



NAVIGANT CORPORATE ADVISORS LIMITED

Regd. Office: 804, Meadows, Sahar Plaza Complex, J B Nagar, Andheri-Kurla Road,
Andheri (East) Mumbai-400 059; **Tel:** +91-22- 4120 4837 / +91 22 4973 5078

Email: navigant@navigantcorp.com; **Website:** www.navigantcorp.com (CIN: L67190MH2012PLC231304)

Date: 21.03.2024

To
The Manager
Dept. of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Sub: Submission of Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 of Fischer Chemic Limited (BSE Code: 524743)

Ref.: Open Offer to acquire upto 1,43,00,000 equity shares of Rs. 10/- each at a price of Rs. 12/- per fully paid-up Equity Share of Fischer Chemic Limited ('Target Company') representing 26.00% of the expanded equity and voting share capital by Time Medical International Ventures Pte Ltd (Acquirer-1), Mr. Shankar Varadharajan (Acquirer-2) and Mr. Ravindran Govindan (Acquirer-3) (hereinafter collectively referred to as "the Acquirers")

Dear Sir,

This is with reference to the above please find the Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 hard and soft copy being issued by us on behalf of captioned Acquirers with regard to open offer for acquisition of Equity Shares of Fischer Chemic Limited (Target Company) which was published on 21st March, 2024 in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Mumbai Lakshadeep - Marathi Daily (Mumbai edition).

We certify that the contents of the PDF format in soft copy are identical with the hard copy of Pre Offer Advertisement.

Thanks & Regards,

For Navigant Corporate Advisors Limited



Sarthak Vijlani
Managing Director

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: fischerchemicltd@gmail.com; Website: www.fischerchemic.in

This Advertisement is being issued by Navigant Corporate Advisors Limited, on behalf of Time Medical International Ventures Pte Ltd (Acquirer-1), Mr. Shankar Varadharajan (Acquirer-2) and Mr. Ravindran Govindan (Acquirer-3) (Hereinafter collectively referred to as the "Acquirers") pursuant to regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**SEBI (SAST) Regulations**") in respect of Open Offer ("**Offer**") for the acquisition 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. The Detailed Public Statement ("**DPS**") pursuant to the Public Announcement ("**PA**") made by the Acquirers have appeared in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Mumbai Lakshadeep - Marathi Daily (Mumbai edition) on 22nd December, 2023.

- The Offer Price is Rs. 12.00/- (Rupees Twelve only) per equity share payable in cash ("**Offer Price**").
- Committee of Independent Directors ("**IDC**") of the Target Company are of the opinion that the Offer Price of Rs. 12.00/- (Rupees Twelve only) offered by the Acquirers is in accordance with the relevant regulations prescribed in the Takeover Code and prima facie appear to be justified. The recommendation of IDC was published in the aforementioned newspapers on 20th March, 2024.
- There has been no competitive bid to this Offer.
- The completion of dispatch of The Letter of Offer ("**LOF**") to all the Public Shareholders of Target Company was completed on 15th March, 2024.
- Please note that a copy of the LOF is also available on the website of Securities and Exchange Board of India (SEBI), www.sebi.gov.in and also on the website of Manager to the Offer, www.navigantcorp.com and shareholders can also apply on plain paper as per below details:
Eligible Person(s) may participate in the Offer by approaching their respective Broker/Selling Broker and tender Shares in the Open Offer as per the procedure along with other details.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on 26th July, 2023. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its Letter No. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/9050/1 dated March 05, 2024 which have been incorporated in the LOF.
- Any other material changes from the date of PA: Nil**
- Schedule of Activities:**

Activity	Original Date	Original Day	Revised Date	Revised Day
Public Announcement	15.12.2023	Friday	15.12.2023	Friday
Publication of Detailed Public Statement in newspapers	22.12.2023	Friday	22.12.2023	Friday
Submission of Detailed Public Statement to BSE, Target Company & SEBI	22.12.2023	Friday	22.12.2023	Friday
Last date of filing draft letter of offer with SEBI	01.01.2024	Monday	01.01.2024	Monday
Last date for a Competing offer	15.01.2024	Monday	15.01.2024	Monday
Receipt of comments from SEBI on draft letter of offer	22.01.2024	Monday	05.03.2024	Tuesday
Identified date*	24.01.2024	Wednesday	07.03.2024	Thursday
Date by which letter of offer be posted to the shareholders	01.02.2024	Thursday	15.03.2024	Friday
Last date for revising the Offer Price	06.02.2024	Tuesday	20.03.2024	Wednesday
Comments from Committee of Independent Directors of Target Company	06.02.2024	Tuesday	20.03.2024	Wednesday
Advertisement of Schedule of activities for open offer, status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchange and Target Company	07.02.2024	Wednesday	21.03.2024	Thursday
Date of Opening of the Offer	08.02.2024	Thursday	22.03.2024	Friday
Date of Closure of the Offer	22.02.2024	Thursday	08.04.2024	Monday
Post Offer Advertisement	29.02.2024	Thursday	18.04.2024	Thursday
Payment of consideration for the acquired shares	07.03.2024	Thursday	25.04.2024	Thursday
Final report from Merchant Banker	15.03.2024	Friday	03.05.2024	Friday

*Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the Acquirers and Selling Company) are eligible to participate in the Offer any time before the closure of the Offer.

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

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS

Navigant

NAVIGANT CORPORATE ADVISORS LIMITED

804, Meadows, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri East, Mumbai - 400059. Tel No. +91 22 4120 4837 / 4973 5078

Email id: navigant@navigantcorp.com Website: www.navigantcorp.com

SEBI Registration No: INM000012243 Contact person: Mr. Sarthak Vijiani

Place: Mumbai
Date: March 20, 2024