 'clearing members' or 'corporate body margin account' or 'corporate body-broker' as per the beneficial position data as on the Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the Buy-back by shareholders in that category, and thereafter from shareholders who have tendered over and above their entitlement in other category

- 12.9. The participation of the Eligible Shareholders in the Buy-back is voluntary. Eligible Shareholders may also tender a part of their entitlement. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation by some other Eligible Shareholders, if any, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buy-back, without any additional investment. If the Buy-back entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buy-back entitlement to tender Equity Shares in the Buy-back.
- 12.10. The maximum number of Equity Shares that can be tendered under the Buy-back Offer by any Eligible Shareholder cannot exceed the number of Equity Shares held by the equity shareholder as on the Record Date. The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buy-back Regulations. The settlement of the tenders under the Buy-back Offer will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circulars, as may be amended from time to time and other relevant rules and regulations
- 12.11. The Buy-back from non-resident members, Overseas Corporate Bodies (OCBs) and Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs) and members of foreign nationality, if any, etc. shall be subject to such approvals as may be required including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under, if any and such approvals shall be obtained, as may be required by the shareholders. Further, the reporting requirements for non-resident shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Broker through which the Eligible Shareholder places the
- 12.12. Detailed instructions for participation in the Buy-back Offer as well as the relevant schedule of activities will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders.

### PROCESS AND METHODOLOGY FOR THE BUY-BACK

- The Buy-back shall be open to all Eligible Shareholders, holding Equity Shares in demat form and physical form as on the Record Date.
- The Buy-back Offer will be implemented using the "Mechanism for acquisition of shares through Stock Exchange" devised pursuant to SEBI Circulars and following the procedure prescribed in the Act and the Buy-back Regulations and as may be determined by the Board (including any person authorized by the Board to complete the formalities of the Buy-back Offer) and on such terms and conditions as may be permitted by law from time to time.
- For implementation of the Buy-back, the Company has appointed Pravin Ratilal Share And Stock Brokers Limited as the registered broker to the Company (the "Company's Broker") who will facilitate the process of tendering Equity Shares through Stock Exchange Mechanism for the Buy-back Offer and through whom the purchases and settlement on account of the Buy-back Offer would be made by the Company. The

| Contact details of the Company 3 Droi | ei ale as ioliows.  |  |  |  |  |  |
|---------------------------------------|---|--|--|--|--|--|
| Name:                                 | Pravin Ratilal Share And Stock Brokers Limited                                      |  |  |  |  |  |
| Address:                              | Sakar-1, 5th Floor, Opp Gandhigram Railway Station, Navrangpura, Ahmedabad - 380009 |  |  |  |  |  |
| Contact Person:                       | Ms. Shannon Khokharia   |  |  |  |  |  |
| Tel:                                  | 079-26553758  |  |  |  |  |  |
| Email:                                | info@prssb.com  |  |  |  |  |  |
| Website:                              | http://www.prssb.com/   |  |  |  |  |  |
| SEBI Registration Number:             | INZ000206732  |  |  |  |  |  |
| Cornorate Identity Number:            | U67120GJ1994PLC022117   |  |  |  |  |  |

- For the purpose of this Buy-back, BSE Limited ("BSE") will be the Designated Stock Exchange. The Company will request BSE to provide the facility of acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback Offer. The details of the platform will be as specified by BSE from time to time. In case Eligible Shareholder's broker is not registered with BSE or if the Eligible Shareholders do not have any stock broker then that Eligible Shareholders can approach any stock broker registered with the BSE and can make a bid by using quick unique client code ("UCC") facility, after submitting the details as may be required by the stock broker to be in compliance with the Buy-back Regulations. In case Eligible Shareholders are not able to bid using UCC facility through any other stock broker registered with BSE, the Eligible Shareholder may approach Company's Broker to place its bid subject to completion of 'know your customer' requirements as required by the Company's Broker. The Company / Registrar to the Buy-back shall provide the entitlement of Eligible Shareholders to the Clearing Corporation.
- $13.5. \quad \text{During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window}\\$ by Eligible Shareholders through their respective stock brokers ("Seller Member") during normal trading hours of the secondary market. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The Seller Member can enter orders for shares held in demat as well as physical mode.
- 13.6. Eligible Shareholders will have to tender their Equity Shares from the same demat account in which they were holding such Equity Shares as on the Record Date, and in case of multiple Demat Accounts, Eligible Shareholders are required to tender the applications separately from each Demat Account. In case of any changes in the demat account in which the Equity Shares were held as on Record Date, such Eligible Shareholders should provide sufficient proof of the same to the Registrar and such tendered Equity Shares may be accepted subject to appropriate verification and validation by the Registrar.
- Further, the Company will not accept shares tendered for Buy-back which are under restraint order of the court for transfer/sale and/or the title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificate have not been issued either due to such request being under process as per the provisions of law or otherwise. The Company will not Buy-back Equity Shares, which are locked-in or non-transferable, until the pendency of such lockin, or until the Equity Shares become transferable, as applicable, during the period between the date of opening and closing of the Buy-back Offer.
- 13.8. Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialised form:
- 13.8.1. Eligible Shareholders who desire to tender their Equity Shares held by them in the dematerialised form under Buy-back Offer would have to do so through their respective Seller Member by giving the details of Equity Shares they intend to tender under the Buy-back.
- 13.8.2. The Seller Member would be required to place a bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buy-back using the Acquisition Window of the Stock Exchange
- 13.8.3. The lien shall be marked in demat account of the Eligible Shareholders for the Equity Shares tendered in the Buy-back. The details of Equity Shares marked as lien in the demat account of the Eligible Shareholders shall be provided by Depositories to the Clearing Corporation.
- 13.8.4. In case, the demat account of the Eligible Shareholders is held in one depository and clearing member pool and clearing corporation account is held with other depository, the Equity Shares tendered under the Buy-back shall be blocked in the shareholders demat account at the source depository during the tendering period. Inter Depository Tender Offer ("IDT") instruction shall be initiated by shareholder at source depository to clearing member pool/ clearing corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and sends IDT message to target depository for confirming creation of lien.
- 13.8.5. For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation 13.8.6. Upon placing the order, the Seller Member shall provide a transaction registration slip ("TRS") generated
- by the exchange bidding system to the Eligible Shareholder on whose behalf the order has been placed. TRS will contain details of order submitted like Bid ID No., Depository Participant ("DP") ID, Client ID, no. of Equity Shares tendered, etc.

## 13.9. Procedure to be followed by Eligible Shareholders holding Equity Shares in the physical form:

- 13.9.1. In accordance with the SEBI circular no. SEBI/HO/CED/CMD1/CIB/P/2020/144 dated July 31. 2020, the Eligible Shareholders holding Equity Shares in the physical form are allowed to tender their Equity Shares in the Buy-back provided that such tendering shall be as per the provisions of the Buy-back Regulations and terms provided in the Letter of Offer.
- 13.9.2. Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Members along with the complete set of documents for verification procedures to be carried out including the (i) original share certificate(s) (ii) valid share transfer form(s) (i.e., Form SH-4) duly filled and signed by the transferors (i.e., by all registered  $Eligible \ Shareholders \ in \ same \ order \ and \ as \ per \ the \ specimen \ signatures \ registered \ with \ the \ Company) \ and$ duly witnessed at the appropriate place authorizing the transfer in favour of the Company (iii) self-attested copy of the Fligible Shareholder's PAN Card (iv) the Tender Form duly signed (in case the Equity Shares are in joint names, the Tender Form must be signed by all Eligible Shareholders in the same order in which they hold the Equity Shares) and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, such Eligible Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter
- 13.9.3. Based on the documents mentioned in paragraph above, the concerned Seller Member shall place the bid on behalf of the Eligible Shareholder holding Equity Shares in physical form who wishes to tender Equity Shares in the Buy-back using the Acquisition Window. Upon placing the bid, the Seller Member shall provide a TRS generated by the Stock Exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.
- 13.9.4. After placing the bid, the Seller Member of the Eligible Shareholder has to deliver the original share certificate(s) and documents (as mentioned in paragraph 13.9.2 above along with TRS either by registered post or courier or hand delivery to Registrar to the Buy-back (at the address mentioned at paragraph 16 below) within 2 days of the bidding by the Seller Member. The envelope should be superscribed as "Freshtrop Fruits Limited-Buyback 2024". One copy of the TRS will be retained by Registrar to the Buy-back and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholder.
- 13.9.5. Eligible Shareholder holding Equity Shares in physical form should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for the Buy-back shall be subject to verification as per the Buy-back Regulations and any further directions issued in this regard. The Registrar will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar confirms the bids, it will be treated as 'confirmed bids'.
- 13.9.6. All documents as mentioned above, shall be enclosed with the valid Tender Form, otherwise the Equity Shares tendered will be liable for rejection. The Equity Shares shall be liable for rejection on the following grounds amongst others: (i) If there is any other company's equity share certificate(s) enclosed with the Tender Form instead of the Equity Share certificate(s) of the Company; (ii) If the transmission of Equity Shares is not completed, and the Equity Shares are not in the name of the Eligible Shareholders; (iii) If the Eligible Shareholders tender Equity Shares but the Registrar to the Buy-back does not receive the Equity Share certificate(s); (iv) In case the signature on the Tender Form and form SH-4 does not match as per the specimen signature recorded with Company/ Registrar to the Buy-back.
- 13.9.7. In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buy-back before the date of closing of the Buy-
- 13.9.8. An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buy-back by submitting duly executed transfer deed for transfer of Equity Shares purchased prior to Record Date in his/her name along with the tender form, copy of the his / her PAN and of the person from whom they have purchased the Equity Shares and other relevant documents as may be required for transfer of Equity Shares.

લેણદારને વેયાણ વિશે માહિતી આપતી નોટિસ (30 દિવસની સૂયના) નિયમ 6 (2)/8 (6) ઓફ સિક્યોરિટી ઇન્ટરેસ્ટ (એન્ફોર્સમેન્ટ) નિયમો 2002

શ્રી દીવાન રફીક્ષા મોતિૃષા (ઉધારકર્તા) R/A-13/19/42 - 의료 પાર્ક સોસાયટી. ઇનામ મસ્જિદ પાસે, 100 ફૂટ. રોડ,આણંદ ગુજરાત - 388001

વિષયઃ -નાણાકીય અસ્કયામતોના સુરક્ષા અને પુનઃનિર્માણ અને સુરક્ષા હિત અધિનિયમ, 2002 હેઠળ બેંકને બાકી રકમની વસુલાત માટે દિવાન રફીક્ષા મોતીશાની મિલકતનું વેચાણ યુનિયન બેંક ઓફ ઈન્ડિયા, આણંદ-1 શાખા, મહર્ષિ દયાનંદ માર્ગ, આણંદ, જિ. આણંદ, 388001, સિક્યોર્ડ લેણદારે 13.11.2023 ના રોજ સિક્યોરિટાઇઝેશન એન્ડ રિકન્સ્ટ્રક્શન ઓફ ફાઇનાન્શિયલ એસેટ્સ એન્ડ એન્ફોર્સમેન્ટ ઓફ સિક્યોરિટી ઇન્ટરેસ્ટ એક્ટ 2002 હેઠળ 13(2)ની ડિમાન્ડ નોટિસ આપી હતી, જેમાં તમને નિર્ધારિત સમયની અંદર લેણાં યૂકવવા જણાવવામાં આવેલ હતું. ૃતમે નિર્ધારિત સમયગાળામાં ઉક્ત નોટિસનું પાલન કરવામાં નિષ્ફળ ગુયા હોવાથી, અધિકૃત અધિકારીએ 24.01.2024 ના રોજ સિક્યોરિટી ઇન્ટરેસ્ટ (એન્ફોર્સમેન્ટ) નિયમો, 2002 ના નિયમ 8 સાથે વાંયેલા અધિનિયમની કલમ 13(4) હેઠળ સ્થાવર સુરક્ષિત સંપત્તિનો કબજો લીધો છે.

સુરક્ષિત સંપત્તિનો કબજો લીધા પછી પણ, તમે બેંકની બાકી રકમ ચૂકવી નથી. આથી, આ નોટિસ મળ્યાની તારીખથી 30 દિવસ પછી ઓનલાઈન મોડ દ્વારા જાહેર ઈ-હરાજી યોજીને નીચે દર્શાવેલ મિલકતનું વેચાણ કરવું જરુરી બન્યું છે. ઈ-હરાજીની તારીખ અને સમય સાથે મિલકતની અનામત કિંમત અને સેવા પ્રદાતાની વિગતો, જેમાં ઈ-હરાજી હાથ ધરવામાં આવશે, તમને અલગથી જાણ કરવામાં આવશે.

તેથી, જો તમે વેચાણની સૂચના પ્રકાશિત થયાની તારીખ પહેલાં બેંક દ્વારા કરાયેલા વ્યાજ, ખર્ચ, યાર્જ અને ખર્ચ સહિત બેંકને બાકી રકમ યુકવો છો, તો મિલકતના વેચાણ માટે આગળ કોઇ કાર્યવાહી કરવામાં આવશે નહીં અને તમે તમારી મિલકતને તે 13(8) અધિનિયમ હેઠળ પરત મેળવી શકો છો.

### મિલકતનું વર્ણન

તમામ ભાગ અને હિસ્સા સાથે નો રહેઠાણ લાયક ધરનો R.S. નં. 86, ટીપીએસ નં. 09, FPN0. 10, સબ પ્લોટ નં. A/02, સર્વર રેસિડેન્સી, સલાૃટિયા રોડ, કાપડિયા પરિવાર પાસે આણંદ- 388001, કુલ વિસ્તાર 76.30 ચોરસ મીટર. **યતસીમા : પર્વ:** સબ પ્લોટ નંબર A/3, **પશ્ચિમ:** સબ પ્લોટ નં. A/1, ઉત્તર: 9.00 Mt વાઈડ રોડ, **દક્ષિણ:** માર્જિન છોડીને T P નંબર 09, F P નંબર 09.

અધિકૃત અધિકારી સ્થળ: આણંદ યુનિયન બેંક ઓફ ઈન્ડિયા તારીખ: 20.03.2024

### ક્બજા નોટીસ આથી મજાપરમ હોમ કાયનાન્સ લીમીટેડે સિક્યોરાટાઈ જેશન અને રીકન્સ્ટક્શન ઓક કાયનાનિસ્ચલ એસેટસ અને એન્કોર્સમેન્ટ ઓક સિક્યોરીટી ઇન્ટરેસ્ટ એક્ટ, ૨૦૦૨ (૨૦૦૨ ની ૫૪ (જણાવેલ એક્ટ) અને સિક્યોરીટી

ઇન્ટરેસ્ટ (એન્ફોર્સમેન્ટ) નિયમો, ૨૦૦૨ (જણાવેલ નિયમો)ના નિયમ ૩ સાથે વંચાતી કલમ ૧૩(૧૨) હેઠળ પ્રાપ્ત સત્તાનો ઉપયોગ કરીને તારીક ૨૩.૧૦.૨૦૨૦ના રોજ માંગણા નોટીસ જારી કરીને દેવાદાર એટલે કે મુનેશ શ્યામસુંદર ગુપ્તા, ગુડિયા મુનેશ ગુપ્તા અને બ્રિજેશ શ્રીશિવવચન સૌધરી જામીનદારો અને ગીરવેદારોને લોન એકાઉન્ટ નં. PU90PULONS000005003736 હેઠળની રકમ પરત ચુકવવા જણાવ્યું હતું. જેની વિગતો નીચે કોષ્ટકમાં જણાવેલ છે.

જત જણાવવાનું કે ત્યારબાદ, મછ્છપુરમ હોમ ફાચનાન્સ લીમીટેડે એસાઈનમેન્ટ એગ્રીમેન્ટ તારીખ ૩૧.૦૩.૨૦૨૩ દારા સિક્ચોરીટી રીસીપ્ટસના હોલ્ડરોના લાભાર્થે આર્સિલ-રીટેલ લોન પોર્ટકોલિયો-૦૮૭-એ-ટસ્ટ(આર્સિલ)ના ટસ્ટી તરીકે તેની સમતામાં કાર્યરત એસેટ રીકન્સ્ટક્શન કંપની (ઇન્ડિયા) લીમીટેડને દેવાદારો/જામીનદાર(રો)ને મજપરમ હોમ કાચનાન્સ લીમીટેડ દારા અપાચેલ સવલતો દેવાદાર/જામીનદાર(રો)/ગીરવેદાર(રો) દ્વારા બાકી અને ચુકવવાપાત્ર ૠણ તેમજ નીચેની સ્થાવર મિલકતોના સંબંધમાં તમામ હકો, ટાઈટલ અને હિત સોંપેલ છે. પરિણામે, આ સોપંણીને જોતાં, આર્સિલ હવે મજ્ઞપુરમ હોમ પાચનાન્સ લીમીટેડનું સ્થાન લીધેલ છે અને આર્સિલ દેવાદાર/જામીનદાર(રો)/ગીરવેદાર(રો) સામે તમામ અને કોઇપણ પ્રક્રિયા શરૂ/ચાલુ કરવા અને તેમને અ પાચેલ નાણાંકિય સવલતો માટે દેવાદાર/જામીનદાર(રો)/ગીરવેદાર(રો) દ્વારા કરાચેલ અને સર્જાચેલ સિક્ચોરીટી હિત અને જામીનને ટાંચમા લેવા તેમજ નાણાંકિય દસ્તાવેજો હેઠળના હકો અને લાભોને ટાંચમા લેવા હકદાર બનશે

દેવાદાર/જામીનદાર(રો)/ગીરેદાર(રો) આ રકમો ચુકવવામાં નિષ્ફળ ગયા હોવાથી, ખાસ કરીને દેવાદાર/જામીનદાર(રો)/ ગીરવેદાર(રો) અને જાહેર જનતાને જાણ કરવામાં આવે છે કે આર્સિલના નીચે સહી કરનાર અધિકૃત અધિકારીએ જગાવેલ નિયમોના નિયમ ૮ સાથે વંચાતી જગાવેલ એક્ટની કુલમ ૧૩ની પેટા કલમ (૪) હેઠળ તે/તેણીને પ્રાપ્ત સત્તાનો ઉપયોગ કરીને અહીં નીચે જણાવેલ સ્થાવર લિમકતનો કબજો જ્યાં છે, જે છેના ધોરણે અહીં નીચે જણાવેલ તારીખે લઈ લીધો છે

| દેવાદાર/ જામીનદારનું<br>નામ/  | માંગણા નોટીસ  | કબજાની<br>તારીખ અને પ્રકાર |
|---|---|----------------------------|
| દેવાદાર મુનેશ શ્યામસુંદર<br>ગુપ્તા સરનામું: સી-૧૦૬,<br>શાંતિનિકેતન પ્લાઝા,<br>કેનાલ રોડ, સુરત, ગુજરાત,<br>પિનકોડ–૩૯૪૩૦૫ | રૂા. ૯,૮૦,૯૮૫.૬/– (રૂપિયા નવ લાખ ઍસી હજાર નવસો<br>પંચ્યાસી અને છ પૈસા પુરા) ૨૦,૧૦.૨૦૨૦ મુજબ તેમજ<br>૨૩.૧૦.૨૦૨૦ થી ઉપર જણાવેલ સ્ક્રમ પર કરારના દરે ચડત<br>વ્યાજ તેમજ આકરિમક ખર્ચ, કોસ્ટ, ચાર્જિસ વગેરે.<br>નોટીસની તારીક: ૨૩.૧૦.૨૦૨૦ | ૧૬.૦૩.૨૦૨૪<br>ભૌતિક કબજો   |

મુનેશ શ્<mark>યામસુંદર ગુપ્તાની માલિકીની મિલકત</mark> : પહેલો માળ, ફ્લેટ નં. ૧૦૬, શાંતિનિકેતન પ્લાઝા, નવદુગ કુંિલાચું, કોડદાર, સુરત–૩૯૪૩૨૭, ગુજરાત, ભારત ખાતેની મિલકત ક્ષેત્રકૃંળ રદૃ૦.૧૨ સો.મી., **યંતુ:સીમા:** ઉત્તર: અન્ય મિલકત, દક્ષિણ: પેરોજ પછી ક્લેટ નં.એ–૧૦૨, પુર્વ: ફ્લેટ નં. સી–૧૦૭, પશ્ચિમ: સોસાચટીનો રોડ. અહી પછી **સ્થાવર મિલકત** તરીકે દર્શાવેલ છે.

ખાસ કરીને દેવાદાર/જામીનદાર(રો)/ગીરવેદાર(રો) અને જાહેર જનતાને આથી સાવધ કરવામાં આવે છે કે ઉપર જણાવેલ સ્થાવર મિલકતનો કાનુની કબજો આર્સિલ પાસે છે અને સરફૈસી એક્ટ. ૨૦૦૨ ની કલમ ૧૩(૧૩) હેઠળ, દેવાદાર/જામીનદાર(રો)/ગીરવેદાર(રો) અથવા કોઇપણ વ્યક્તિ આ નોટીસ મળ્યા પછી આર્સિલની આગોતરી મંજુરી વગર સ્થાવર મિલકતનું વેચાણ, ભાડે અથવા અન્ય રીતે સોદો/અન્યના નામે તબદીલ કરી શકશે નહી અને સ્થાવર મિલકતો સાથેના કોઇપણ સોદા આર્સિલની ઉપર જણાવેલ રકમ તેમજ ઉપર જણાવેલ રકમ પર કરારના દરે ચડત વ્યાજ તેમજ આકરિમક ખર્ચ, કોસ્ટ, ચાર્જિસ વગેરેના ચાર્જને આદિાન રહેશે.

ઉપર જણાવેલ સ્થાવર મિલકતો છોડવા માટે ઉપલબ્ધ સમયના સંબંધમાં જણાવેલ એક્ટની કલમ ૧૩ ની પેટા કલમ (૮) ની જોગવાઇઓ પ્રત્યે દેવાદારો/જામીનદારો/ગીરવેદારોનું ધ્યાન દોરવામાં આવે છે.

સહી/– અધિકૃત અધિકારી એસેટ રિકન્ટ્રક્શન કંપની (ઇન્ડિયા) લીમીટેડ આર્સિલ–રીટેલ લોન પોર્ટ ફોલિયો–૦૮૭–એ–ટ્રસ્ટના ટ્રસ્ટી



Contrar Contrary

ગયેલ છે.

<sup>यूनियन</sup> बैंक ഗ <sup>Union Bank</sup> એસ.એ.એમ. શાખા

સુધારો : મે. એસ.આર.કે. ગ્રુપ

આ દૈનિક સમાચાર પત્રમાં છપાયેલ તા.

૧૯.૦૩.૨૦૨૪ ના રોજ પઝેશન નોટીસ ના

અનુસંધાને જણાવવાનું કે કૃપા કરીને નેટ પ્લોટ

એરીયા (સ્ક્રે.ફીટ.) અને બિલ્ટ અપ એરીયા

(સ્કે. ફીટ.) ના બદલે નેટ પ્લોટ એરીયા

(સ્કે.મી.) અને બિલ્ટ અપ એરીયા (સ્કે.

**મી.)** એમ સુધારીને વાંચવી અને બાકી રહેલી

રકમમાં શબ્દોમાં પૈસા લખવાનું બાકી રહી

PUBLIC NOTICE FOR LOSS OF TITLE DOCUMENT

We, Mr Yogesh Chande and Mr Rajesh

Chande being the nominees and heirs of

the undivided interest and title in Flat No. B-15, 2nd Floor ("Flat") in New Shailaja

Co-operative Housing Society Limited, Plot

No. 16, T.P.S. III. Mahatma Gandhi Road.

Ghatkopar (East), Mumbai - 400077 ("Society") holding 5 (five) shares of Rs.

50/- each, bearing distinctive numbers 66 to

70 (both inclusive) and bearing Share

Certificate No. 14, have misplaced the original

may have found the original Share Certificate in respect to the Flat are requested to communicate the same to us on lawyer.regulatory@gmail.com.

**PUBLIC NOTICE** 

We. Mr Yogesh Chande and Mr Raiesh

Chande, the undersigned, are the nominees

and heirs of the undivided interest and title in

Flat No. B-15. 2nd Floor ("Flat") in New

Shailaja Co-operative Housing Society

Limited, Plot No. 16, T.P.S. III, Mahatma Gandhi

Road, Ghatkopar (East), Mumbai - 400077

("Society") holding 5 (five) shares of Rs.

50/- each, bearing distinctive numbers 66 to

70 (both inclusive) and bearing Share

In case any person has any claim or objection

of any nature whatsoever in the Flat, by way

of inheritance or otherwise, are requested to

contact at lawyer.regulatory@gmail.com

within 10 (ten) days from the date of this

notice, failing which any such claim into or

upon the Flat or any part thereof shall be

deemed to have waived and further action

will be completed without any reference to

Share Certificate in respect to the Flat. All persons having any information or who

Place: Mumba Date: March 20, 2024

Certificate No. 14.

such claim.

Place: Mumba

Date: March 20, 2024

રાહા/-, એકિટ્રત અધિકારી, ચુનિયન બેંક ઓફ ઈન્ડિયા

અન્ય બધી વિગતો યથાવત છે.

ારીખ : ૧૯.૦૩.૨૦૨૪

એસેટ રીકન્સ્ટ્રક્શન કંપની ઇન્ડિયા લીમીટેડ. CIN:U65999MH2002PLC134884 นัดลเยะ:www.arcil.co.in

**ઝુસ્ટર્ડ ઓફ્રીસ:** ધ રૂબી, ૧૦મો માળ, ૨૯ સેનાપતી બાપટ માર્ગ, દાદ૨ (પશ્ચિમ), મુંબઇ–૪૦૦૦૦૨૮, **ફોન** 

. <del>ાાખાનું સરનામું:</del> ઓફીસ નં.–જી,પહેલો માળ,સેન્ચ્યુરી પ્લાઝા, નં.પ૬૦–૫૬૨, અભ્નાસિલાઈ, ટેચનામ્પેટ રોજ્ઞ

# FISCHER CHEMIC LIMITED

(Corporate Identification No. L86900MH1993PLC288371) ("FCL"/ "TARGET COMPANY" / "TC")

Registered Office: 104, First Floor Raghuleela Mega Mall, Behind Poisar Depot, Kandivali West, Mumbai, Maharashtra, 400067; Phone No.: +91- 8655550209; Email id: <a href="mailto:fischerchemicltd@gmail.com">fischerchemic.in</a> Website: <a href="www.fischerchemic.in">www.fischerchemic.in</a>

Recommendations of the Committee of Independent Directors (IDC) on the Open Offer to the Shareholders of Fischer Chemic Limited ("FCL" or "Fischer" or "Target Company") under regulation 26 (7) of the SEBI (Substantial Acquisition of Shares and

| 19.03.2024  |
|---|
| Fischer Chemic Limited  |
| Open Offer to acquire up to 1,43,00,000 Equity Shares of Rs. 10/- each representing 26,00% of the Expanded Equity and Voting Share Capital of the Target Company, to be acquired by the Acquirers, at a price of Rs. 12.00/- per Equity share payable in cash it terms of Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations, 2011.  |
| Time Medical International Ventures Pte Ltd (Acquirer-1), Mr. Shankar Varadharajai (Acquirer-2) and Mr. Ravindran Govindan (Acquirer-3)   |
| Navigant Corporate Advisors Limited   |
| Chairman: Mr. Sanjay Jayantilal Jain<br>Member: Mr. Krishna Kumar Omprakash Dubey<br>Member: Ms. Jeena Dineshchandra Suthar   |
| IDC Members are the Independent Directors of the Target Company. Neither Chairman no Member of IDC holds any equity shares in the Target Company.  None of them have entered into any other contract or have other relationship with the Target Company.  |
| No trading has been done by the IDC Members in the equity shares/ other securities of the Target Company.   |
| None of the IDC Members have any relationship with the Acquirers.   |
| Not Applicable  |
| The IDC Members believes that the Open Offer is fair and reasonable. However, th shareholders should independently evaluate the Offer and take informed decision in th matter.  |
| IDC recommends acceptance of the Open offer made by the Acquirers as the Offer price of Rs. 12.00/- per fully paid -up equity share is fair and reasonable based on the followin reasons:   |
| <ol> <li>The Offer price appears to be reasonable considering book value &amp; negative profitability of the Company.</li> <li>The equity shares of the Target Company are infrequently traded shares within the</li> </ol>   |
| meaning of explanation provided in Regulation 2(j) of SEBI (SAST) Regulations, 2011.  3. The offer price of Rs. 12.00/- per fully paid -up equity share offered by the Acquirer is equal to the Fair Value of equity share of the Target Company which is Rs. 12.00/ (Rupees Twelve only) as certified by Alpa N. Dhami, Independent Valuer, (Membershij No. 102514), Proprietor of A. N. Dhami, Chartered Accountants, having their offic situated at 503, Iccha Kutir, Vayudevyta Complex, Devidas Road, Borivali West Mumbai-400103; Tel. No: +91 9819593929; Email: alpa.dhami⊚gmail.com_vid valuation certificate dated December 15, 2023. The said valuation is carried ou considering accepted valuation methodologies as approved by the Hon'ble Supremcourt for the merger of TOMCO and HLL. |
| Keeping in view above facts IDC is of opinion that Open Offer price is fair and reasonable  |
|   |

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statemen is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and

For Fischer Chemic Limited

Chairman-Committee of Indepo

Sanjay Jayantilal Jain

endent Directors DIN: 03162189

all the information required to be disclosed by the Target Company under the SEBI (SAST) Regulations



any.

Place: Mumbai

Date: 19.03.2024

Any other matter to be highlighted No

Franklin Templeton Mutual Fund

One International Centre, Tower 2, 12th & 13th Floor, Senapati Bapat Marg, Elphinstone (West) Mumbai -400013

Income Distribution cum capital withdrawal (IDCW) in certain schemes/plans/options of Franklin Templeton Mutual Fund

The Trustees of Franklin Templeton Mutual Fund have decided to distribute the following Income Distribution cum capital withdrawal (IDCW):

| Name of the Schemes / Plans / Options             | Face Value<br>per Unit (₹) | Amount of IDCW per Unit* (₹) | NAV per Unit as on<br>March 18, 2024 (₹) |
|---|----------------------------|------------------------------|--|
| Franklin India Corporate Debt Fund (FICDF)        | •                          |                              |  |
| FICDF - Quarterly IDCW Plan                       | 10.00                      | 0.230                        | 12.0434                                  |
| FICDF - Quarterly IDCW Plan - Direct              |                            | 0.260                        | 13.6085                                  |
| FICDF - Half Yearly IDCW Plan                     |                            | 0.500                        | 12.9115                                  |
| FICDF - Half Yearly IDCW Plan - Direct            |                            | 0.530                        | 14.9354                                  |
| FICDF - Yearly IDCW Plan                          |                            | 1.050                        | 17.1937                                  |
| FICDF - Yearly IDCW Plan - Direct                 |                            | 1.250                        | 19.3122                                  |
| Franklin India Debt Hybrid Fund (FIDHF)           |                            |                              |  |
| FIDHF - Quarterly IDCW Plan                       | 10.00                      | 0.250                        | 12.2986                                  |
| FIDHF - Quarterly IDCW Plan - Direct              |                            | 0.275                        | 13.9812                                  |
| Franklin India Money Market Fund (FIMMF)          |                            |                              |  |
| FIMMF - Quarterly IDCW Plan                       | 10.00                      | 0.135                        | 10.8425                                  |
| FIMMF - Quarterly IDCW Plan - Direct              |                            | 0.145                        | 11.3604                                  |
| Franklin India Government Securities Fund (FIGSF) |                            |                              |  |
| FIGSF - Quarterly IDCW Plan                       | 10.00                      | 0.085                        | 10.4018                                  |
| FIGSF - Quarterly IDCW Plan - Direct              |                            | 0.125                        | 11.7004                                  |
| Franklin India Banking and PSU Debt Fund (FIBPDF) |                            |                              |  |
| FIBPDF - IDCW Plan                                | 10.00                      | 0.135                        | 10.5755                                  |
| FIBPDF - IDCW Plan - Direct                       |                            | 0.145                        | 11.1550                                  |

The Record Date for the same will be March 22, 2024 (Friday). If in case the Record Date falls on a non-Business Day, the immediately following Business Day shall be the Record Date. All the Unitholders / Beneficial Owners of the IDCW plan / option of the scheme whose names appear in the records of Registrar / Depositories as on the Record Date shall be entitled to receive IDCW. The investors in the IDCW re-investment plan/option will be allotted units for the IDCW amount at the NAV of next Business Day after the Record Date.

# Please note that the IDCW payout shall be subject to the availability of distributable surplus and if the available distributable surplus as on the record date is lower than the aforementioned IDCW rate, then the available distributable

surplus shall be paid out. The payout shall be subject to tax deducted at source i.e. TDS, as applicable. Pursuant to payment of IDCW, the NAV of the scheme would fall to the extent of payout and statutory levy (if applicable).

For Franklin Templeton Asset Management (India) Pvt. Ltd.

(Investment Manager of Franklin Templeton Mutual Fund)

Sd/-

**Authorized Signatory** Date: March 19, 2024

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.

UCO BANK
(A Govt. Of India Undertaking)
HONOURS YOUR TRUST युको बैंक પઝેશન નોટીસ

ચુકો બેંક, સેન્ટ ઝેવીચર્સ શાખા, અમદાવાદ

આથી નીચે સહી કરનાર **યુકો બેંક** ના અધિકૃત અધિકારીશ્રીએ સિક્યોરીટાઈઝેશન એન્ડ રીકન્સ્ટ્રકશન ઓફ ફાઈનાન્શિયલ એસેટ્સ એન્ડ એન્ફોર્સમેન્ટ ઓફ સિક્યુરીટી ઈન્ટરેસ્ટ અધિનિયમ, ૨૦૦૨ (નં. ૫૪ ઓફ ૨૦૦૨) તથા સિક્યોરીટી ઈન્ટરેસ્ટ (એન્ફોર્સમેન્ટ) રૂલ્સ, ૨૦૦૨ ના નિયમ ઉ સહિત વંચાતી કલમ ૧૩(૨) અંતર્ગત મળેલ સત્તાની રૂએ તા. ૧૦.૦૧.૨૦૨૪ ના રોજ ઉધારકર્તા જામીનદાર (૧). શ્રીમતી નીતા મધુસુદન વડનાલ, (૨). શ્રી મધુસુદન રાધેશ્યામ વડનાલ ને માંગણ નોટીસ જારી કરીને નોટીસ મળ્યાના ૬૦ દિવસોની અંદર રૂા. ૧૩,૪૫,૮૫૫.૧૬/- (રૂા. તેર લાખ પીસતા<mark>લીસ હજાર આઠસો પંચાવન અને સોળ પૈસા પુરા)</mark> તા.૧૦.૦૧.૨૦૨૪ ના સુધી ના (તા. ૨૯.૧૨.૨૦૨૩ સુધીના વ્યાજ સહિત) ચુકવવા જણાવેલ.

ઉધારકર્તા સદરહુ રકમ ચુકવવામાં નિષ્ફળ ગયા હોવાથી ઉધારકર્તા તથા જાહેર જનતાને નોટીસ આપવામાં આવે છે કે સિક્યોરીટી ઈન્ટરેસ્ટ (એન્ફોર્સમેન્ટ) નિયમ, ૨૦૦૨ ની કલમ - ૧૩ ની પેટા કલમ (૪) અંતર્ગત નિયમ ૮ સાથે વંચાણે લેતાં આપેલી સત્તાની 3એ અદ્યોહસ્તાક્ષરીએ તા. ૧૪.૦3.૨૦૨૪ ન રોજ નીચે જણાવેલ મિલકતનો પ્રત્યક્ષ કબજો લઇ લીધેલ છે.

ઉધારકર્તા વિશેષ રૂપથી તથા જાહેર જનતાને આથી સદરહુ મિલકત અંગે કોઈપણ જાતનો વ્યવહાર ન કરવાની ચેતવણી આપવામાં આવે છે. સદરહુ મિલકત અંગે કરેલો કોઈપણ વ્યવહાર **ચુકો** બેંક ની રકમ રા. ૧૩,૪૫,૮૫૫.૧૬/- (રા. તેર લાખ પીસતાલીસ હજાર આઠસો પંચાવન અને સોળ પૈસા પુરા) તા.૧૦.૦૧.૨૦૨૪ ના સુધી ના (તા. ૨૯.૧૨.૨૦૨૩ સુધીના વ્યાજ સહિત) ચુકવવ જણાવેલ.અને વ્યાજ સાથેના બોજાને સહિત રહેશે.

"સરફેસી કાયદાની કલમ ૧૩ની પેટા કલમ ૮ ની જોગવાઈ પ્રત્યે ઉધારકર્તાઓ અને / અથવા જામીનદારોની મુકરર મિલકત છોડાવવા માટે મળવા પાત્ર સમય બાબતે ધ્યાન દોરવામાં આવે છે.'

સ્થાવર મિલકતનું વર્ણન તમામ ભાગ અને હિસ્સા સાથેની સ્થાવર રહેઠાણ લાયક ફલેટ નં. એફ-૨૦૩, બીજા માળની સ્કીમ ક્ષેત્રફળ ૬૫૬ સ્કે.મી. જે સૂર્યમ એલીગન્સ ફલેટ થી જાણીતી સર્વે નં. ૧૭૬, ક્ષેત્રફળ ૦-૯૯-૧૪ સ્કે.મી અને સર્વે નં. ૧૭૭ ક્ષત્રેફળ ૧-૭૧-૯૯ સ્કે.મી.. એક્ત્રીકરણ પર તમામ ૨-૭૦-૧૩ સ્કે.મી. પર સ્થાપેલ નો ટી.પી. નં. ૧૧૨ (ઓઢવ) બંજ્ઞે નો સર્વે નં. બિન ખેતીલાયક જમીનનો રહેઠાણ લાયક હેતુ માટે, એરીયા સ્કે.મી. ૧૬૨૦૮ સ્કે.મી. નો સંયુક્ત ફાઈનલ પ્લોટ નં. ૧૯ નો મોજે ગામ ઓઢવ ની સીમ, તાલુકો અમદાવાદ સીટી (પૂર્વ) રજીસ્ટ્રેશન જીલ્લો સબ જીલ્લો સબ જીલ્લો અમદાવાદ-૭(ઓઢવ). **ચતુઃસીમા** :- **પૂર્વે** : લીફટ/ફલેટ નં. એફ-૨૦૨, **પશ્ચિમે** : આંતરિક રોડ/બ્લોક-વી, ઉત્ત**રે** : ફલેટ નં. એફ-૨૦૪ **દક્ષિણે** : ફલેટ નં. એફ-૨૦૩.

તારીખ : ૧૪.૦૩.૨૦૨૪, સ્થળ : અમદાવાદ

અધિકૃત અધિકારી, ચુકો બેંક

- 13.9.9. For Equity Shares held by Eligible Shareholders, being non-resident shareholders:
  - Eligible Shareholders, being non-resident shareholders (excluding foreign institutional investors/foreign portfolio investors) shall also enclose a copy of the permission received by them from RBI, if applicable, to acquire the Equity Shares held by them
  - ii. In case the Equity Shares are held on repatriation basis, the non-resident shareholder shall obtain and enclose a letter from its authorised dealer / bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by the non-resident shareholder from the appropriate account (e.g. non-resident external (NRE) a/c.) as specified by RBI in its approval. In case the non-resident shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the non-resident shareholder shall submit a consent letter addressed to the Company, allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity shares accepted under the Buy Back
- iii. If any of the above stated documents (as applicable) are not enclosed along with the Tender Form, the Equity Share tendered under the Buy-back are liable to be rejected.
- 13.9.10. Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buy-back. Multiple bids made by a single Eligible Shareholder shall be clubbed and considered as "one" bid for the purpose of acceptance.
- 13.9.11. The website of BSE shall display only confirmed bids and accordingly, the cumulative quantity tendered shall be made available on the website of the BSE (i.e., www.bseindia.com) throughout the trading sessions and will be updated at specific intervals during the tendering period.

METHOD OF SETTLEMENT

- 14.1. Upon finalization of the basis of Acceptance as per the Buy-back Regulations, the settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market and as intimated by the Clearing Corporation
- Details in respect of shareholder's entitlement for the Buy-back shall be provided to Clearing Corporation by Company/Registrar to the Buy-back. On receipt of the same, the Clearing Corporation will cancel excess or unaccepted blocked Equity Shares. On settlement date, all blocked Equity Shares mentioned in the accepted bid will be transferred to the
- In the case of IDT, Clearing Corporation will cancel the excess or unaccepted Equity Shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buy-back. Post receiving the IDT message from target depository, source depository will cancel/release excess or unaccepted block Equity Shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the Equity Shares as per the communication / message received from target depository to the extent of accepted bid Equity Shares from shareholder's demat account and credit it to Clearing Corporation settlemen account in target depository on settlement date.
- The Company will transfer the consideration pertaining to the Buy-back to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buy-back, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant Bank, due to any reasons, then the amount payable to the Eligible Sharéholders will be transferred to the concerned Seller Member for  $onward\ transfer\ to\ such\ Eligible\ Shareholder\ holding\ Equity\ Shares\ in\ dematerialized\ form.$
- In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by the BSE and the Clearing Corporation
- The Equity Shares bought back in the dematerialized form would be transferred directly to the demat escrow account of the Company ("Demat Escrow Account") provided it is indicated by the Company's Brokers or it will be transferred by the Company's Broker to the Company's demat account on receipt of the Equity Shares from the clearing and settlement mechanism of the BSE.
- Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eliqible Shareholder's DP account. If the securities transfer instruction is rejected in the Depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the respective Eligible Shareholder. The shareholders of the demat Equity Shares will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of demat Equity Shares, due to rejection or due to non-acceptance in the
- Buy-back Offer In relation to the physical Equity Shares: 14.8.
  - 14.8.1. If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificates would be turned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to
  - dematerialize their physical shares. 14.8.2. If however, only a portion of the physical shares held by an Eligible Shareholder is accepted in the Buyback then the Company is authorised to split the share certificate and issue a Letter of Confirmation ("LOC") in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 vith respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agen ("RTA"). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter or Confirmation Issued" on the face/ reverse of the certificate to the extent of the excess physical shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the physical Equity Shares. In case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the physical Equity Shares to a separate demat account of the Company opened for the said
- The Seller Member would issue contract note for the Equity Shares accepted under the Buy-back and will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buy-back.
- Equity Shareholders who intend to participate in the Buy-back should consult their respective Seller Member for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Seller Member for tendering Equity Shares in the Buy-back (secondary market transaction). Therefore, the Buy-back consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage). The Manager to the Buy-back Offer and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the Seller Member, and such costs will be borne solely by the Eligible Shareholders.
- The Equity Shares lying to the credit of the Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buy-back Regulations. **COMPLIANCE OFFICER** 
  - Investors may contact the Compliance Officer of the Company for any clarifications or to address their grievances, if any, during office hours between i.e., 10.00 AM IST. to 5.00 PM IST. on all working days except Saturday, Sunday and public holidays, at the following address:

| Name:   | Kalpana Suman   |  |
|---|---|--|
| Designation:  | Company Secretary & Compliance Officer                            |  |
| Address:  | A-603, Sapath IV, S. G. Road, Ahmedabad - 380015, Gujarat, India. |  |
| Phone:  | +917940307050/56  |  |
| Email:  | investor@freshtrop.com; secretarial@freshtrop.com                 |  |
| Website:  | www.freshtrop.com   |  |
| REGISTRAR TO THE BUY-BACK / INVESTOR SERVICE CENTRE |   |  |

REGISTRAR TO THE BUY-BACK/INVESTOR SERVICE CENTRE
In case of any queries, Eligible Shareholders may also contact the Registrar to the Buy-back during office hours between i.e., 10.00 AM IST to 5.00 PM IST on all working days except Saturday, Sunday and public holidays, at the



16.

Bigshare Services Private Limited Address: Office." No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093. Tel. No.: +91-022-6263 8200 Fax: +91-022-6263 8299 Email: buybackoffer@bigshareonline.com Website: www.bigshareonline.com Contact Person: Maruti Eate SEBI Registration Number: INR000001385 CIN: U99999MH1994PTC076534

MANAGER TO THE BUY-BACK



**Vivro Financial Services Private Limited** Address: Vivro House, 11 Shashi Colony, Opp Suvidha Shopping Center, Paldi, Ahmedabad 380007, Gujarat, India. Tel.: +91 - 79 - 4040 4242

VIVRO E-mail: investors@vivro.net Website: www.vivro.net Contact Person(s): Shivam Patel/ Kevin Dhruve SEBI Registration Number: INM000010122 Validity: Permanent CIN: U67120GJ1996PTC029182

DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Public Announcement and confirms that it contains true, factual and materia information and does not contain any misleading information.

For and on behalf of the Board of Directors of Freshtrop Fruits Limited

Sd/-Sd/-Nanita Ashok Motiani Whole Time Director

Sd/-Kalpana Sumai Company Secretary & Compliance Officer (Membership Number: A71241) Place: Ahmedabad

Date: March 19, 2024

Ashok Vishindas Motiani Chairman & Managing Director (DIN: 00124470) (DIN: 00787809)