

Date: 15th March, 2024

To,
Saanvi Advisors Limited,
Registered Office At 304, Shoppers Plazav,
Govt. Servants Hsg. Society Ltd Opp Municipal
Market, Cg Road, Navrangpura,
Ahmedabad Gujarat-380009

Subject: Detailed Public Statement In (The "DPS") In Relation to The Open Offer To The Eligible Public Shareholders Saanvi Advisors Limited ("Target Company") By Mr. Dev Sethi ("Acquirer-1") (PAN: MGLPS4439J) And DYS Royals Private Limited (CIN: U51909DL2012PTC234168) ("Acquirer-2")

Dear Sir/Madam,

We refer to our letter dated March 11, 2024, wherein we have filed the Public Announcement for above mentioned Open Offer.

We wish to inform you that in terms of Regulation 14(3) of SEBI (SAST) Regulations, 2011, the DPS has been published today i.e., on March 15, 2024 in following newspapers -

Newspaper	Language
Financial Express	English National Daily
Jansatta	Hindi National Daily
Pratakal (Marathi)	Regional Language Daily at the place of Stock Exchange where the maximum volume of trading in equity shares of Target Company are recorded
Financial Express (Gujrati)	Regional Language Daily at the place of the registered office of the Target Company

We are attaching herewith a soft copy of DPS as published in the newspapers in terms of Regulation 14(4) of the SEBI (SAST) Regulations, 2011.

We request you to kindly disseminate the DPS on your website.

Thanking You,

Yours Faithfully,

For Expert Global Comportant Private Limited

Gautav Jain Director

DIN:03077527

SEBI Reg No.: INM000012874

Place: New Delhi

Encl: Detailed Public Announcement("DPS")

Expert Global Consultants Private Limited

Corporate Office: 1511, RG Trade Tower, Netaji Subhash Place, Pitampura, Delhi 110034 • +91 11 45098234

Branch Office: 516 A Wing, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Mumbai, Maharashtra 400072 • +91 22 35210873
info@expertglobal.in • CIN: U74110DL2010PTC205995

FINANCIAL EXPRESS

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13, 14 AND 15(2) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("TAKEOVER REGULATIONS") TO THE PUBLIC SHAREHOLDERS/EQUITY SHAREHOLDERS OF

SAANVI ADVISORS LIMITED

CIN: L74140GJ1981PLC084205

Registered Office: 304, Shoppers Plaza V, Govt. Servants Hsg. Society Ltd Opp. Municipal Market, CG Road, Navrangpura, Ahmedabad, Gujarat-380009 IN Phone Number: 09818865595, Email: saptharishifin@gmail.com, Website: www.saanviadvisors.in

Open offer ("Offer" / "Open Offer") for acquisition of up to 5,22,730 (Five Lakh Twenty Two Thousand Seven Hundred and Thirty) fully paid-up equity shares of face value INR 10/- (Rupees Ten Only) each of Saanvi Advisors Limited ("Target Company"), representing 26% of the total voting equity share capital on a fully diluted basis expected as of the Tenth (10") working day from the closure of the tendering period of the Open Offer from all the Public Shareholders (as defined later) of the Target Company by Mr. Dev Sethi (PAN: MGLPS4439J) and DYS Royals Private Limited (PAN: AACCL2362B) at a price of INR 14.90/-(Rupees Fourteen and Ninety Paisa Only) per equity share. This detailed public statement ("DPS") is being issued by Expert Global Consultants Private Limited, the manager to the Offer ("Manager" or "Manager" and to the Target Company dated March 11 2024 in terms of Regulation 14(1) & 14(2) of the SEBI (SAST) Regulations. For the purpose of this DPS, the following terms shall have the meaning assigned to them below:

"Acquirer" means:

Mr. Dev Sethi 2. DYS Royals Private Limited, a company incorporated under the provisions of the Companies Act, 1956

Business Day" means any day other than a Saturday, Sunday, or any day on which banks in India or SEBI is permitted to be closed.

"Control" means as define in Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 "Equity Shares" or "Shares" shall mean the fully paid-up equity shares of face value of INR 10/-(Rupees Ten Only) each of the Target Company.

"Identified Date" means the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period, for the purpose of determining the Public Shareholders to whom the letter of offer in relation to this Offer (the "Letter of Offer") shall be sent.

"Public Shareholders" mean all the equity shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter/promoter group of the Target Company; (ii) parties to the SPA

defined below); and (iii) the persons acting in concert or deemed to be acting in concert with the persons set out in (i) and (ii). "PAC" means person acting in concern.

"SPA" means Share Purchase Agreement. "Tendering Period" has the meaning ascribed to it under the Takeover Regulations

"Voting Share Capital" means the fully diluted equity voting share capital of the Target Company as of 10° working day from the closure of the tendering period of the Offer.

"Working Day" means the working day of the Securities and Exchange Board of India.

'Voting Share Capital" means the total voting Equity Share Capital of the Target Company on a fully diluted basis as of the 10° (Tenth) Working Day from the closure of the Tendering Period of the Offer: "Paid-up Equity Share Capital" means Rs. 2,01,05,000/- (Rupees Two Crore One Lakh Five Thousand Only) divided into 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of INR

ACQUIRER/PAC, TARGET COMPANY AND THE OFFER

DETAILS OF THE ACQUIRERS

Dev Sethi (PAN: MGLPS4439J) ("Acquirer-1")

Mr. Dev Sethi, (hereinafter referred to as "Acquirer-1") S/o Prashant Sethi, age about 20 years, Indian Resident, bearing Permanent Account Number "MGLPS4439J" issued under the Income Tax Act, 1961, residing at E-2256 Ansal Palam Vihar, Choma (62) Gurguram, Haryana, 122017. His mobile number is +91- 9810084714 and his email id are devsethi2256@gmail.com. He is Completed his Graduation from Herricks High School, Herricks, NY - High School Diploma. Acquirer-1 holds directorship in the following Companies:

DYS Royals INN Private Limited DYS Royals Private Limited

DYS Royals Productions Private Limited DYS Royals Greens Private Limited

The Net worth of the Acquirer as on March 08, 2024, Is Rs. 2.12/- Crore (Rupees Two Crore Twelve Lakh Only) and the same is certified by Ms. Priyanka Verma, Chartered Accountant, Partner of M/s MAAGS & Co: Chartered Accountants bearing firm registration number 006092N having office 405. PP Towers, Netaii Subhash Place, Pitampura, Delhi-110034 India (Membership No.: 541721) vide his certificate dated 08th March, 2024. The Acquirer-1 hereby confirms that the Acquirer has not been banned or prohibited by SEBI from accessing the stock market or dealing in securities.

As on the date of this DPS, Acquirer does not hold any position(s) on the board of directors of the Target Company.

As on the date of this DPS, The Acquirer dofves not belong to the Promoter and Promoter Group of the Target Company.

Acquirer-1 doesn't belong to any group. Acquirer-1 doesn't control and manage other entity.

Neither the Acquirer-1 nor any of the entities with whom they are associated are in Securities related business and registered with SEBI as a Market Intermediary.

Acquirer-1 has sufficient resources to fulfil the obligation this Offer. Acquirer-1 has confirmed that they are not categorized as a "wilful defaulters" issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters.

issued by Reserve Bank of India. As on the date, Acquirer-1 has confirmed that they are not declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018.

Acquirer-1 has confirmed that they are not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992 "SEBI Act") or under any of the regulations made under the SEBI Act.

DYS Royals Private Limited (PAN: AACCL2362B) ("Acquirer-2") DYS Royals Private Limited, is a private company was incorporated on April 10, 2012 under the Companies Act, 1956 bearing Corporate Identity number U51909DL2012PTC234168. The Registered Office of the company is situated at Office No. 245, 21th Floor, MP Mall, MP Block, Pitampura, Delhi-110034 IN. Acquirer-2 was incorporated with the name of "Loyalty Exim Private Limited", as a

Private Limited Company. On October 16, 2020, Acquirer-2 has changed its name from "Loyalty Exim Private Limited" to "DYS Royals Private Limited". DYS Royals Private Limited was incorporated with the main object: To buy, Sell, Import, Export and otherwise deal in all kinds of commercial items such as all kind of household and industrial utensils, bathroom fittings, hardware items, automobiles parts and all

other items of commercial nature. To carry on the business of consultants related to all kind of Export/ Import related transactions,

The shares of Acquirer-2 are not listed in any of stock exchanges in India. The issued and paid-up share capital of the Acquirer-2 as on the date of DPS is INR 2,00,00,000/- (Rupees Two Crore Only) divided into 20,00,000 (Twenty Lakh) equity shares of INR 10/- (Rupee

Ten Only) each, set out below is the shareholding pattern of the Acquirer: Mama of Chambaldon Address No of Charge Describes

Name of Shareholder	Address	No. of Shares	rercentage
Mr. Pawan Baweja	House NoE-2257, Near Valpar Kender, Market Palam Vihar, Choma (62), Carterpuri, Farrukhnagar, Gurgaon, Haryana-122017	5,000	0.25
Ms. Nishi Baweja	House NoE-2257, Near Vaipar Kender, Market Palam Vihar, Choma (62), Carterpuri, Farrukhnagar, Gurgaon, Haryana-122017	5,000	0.25
Ms. Prerna Sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	19,80,000	99.00
Mr. Yash Sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	5000	0.25
Mr. Dev sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	5000	0.25
Total		20,00,000	100.00

The details of Board of Directors of DYS Royals Private Limited are:

INSUITA-	Diff.	arterigination:	
Mr. Pawan Baweja	07985908	Director	
Ms. Nishi Baweja	07986232	Director	
Mr. Dev Sethi	09584466	Director	
Mr. Yash Sethi	10156483	Director	

As on the date of this DPS, The Acquirer-2 does not belong to the Promoter and Promoter Group of the Target Company The Net worth of the Acquirer as on March 08, 2024, is Rs. 7.96/- Crore (Rupees Seven Crore Ninety-Six Lakh Only) and the same is certified by Ms. Priyanka Verma, Chartered Accountant, Partner of

M/s MAAGS & Co; Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 India (Membership No.: 541721) vide his certificate dated 08" March, 2024. Acquirer-2 doesn't belong to any group.

Acquirer-2 doesn't control and manage other entity. Neither the Acquirer-2 nor any of the entities with whom they are associated are in Securities related business and registered with SEBI as a Market Intermediary.

As on date of this DPS, Acquirer-2 does not have any interest / relationship in the Target Company nor does he hold any shares of the Target Company, except in terms of the proposed acquisition

Acquirer-2 has sufficient resources to fulfil the obligation under this Offer and deposited the amount in Escrow Account opened with ICICI Bank Limited. Acquirer-2 has confirmed that they are not categorized as a "wilful defaulters" issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters.

As on the date, Acquirer-2 has confirmed that they are not declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018 Acquirer-2 has confirmed that they are not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992 ("SEBI Act") or under any of the regulations made under the SEBI Act,

Brief audited/unaudited financial data of DYS Royals Private Limited are given hereunder:

Particulars	Financial Year ended			Financial Year ended	
raruculars	March 31,2023 (Audited)	March 31,2022 (Audited)	March 31,2021 (Audited)		
Total Revenue	39,98,73,393	1,66,05,954	1,14,10,892		
Net Income	40,11,56,128	74,19,964	71,60,347		
EPS (INR)	19.48	742.00	716.03		
Net Worth	7,96,54,641	2,07,99,614	1,31,73,918		

Devki Nandan Advisory Private Limited ("Seller")

INFORMATION ABOUT THE SELLER

Devki Nandan Advisory Private Limited is a Private Limited Company was incorporated on 04/01/2008 under the Companies Act, 1956/2013 bearing Corporate Identity number U93000GJ2008PTC052570. The Registered Office of 304, Shoppers Plaza-V, Govt Servant Co-Op Hsg Soc Opp. Municipal Market, C.G. Road, Navrangpura, Ahmedabad, GJ-380009 IN", Seller was incorporated with the name of "Devki Nandan Textile Private Limited", as a Private Limited Company. On March 06, 2019 Seller has changed its name from "Devki Nandan Textile Private Limited" to "Devki Nandan Advisory Private Limited". Seller is a part of Promoter & Promoter Group of the Target Company.

The shares of Seller are not listed on the stock exchanges. Seller doesn't belong to any group.

Seller has not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992 or under any of the regulations. made under the Securities and Exchange Board of India Act, 1992. As on the date of PA. Seller holds 1,48,850 (One Lakh Forty-Eight Thousand Eight Hundred and Fifty only) equity shares representing 7.40 % of the total outstanding, issued and fully paid-up equity share capital carrying voting rights of the Target Company. In terms of the SPA (as defined later), Seller has agreed to sell its entire shareholding to the Acquire.

There is no lieu, encumbrance or lock-in on the shares held by the sellers and these shares will be transferred free from all lines whatsoever, all encumbrances and free from all lock-in requirements. DETAILS OF THE TARGET COMPANY- SAANVI ADVISORS LIMITED Target Company was incorporated on November 30, 1981 under the provision of Companies Act, 1956 with the Registrar of Companies, Tamil Nadu. The Corporate Identification Number of the

Company is L74140GJ1981PLC084205. The Company was initially incorporated with the name of Saptharishi Financing Limited Company. Later On, November 3, 2014 Company has changed its name from "Saptharishi Financing Limited"

to "Saanvi Advisors Limited" Presently, Registered Office of the Target Company is situated at 304, Shoppers PlazaV, Govt. Servants, Hsg. Society Ltd, Opp. Municipal Market, CG Road, Navrangpura, Ahmedabad, Gujarat-380009

As on date of this DPS, the Authorised Share Capital of the Company is INR 3,25,00,000 /- (Rupees Three Crore Twenty Five Lakhs Only) divided into 32,50,000 (Thirty Two Lakh Fifty Thousand)

Equity Shares of INR 10/- (Rupees Ten Only) each and the Issued, Subscribed and Paid-up Capital of the Target Company is INR 2,01,05,000/- (Rupees Two Crore One Lakh Five Thousand Only) divided into 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred.) Equity Shares of INR 10/- (Rupees Ten Only) each and as on the date of DPS, there are no outstanding partly paid up Shares Presently 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of the Target Company have been listed on MSEI Limited ("MSEI") with Symbol SAANVI The Equity Shares of the Target Company are in-frequently traded within the meaning of Regulation 2(1)(j) of the SEBI(SAST) Regulation, 2011.

Presently, the Board of Directors of the Target Company comprises of: DIN/PAN Designation

Mr. Keyoor Madhusudan Bakshi 00133588 Director Mr. Roopesh Mathurdas Ved 01504998 Director Mr. Tejas Madhusudan Ved 02446401 Director Mrs. Hinal Shah Jaimin 07789126 Director (Source: MCA website)

As on the date of DPS, none of the directors were representatives of the Acquire There are no outstanding convertible instruments such as warrants/FCDs/PCDs/Partly Paid-up Equity Shares and other convertible instruments of the Target Company. (Source: Financial Statement

as on March 31, 2023) Brief audited/unaudited financial data of Saanvi Advisors Limited are given hereunder: (in INR Lakh)

Particulars For the period ended December 31,2023 Financial Year ended March 31,2023 (Audited) March 31,2022 (Audited) March 31,2021 (Audited) Total Revenue 48.74 7.41 23.16 21.81 35.54 Net Income

(VOC INSULTER	6741	20.10	5,1,01	30.54
Earnings per share basic& diluted (in INR)	0.24	0.83	1.09	1.77
Net worth/ shareholders' funds	314.25	301.94	282.49	260.67
	iciai miormanon nas been extracted	d from the financial information give	n by larger company)	
ETAILS OF THE OFFER				
The Acquirers are making this Offer to all the Public Share	holders of the Target Company, to a	cquire upto 5,22,730 (Five Lakh Twe	nty-Two Thousand Seven Hundred	and Thirty) Equity Shares ("Offe
Pira" conceptation QC QCX of the total autotradice fully	agid up aquib, chara conital of the T	armst Capanamy at an offer price of the	D 14 00/ /Dynama Courtons and A	linety Dains Only nor amily char

Size"), representing 26.00% of the total outstanding fully paid up equity share capital of the Target Company at an offer price of INR 14.90/- (Rupees Fourteen and Minety Paisa Only) per equity share ("Offer Price"), which is consider in accordance with Regulation 8 of the Regulations. The Offer is a Triggered Offer in terms of Regulations, 3(1) and 4 of the SEBI (SAST) Regulations, 2011 This Offer is being made by the Acquirers to all the Public Shareholders of the Target Company. Other than the parties to share purchase Agreement ("SPA") dated March 11, 2024 including person deemed to be acting in concert with such parties in such terms of Regulation 7(6) of SEBI (SAST) Regulations.

This offer is not a competing offer in terms of Regulation 20 of the Takeover Regulations. This is not a conditional offer and is not subject to any minimum level of acceptance from the Public Shareholders.

This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.

The Acquirers intends to seek a reconstitution of the Board of Directors of the Target Company in compliance with Regulation 24(1) of the Takeover Regulations and SEBI (LODR) Regulation, 2011.

The Manager to the Offer, Expert Global Consultants Private Limited does not hold any Equity Shares in the Target Company as of the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer period. To the best of knowledge of the Acquirers, there are no statuary approvals required by the Acquirers to complete this offer. The offer would be subject to all the statuary approvals that may become 8.

applicable on later date. Upon completion of the transaction(s), the Acquirers will acquire control over the Target Company and will become the promoters of the Target Company upon compliance with the provisions of Regulation 31A of SEBI (LODR) Regulations. All equity shares tendered by the shareholders in acceptance of the Offer upto a maximum of 5,22,730 (Five Lakh Twenty-Two Thousand Seven Hundred and Thirty) equity shares, will be acquired

by the Acquirers subject to terms and conditions set out in this DPS and the Letter of Offer. The Acquirers have no plans to alienate any material assets of the Target Company whether by sale, lease, encumbrance or otherwise outside the ordinary course of business of the Target Company. In the event any substantial assets of the Target Company is proposed to be sold, disposed-off or otherwise encumbered in the succeeding 2 (two) years from the date of closure of the Offer, the Acquirers undertake that they shall do so only upon receipt of prior approval of the shareholders of the Target Company through a special resolution by way of a postal ballot in terms of the provision to Regulation 25(2) of the Takeover Regulations and subject to applicable laws as may be required.

Upon completion of the Offer, assuming full acceptance in the Offer, the Acquirer will hold 11,46,580 (Eleven Lakh Forty-Six Thousand Five Hundred Eighty) Equity Shares representing 57,77% of the paid-up equity share capital of the Target Company as on the tenth working day after the closure of the Tendering Period. As per Regulation 38 of SEBI (LODR) Regulations, 2015 read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules 1957 (SCRR), the Acquirer is required to maintain at least 25 percent public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to the completion of this Offer, the Public Shareholding in the Target Company may fall below the minimum level required as per Rule 19A of the SCRR. This Offer is being made pursuant to the execution of the Share Purchase Agreement ("SPA") dated March 11, 2024 to purchase 1,48,850 (One Lakh Forty-Eight Thousand Eight Hundred Fifty) equity

shares constituting 7.40% of the fully paid up and voting equity share capital of the Target Company by Acquirer from the existing promoters of the Target Company (*Seller*) at a consideration of INR 14.90/- (Rupee Fourteen and Ninety Paisa Only) per Equity Share payable in cash. The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the letter of offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations ("Letter

The Acquirers intends to control over the Target Company & make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance hereof. The Acquirers proposes to continue existing business of the Target Company and may diversify its business activities in future with prior approval of Shareholders. The main purpose of this acquisition is to acquire complete management control of the Target Company SHAREHOLDING AND ACQUISITION DETAILS

The current and proposed shareholding of the Acquirer in the Target Company and the details of their acquisition are as follows:

Acquirer-1 Details No. of shares %

No. of shares % 5.72% Shareholding as on date of PA 1,15,200 3,75,000 18.65% Shares acquired between date of the PA and DPS NII Nil NII NII 74,425 3.70% 74,425 3.70% Shares agreed to acquire through SPA 1,89,625 9.42% 4,49,425 22.35% Post offer shareholding (assuming full acceptance on diluted basis, as on 10° working day after the closure of tendering period)

IV. OFFER PRICE

The equity shares of the Target Company are listed on MSEI Limited (Scrip ID: SAANVI) and the Scrip of the Company are not suspended from trading on MSE. There has been no trading in the Equity Shares of the Target Company on the Stock Exchanges. Thus, the Equity Shares of the Target Company are infrequently traded on the Stock Exchanges in accordance with the provisions of Regulation 2(1)(j) of the SEBI (SAST) Regulations

The Offer Price of Rs. 14.90/- (Rupees Fourteen and Ninety Paisa Only) per Equity Share is justified in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of the following:

Sr. No.	Particulars	Price (In INR per Equity Shares)
1.	The highest Negotiated Price per fully paid-up equity share of face value fNR10 of the Target Company for acquisition under an agreement attracting the obligation to make public announcement of an open offer	14.90/-
2.	The volume weighted average price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 52 (fifty-two) weeks immediately preceding the date of the PA	Not Applicable
3.	The highest price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 26 (twenty-six) weeks immediately preceding the date of the PA	Not Applicable
4.	The volume-weighted average market price of the Equity Shares for a period of sixty trading days immediately preceding the date of the PA as traded on the MSE, being the stock exchange where the maximum volume of trading in the Equity Shares are recorded during such period, provided such Equity Shares are frequently traded.	
5.	Where the Equity Shares are not frequently traded, the price determined by the Acquirers, PAC and the Manager to the Offer taking into account valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies.	14.90/-*

14.90/- (Rupee Fourteen and Ninety Paisa Only) per Equity Share. In view of the parameters considered as presented in the table above, the minimum Offer Price per equity shares under Regulation 8 of the Takeover Regulations is the highest of item number 1 to 5

above i.e. INR 14.90/- (Rupee Fourteen and Ninety Paisa Only). Accordingly, the Offer Price is justified in terms of the Takeover Regulations. There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011.

There has been no revision in the Offer Price since the date of the PA till the date of this DPS. Further, the Offer Price does not warrant any adjustments for corporate actions under Regulation 8(9) of the Takeover Regulations.

If the Acquirer acquire or agrees to acquire any Equity Shares or voting rights in the Target Company during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of SEBI (SAST) Regulations, 2011. Provided that no such acquisition shall be made after the 1 (One) working day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period. Further, in accordance with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, 2011, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, the Acquirer shall (i) make corresponding increases to the escrow amount (ii) make Public Announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify

to MSEI, SEBI and the Target Company at its Registered Office. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. If the Acquirer acquires Equity Shares of the Target Company during the period of 26 (Twenty-Six) weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (Stoty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under the SEBI (SAST) Regulations, 2011, or pursuant to SEBI (Delisting of Equity Shares) Regulations 2021, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of Equity Shares of the Target Company in any

10: If there is any revision in the Offer Price on account of future purchases / competing offers, it will be done only up to the period prior to one (1) working day before the date of commencement of the tendering period and would be notified to the Shareholders. FINANCIAL ARRANGEMENT

The total consideration for the Offer Size at the Offer Price, assuming full acceptance of the Offer is 77,88,677/- (Rupees Seventy-Seven Lakh Eighty-Eight Thousand Six Hundred and Seventy-Seven Only) ("Maximum Consideration").

Ms. Priyanka Verma (M.No. 541721), Partner of M/s MAAGS & Co; Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 has certified vide certificate dated March 08, 2024 that the Acquirers has adequate financial resources and has made firm financial arrangements to meet the fund requirements for the acquisition of the equity shares of the Target Company under this Offer. The Acquirers has adequate financial resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Open Offer, in terms of Regulation 25(1) of the

SEBI (SAST) Regulations, 2011. The acquisition will be financed through internal resources of the Acquirer and no borrowings from any bank and/or financial institution are envisaged. The Acquirer, the Manager to the Offer and ICICI Bank Limited, a banking company incorporated under Companies Act, 1956 and licensed under the Banking Regulation Act, 1949 and having its registered office at ICICI Bank Tower, Near Chakli Circle, Old Padra Road, Vadodara, Gujarat. Pin - 390007 and acting through its branch office Capital Market Division, 1st floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai- 400020, have entered into an Escrow Agreement on March 11, 2024, for the purpose of the Offer. Pursuant to the Escrow Agreement and in compliance with Regulation 17 of the Takeover Regulations, the Acquirer has opened an Escrow Account in the name and style of "DYS-SAANVI ADVISORS LIMITED OPEN OFFER

ESCROW ACCOUNT® and Acquirers have deposited ₹ 19.50.000/- (Rupees Nineteen Lakh Fifty Thousand Only), being an amount more than 25% of the entire consideration payable under the offer (assuming full acceptance) in cash. The Manager to the Offer is duly authorized by the Acquirer to realize the value of the Escrow Account and operate the Escrow Account in terms of the Takeover

Regulations. The Acquirer does authorize the Manager to Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011. Based on the above, the Manager to the Offer is satisfied that firm arrangements have been put in place by the Acquirer to fulfil the obligations in relation to this Offer through verifiable means in accordance with the Acquirer to fulfil the obligations in relation to this Offer through verifiable means in accordance with the Takeover Regulations. In case of any upward revision in the Offer Price or the Offer Size, the Acquirer shall deposit additional funds in the Offer Escrow Account as required under the Regulation 17(2) of the Takeover

In terms of Regulation 22(2) and the proviso to Regulation 22(2A) of the Takeover Regulations, subject to the Acquirer depositing in the Offer Escrow Account, cash of an amount equal to 100% of the Maximum Consideration, the Acquirer may, after the expiry of 21 days from date of this DPS, subject to fulfilment of conditions as detailed in this DPS, and other acquisitions during the Offer period, if any,

STATUTORY AND OTHER APPROVALS To the best of the knowledge of the Acquirer and the PACs, there are no statutory or other approvals required completing the Open Offer as on the date of this DPS. If, however, any statutory or other

Date of issue of Public Announcement

15 Last date for filing of Final Report with SEBI

approval becomes applicable prior to completion of such acquisition; the open offer would also be subject to such other statutory or other approval(s) being obtained. All Public Shareholders, including non-resident holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the RBI) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares.

In case of delay in receipt of any statutory approval that may be required by the Acquirer at a later date, SEBI may, if satisfied that such delay in receipt of the requisite statutory approval(s) was not attributable to any wilful default, failure or neglect on the part of the Acquirer to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the Takeover Regulations, grant an extension of time to the Acquirer and/or PAC to make the payment of the consideration to the Public Shareholders whose Offer Shares have been accepted in the Offer. Where any statutory approval extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make payment to such Public Shareholders in respect of whom no statutory approvals are required in order to complete this Offer. In terms of Regulation 23(1) of the Takeover Regulations, in the event that the Mandatory Statutory Approvals or any other approvals which may become applicable prior to completion of the Offer

are not received, the Acquirer shall have the right to withdraw the Offer. In the event of withdrawal of this Offer, a public announcement will be made within 2 Working Days of such withdrawal, in accordance with the provisions of Regulation 23(2) of the Takeover Regulations. NRI and QCB holders of the Equity Shares, if any, must obtain all requisite approvals required to tender the Equity Shares held by them in this Offer (including, without limitation, an approval from the

RBI, since the Equity Shares validly tendered in this Offer will be acquired by a non-resident entity), and submit such approvals along with the Form of Acceptance-cum-Acknowledgement and other documents required to accept this Offer. Further, if holders of the Equity Shares who are not person's resident in India (including NRIs, OCBs, FIIs, FPIs) had required any approvals (including from the RBI or the FIPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit copies of such previous approvals, along with the other documents required to be tendered to accept this Offer. If such approvals are not submitted, the Acquirer and PAC reserve the right to reject such Equity Shares tendered pursuant to this Offer TENTATIVE SCHEDULE OF ACTIVITIES

Date of Publishing of the DPS Friday, March 15, 2024 Last Date for Filing Draft Letter of Offer with SEBI Thursday, March 21,2024 Last Date of Public Announcement for Competing Offer(s) Monday, April 08, 2024 Last Date for receiving comments from SEBI on the draft Letter of Offer Monday, April 15, 2024 (In the event SEBI has not sort clarification or additional information from the Manager to the Offer Thursday, April 18, 2024 Last Date by which Letter of Offer will be dispatched to the public shareholders whose name appears on the register of members on the Identified Date Wednesday, April 24, 2024 Last Date by which committee of the Independent Directors of the Target Company shall give its recommendation to the Public Shareholders of the Target Monday, April 26, 2024 Company for this Offer Last date for upward revision of the Offer Price/ Offer Size Tuesday, April 30, 2024 Date of Publication of Offer opening public announcement in the newspaper in which this DPS has been published Tuesday, April 30, 2024 Date of commencement of the Tendering Period (Offer Opening Date) Thursday, May 02,2024 Date of closure of the Tendering Period (Offer Closing Date) Wednesday, May 15, 2024 Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders Tuesday, May 28, 2024 of the Target Company Last date for issue of post-offer advertisement Monday, June 03, 2024

The above timelines are indicative (prepared on the basis of timelines provided under the Takeover Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. # Identified Date is only for the purpose of determining the names of the Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders are eligible to participate in the Offer any time before the Offer Closing Date.

PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER All the Public Shareholders, holding the shares in Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period for this Offer.

Please refer to Paragraph 3(f) below for details in relation to tendering of Offer Shares held in physical form. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date i.e. the date falling on the 10th Working Day prior to the commencement of Tendering Period, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also The Public Shareholders are entitled to tender the Offer Shares under the stock exchange mechanism made available by Stock Exchanges in the form of a separate window ("Acquisition Window")

by SEBI. In such case:-BSE Limited shall be the designated stock exchange ("Designated Stock Exchange") for the purpose of tendering the Offer Shares; The Acquirer has appointed Motifal Oswal Securities Limited ("Buying Broker") as its broker for the Offer through whom the purchases and settlement of the Offer Shares tendered under the Offer shall be made. The contact details of the Buying Broker are as mentioned below: Motifal Oswal Securities Limited

as provided under the Takeover Regulations and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 issued

Branch Address: 430 Second Floor Near N N Mohan Public School Sec-5 Vasundhara, Ghaziabad, UP 201012 Contact No. +91 9971527662, Email id: ashish.mittal@motilaloswal.com, website: www.motilaloswal.com Contact Person: Mr. Arun Kochar All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stock brokers ("Selling Broker") within the normal trading hours of the secondary market, during the Tendering Period.

The Acquisition Window will be provided by the Designated Stock Exchange to facilitate placing of sell orders. The Selling Broker can enter orders for Equity Shares in demanderalized form. The selling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition Window of the MSE. Before placing the bid, the concerned Public Shareholder/selling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited

"Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer. Procedure to be followed by the Public Shareholders holding equity shares in physical form:

In accordance with the Frequently Asked Questions issued by SEBI, "FAQs - Tendering of physical shares in buyback offer/open offer/exit offer/delisting" dated February 20, 2020 and in light of the FAQs dated July 02, 2020. Public Shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI SAST Regulations. The procedure for tendering to be followed by Public Shareholders holding Equity Shares in the physical form shall be available in the Letter of Offer to be dispatched to all the Public Shareholders

THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER. OTHER INFORMATION The Acquirers accepts full responsibility for the information contained in this DPS (other than information regarding the Target Company and information compiled from publicly available sources or

provided by the Target Company, which has not been independently verified by the Acquirer or the Manager to the Offer).

The information pertaining to the Target Company contained in this DPS has been compiled from the information published or publicly available sources or provided by the Target Company. The Acquirer also accepts full responsibility for their obligations under the Open Offer and shall be jointly & severally responsible for the fulfillment of obligation under the Takeover Regulation in respect of this Open Offer. Unless otherwise stated, the information set out in this DPS reflects the position as of the date hereof.

Pursuant to Regulation 12 of the Takeover Regulations, the Acquirer has appointed Expert Global Consultants Private Limited as the Manager to the Offer. Expert Global Consultants Private Limited (SEBI Reg. No: INM000012874) has their registered office at 1511, RG Trade Tower, Netaji Subhash Place, Pitampura, New Delhi-110034.

The manager to the open offer i.e Expert Global Consultants Private Limited does not hold any shares in the Target Company as on the date of Appointment to act as manager to the offer. They declare and undertake that they shall not deal in the equity share of the Target company during the period commencing from the date of their appointment as manager to the offer till the expiry of 15

days from the date on which the payment of consideration to the shareholder who have accepted the open offer is made, or the date on which the open offer is withdrawn as the case may be. The Acquirer has appointed Link Intime India Private Limited, as the Registrar to the Offer having office at C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India Phone: +91 810 811 4949, Email Id: saanvi.offer@linkintime.co.in , Contact Person: Ms. Pradriya Karanjekar This DPS and the PA shall also be available on SEBI's website (www.sebi.gov.in).

In this DPS, any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or regrouping. 11. In this DPS, all references to "Rs," or "INR" are references to Indian Rupees.

MANAGER TO THE OFFER REGISTRAR TO THE OFFER **LINK** Intime EXPERT GLOBAL

LINK INTIME INDIA PRIVATE LIMITED EXPERT GLOBAL CONSULTANTS PRIVATE LIMITED C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Murnbai-400 083, 1511. RG Trade Tower Netaji Subhash Place. Maharashtra, India Pitampura, New Delhi- 110034 Email: saanvi.offer@linkintime.co.in Telephone: +91- 011- 4509 8234, Email: Website: www.linkintime.co.in Website: www.expertglobal.in Contact Person: Ms. Pradnya Karanjekar Contact Person: Mr. Gauray Jain SEBI Reg. No: INR000004058 SEBI Reg. No: INM000012874 CIN: U67190MH1999PTC118368

CIN: U74110DL2010PTC205995 This detailed Public Statement is issued by manager to the Offer on behalf of the Acquirer

On behalf of Acquirer Mr. Dev Sethi

Schedule (Day & Date)

Monday, March 11, 2024

Tuesday, June 84, 2024

Acquirer-2 DYS Royals Private Limited Pawan Baweja Director

financialexp.epapr.in

Date: 15-03-2024

Place: Delhi

On behalf of

Acquirer-1

Sd/-

Acquirer-2

Dev Sethi

New Delhi

DIN: 07985908

SAANVI ADVISORS LIMITED

Con LT41466.19617.L004205

Registreed Office: 304, Shoppers Pistar V, Gavit Semants Hosp Suciety Ltd Day, Municipal Market, CG Road, Novangouro, Ahmediatot, Gajord 580006 W

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Director Date: 07965959

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SAANVI ADVISORS LIMITED

Registered Office: 304, Shoppers Plaza V, Govt. Servants Hsg. Society Ltd Opp. Municipal Market, CG Road, Navrangpura, Ahmedabad, Gujarat-380009 IN

Phone Number: 09818865595, Email: saptharishifin@gmail.com, Website: www.saanviadvisors.in

ETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13, 14 AND 15(2) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS") TO THE PUBLIC SHAREHOLDERS/EQUITY SHAREHOLDERS OF

Open offer ("Offer" / "Open Offer") for acquisition of up to 5,22,730 (Five Lakh Twenty Two Thousand Seven Hundred and Thirty) fully paid-up equity shares of face value INR 10/- (Rupees Ten Only) each of Saanvi Advisors Limited ("Target Company"), representing 26% of the total voting equity share capital on a fully diluted basis expected as of the Tenth (10/-) working day from the closure of the tendering period of the Open Offer from all the Public Shareholders (as defined; of the Target Company by Mr. Dev Sethi (PAN: MGLPS44394) and DYS Royals Private Limited (PS") is being issued by Expert Global Consultants Private Limited, the manager or "Manager" or "Man

require means.

1. Mr. Dev Sethi

2. DYS Royals Private Limited, a company incorporated under the provisions of the Companies Act, 1956

2. DYS Royals Private Limited, a company incorporated under the provisions of the Companies Act, 1956

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3. DYS Royals Private Limited Act, 195

"Business Day" means any day other than a Saturday. Sunday, or any day on which banks in India or SEBI is permitted to be closed.

"Control" means as define in Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

"Equity Shares" or "Shares" shall mean the fully paid-up equity shares of face value of INR 10-(Rupses Ten Only) each of the Target Company identified Date" means the date falling on the 10" (Tenth) Working Day prior to the commencement of the Tendering Period, for the purpose of offer in relation to this Offer (the "Letter of Offer") shall be sent.

ring Period, for the purpose of determining the Public Shareholders to whom the letter of

"Public Shareholders" mean all the equity shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter/promoter group of the Target Company, (ii) parties to the SPA

defined below); and (iii) the persons acting in concert or deemed to be acting in concert with the persons set out in (i) and (ii).

"PAC" means person acting in concern.
"SPA" means Share Purchase Agreement.
"Tendering Period" has the meaning ascribed to it under the Takeover Regulations.

"Voting Share Capital" means the fully diluted equity voting share capital the Target Company as of 10th working day from the closure of the tendering period of the Offer. "Working Day" means the working day of the Securities and Exchange Board of India.

"Voting Share Capital" means the total voting Equity Share Capital of the Target Company on a fully diluted basis as of the 10° (Tenth) Working Day from the closure of the Tendering Period of the Offer; "Paid-up Equity Share Capital" means Rs. 2,01,05,000(- (Rupees Two Crore One Lakh Five Thousand Only) divided into 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of INR

(Rupes Ten Only) each.

ACQUIRER.PAC. TARGET COMPANY AND THE OFFER

DETAILS OF THE ACQUIRERS

Dev Sethi (PAN: MGLPS4439.) ("Acquirer-1")

Mr. Dev Sethi (PAN: MGLPS4439.) ("Acquirer-1")

Mr. Dev Sethi, (Pan: met reterred to as "Acquirer-1") S/o Prashant Sethi, age about 20 years, Indian Resident, bearing Permanent Account Number 'MGLPS4439.' issued under the Income Tax Act, 1961, residing at E-2256 Ansal Palam Vihar. Choma (62) Gurguram, Haryana, 122017. His mobile number is +91- 9810084714 and his email id are devseth/2256@gmail.com. He is Completed his Graduation from Herricks High School, Herricks, MY - High School Diploma.

Accurate 1 Shorts diseasemble in the following Companying Acquirer-1 holds directorship in the following Companies

DVS Royals Greens Private Limited The Net worth of the Acquirer as on March 08, 2024, is Rs. 2.12/- Crore (Rupers Two Crore Twelve Lakh Only) and the same is certified by Ms. Priyanka Verma, Chartered Accountant, Partner of M/s MAAGS & Co: Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 India (Membership No.: 541721) vide his certificate dated 08th March, 2024.

The Acquirer-1 hereby confirms that the Acquirer has not been banned or prohibited by SEBI from accessing the stock market or dealing in securities

As on the date of this DPS, Acquirer does not hold any position(s) on the board of directors of the Target Company. As on the date of this DPS, The Acquirer dofves not belong to the Promoter and Promoter Group of the Target Company. Acquirer-1 doesn't belong to any group.

Acquirer-1 doesn't control and manage other entity. Neither the Acquirer-1 nor any of the entities with whom they are associated are in Securities related business and registered with SEBI as a Market Intermediary. Acquirer-1 has sufficient resources to fulfil the obligation this Offer.

urer-1 has confirmed that they are not categorized as a "wiful defaulters" issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wiful defaulters

Ascounter has committee that they are not caregorized as a wind declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018.

As on the date, Acquirer-1 has confirmed that they are not declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018.

As on the cate, Acquirer-1 has confirmed that they are not declared as a tuginve ortencer under Section 12 of the Fuginve Economic Unionizer Act, 2018.

Acquirer-1 has confirmed that they are not been prohibited by SEBI form dealing in securities, in terms of direction issued under Section 118 of the Securities and Exchange Board of India Act, 1992 ("SEBI Act") or under any of the regulations made under the SEBI Act.

DYS Royals Private Limited (PMX: AACCL2982B) ("Acquirer-2")

DYS Royals Private Limited (PMX: AACCL2982B) ("Acquirer-2")

DYS Royals Private Limited is a private company was incorporated on April 10, 2012 under the Companies Act, 1956 bearing Corporate Identity number U51909DL2012PTC234168. The Registered Office of the company is situated at Office No. 245, 2nd Floor, MP Mall, MP Block, Pitampura, Delhi-110034 IN. Acquirer-2 was incorporated with the name of "Loyalty Exim Private Limited", as a

Private Limited Company. On October 16, 2020, Acquirer-2 has changed its name from "Loyalty Exim Private Limited" to "DYS Royals Private Limited" DVS Royals Private Limited was incorporated with the main object:
To buy, Sell, Import, Export and otherwise deal in all kinds of commercial items such as all kind of household and industrial utensits, bathroom fittings, hardware items, automobiles parts and all

other items of commercial nature. To carry on the business of consultants related to all kind of Export/ Import related transactions.

The shares of Acquirer-2 are not listed in any of stock exchanges in India.

The issued and paid-up share capital of the Acquirer-2 as on the date of DPS is INR 2,00,00,000/- (Rupees Two Crore Only) divided into 20,00,000 (Twenty Lakh) equity shares of INR 10/- (Rupee Ten Only) each, set out below is the shareholding pattern of the Acquirer:

Name of Shareholder Address No. of Shares Percentage

Mr. Pawan Baweja	House NoE-2257, Near Valpar Kender, Market Palam Vihar, Choma (62), Carterpuri, Farrukhnagar, Gurgaon, Haryana-122017	5,000	0.25
Ms. Nishi Baweja	House NoE-2257, Near Valpar Kender, Market Palam Whar, Choma (62), Carterpuri, Farrukhnagar, Gurgaon, Haryana-122017	5,000	0.25
Ms. Prerna Sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	19,80,000	99.00
Mr. Yash Sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	5000	0.25
Mr. Dev sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	5000	0.25
Total		20,00,000	100.00

Name Mr. Pawan Baweja

	Ms. Nishi Baweja	07986232	Director
	Mr. Dev Sethi	09584466	Director
	Mr. Yash Sethi	10156483	Director
As on the date of this DPS, Acquirer-2 does not hold any position(s) on the board of directors of the Target Company. As on the date of this DPS. The Acquirer-2 does not helped to the Promoter and Promoter Group of the Target Company.			

DIN

The Net worth of the Acquirer as on March 08, 2024, is Rs. 7.96/- Crorre (Rupees Seven Crore Mnety-Six Lakh Only) and the same is certified by Ms. Priyanka Verma, Chartered Accountant, Partner of M/s MAAGS & Co; Charlered Accountants bearing firm registration number 005092N having office 405, PP Towers, Notaji Subhash Place, Pitampura, Delhi-110034 India (Membership No.: 541721)

vide his certificate dated 08th March, 2024. Acquirer-2 doesn't belong to any group. Acquirer-2 doesn't control and manage other entity. Neither the Acquirer-2 nor any of the entities with whom they are associated are in Securities related business and registered with SEBI as a Market intermediany.

As on date of this DPS, Acquirer-2 does not have any interest / relationship in the Target Company nor does he hold any shares of the Target Company, except in terms of the proposed acquisition as contemplated vide the SPA (as defined later).

Acquirer-2 has sufficient resources to fulfil the obligation under this Offer and deposited the amount in Escrow Account opened with ICICI Bank Limited.

Acquirer-2 has confirmed that they are not categorized as a "wilful defaulters" issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters.

issued by Reserve Bank of India.

As on the date, Acquirer-2 has confirmed that they are not declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018.
Acquirer-2 has confirmed that they are not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992 ("SEBI Act") or under any of the regulations made under the SEBI Act.
Brief audited/unaudited financial data of DYS Royals Private Limited are given hereunder:

			(IT IND)
Particulars		Financial Year ended	3
Farticulars	Marrie Od 2000 (Andilla II)	\$5	Marrie Of ORDE (Auditor)

Total Revenue	39,98,73,393	1,66,05,954	1,14,10,892
Net Income	40,11,56,128	74,19,964	71,60,347
EPS (INR)	19.48	742.00	716.03
Net Worth	7,96,54,641	2,07,99,614	1,31,73,918
INFORMATION ABOUT THE SELLER Devki Nandan Advisory Private Limite	id ("Seller") nited is a Private Limited Company was incorporal	had on 04/01/2000 ander the Commission Ad	1050/2012 Louis Commits Harfly work
	tered Office of 304, Shoppers Plaze-V, Govt Servant Co-1		
corporated with the name of "Devki N	landan Textile Private Limited", as a Private Limited Com		
. "Dondi Mandan Addinam Drivata III			

to "Devki Nandan Advisory Private Limited". Seller is a part of Promoter & Promoter Group of the Target Company The shares of Seller are not listed on the stock exchanges.

Seller doesn't belong to any group.

Seller doesn't belong to any group.

Seller has not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 118 of the Securities and Exchange Board of India Act, 1992 or under any of the regulations

made under the Securities and Exchange Board of India Act, 1992.

As on the date of PA, Seler holds 1,48,550 (One Lakh Forty-Eight Thousand Eight Hundred and Fifty only) equity shares representing 7,40 % of the total outstanding, issued and fully paid-up equity share capital carrying voting rights of the Target Company. In terms of the SPA (as defined later), Seler has agreed to sell its entire shareholding to the Acquire.

There is no lieu, encumbrance or lock-in on the shares held by the sellers and these shares will be transferred free from all lines whatsoever, at encumbrances and free from all lock-in requirements. DETAILS OF THE TARGET COMPANY- SAANVI ADVISORS LÍMITED

any is L74140GJ1981PLC084205 my was initially incorporated with the name of Saptharishi Financing Limited Company. Later On, November 3, 2014 Company has changed its name from "Saptharishi Financing Limited" Presently, Registered Office of the Target Company is situated at 304. Shoppers PlazaV, Goyt, Servants, Hsg. Society Ltd. Opp. Municipal Market, CG Road, Navrangoura, Ahmedabad, Gujarat-380009

As on date of this DPS, the Authorised Share Capital of the Company is INR 3.25,00.000 /- (Rupees Three Crore Twenty Five Lakhs Dnly) divided into 32,50,000 (Thirty Two Lakh Fifty Thousand) Equity Shares of INR 10/- (Rupees Ten Only) each and the Issued, Subscribed and Paid-up Capital of the Target Company is INR 2,01,05,000/- (Rupees Two Crore One Lakh Five Thousand Only) divided into 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of INR 10/- (Rupees Ten Only) each and as on the date of DPS, there are no outstanding partly paid up Shares

Presently 20, 10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of the Target Company have been listed on MSEI Limited ("MSEI") with Symbol SAAWVI.

The Equity Shares of the Target Company are in-frequently traded within the meaning of Regulation 2(1)(i) of the SEBI(SAST) Regulation, 201 Presently, the Board of Directors of the Target Company comprises of: DIN/PAN Designation

As on the date of DPS, none of the directors were representatives of the Acquirer.
There are no outstanding convertible instruments such as warrants/FCDs/PCDs/Partly Paid-up Equity Shares and other convertible instruments of the Target Company. (Source: Financial Statement

Director

Director

Director

00133588

01504998

02446401

07789126

ated on November 30, 1981 under the provision of Companies Act, 1956 with the Registrar of Companies, Tamil Nadu. The Corporate Identification Number of the

(in INR Lakb) For the period ended December 31,2023 Financial Year ended March 31,2023 (Audited) March 31.2021 (Audited) March 31,2022 (Audited)

Total Revenue		36.16	48.74	76.31
Net Income	7.41	23.16	21.81	35.54
Earnings per share basic& diluted (in INR)	0.24	0.83	1.09	1.77
Net worth/ shareholders' funds	314.25	301.94	282.49	260.67

The current and proposed shareholding of the Acquirer in the Target Company and the details of their acquisition are as follows

udited financial data of Saarryl Advisors Limited are given hereunder

Mr. Keyoor Madhusudan Bakshi

Mr. Roopesh Mathurdas Ved

Mr. Tejas Madhusudan Ved

Mrs. Hinal Shah Jaimin

as on March 31, 2023)

SHAREHOLDING AND ACQUISITION DETAILS

Shares acquired between date of the PA and DPS

Shares agreed to acquire through SPA

Shareholding as on date of PA

Details

ost offer shareholding (assuming full acceptance on diluted basis, as on

**Total Committee of the State Control of the State Committee of the

This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company The Acquirers intends to seek a reconstitution of the Board of Directors of the Target Company in compliance with Regulation 24(1) of the Takeover Regulations and SEBI (LODR) Regulation, 2011.

The Manager to the Offer, Expert Global Consultants Private Limited does not hold any Equity Shares in the Target Company as of the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer period.

To the best of knowledge of the Acquirers, there are no statuary approvals required by the Acquirers to complete this offer. The offer would be subject to all the statuary approvals that may become

applicable on later date 10.

Upon completion of the transaction(s), the Acquirers will acquire control over the Target Company and will become the promoters of the Target Company upon compliance with the provisions of Regulation 31A of SEBI (LOOR) Regulations.

All equity shares tendered by the shareholders in acceptance of the Offer upto a maximum of 5,22,730 (Five Lakh Twenty-Two Thousand Seven Hundred and Thirty) equity shares, will be acquired by the Acquirers subject to terms and conditions set out in this DPS and the Letter of Offer.

The Acquirers have no plans to allengte any material assets of the Target Company whether by sale, lease, encumbrance or otherwise outside the ordinary course of business of the Target Company

In the event any substantial assets of the Target Company is proposed to be soid, disposed-off or otherwise encumbered in the succeeding 2 (two) years from the date of closure of the Offer, the Acquirers undertake that they shall do so only uson receipt of prior approval of the shareholders of the Target Company through a special resolution by way of a postal ballot in terms of the provision to Regulation 25(2) of the Takeover Regulations and subject to applicable taws as may be required.

Upon completion of the Offer, assuming full acceptance in the Offer, the Acquirer will hold 11,46,580 (Eleven Lakh Forty-Sk; Thousand Five Hundred Eighty) Equity Shares representing 57,77% of

the paid-up equity share capital of the Target Company as on the territh working day after the closure of the Tendering Period. As per Regulation 38 of SEBI (LODR) Regulations, 2015 read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules 1957 (SCRR), the Acquirer is required to maintain at least 25 percent public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to the completion of this Office, the Public Shareholding in the Target Company may fall below the minimum level required as per Rule 19A of the SCRR. This Offer is being made pursuant to the execution of the Share Purchase Agreement ("SPA") dated March 11, 2024 to purchase 1,48,850 (One Lakh Forty-Eight Thousand Eight Hundred Fifty) equity shares constituting 7.40% of the fully paid up and voting equity share capital of the Target Company by Acquirer from the existing promoters of the Target Company ("Seleir") at a consideration of The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the letter of offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations ("Letter

100

74.425

1,89,629

The Acquirers intends to control over the Target Company & make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance hereof.

The Acquirers proposes to continue existing business of the Target Company and may diversify its business activities in future with prior approval of Shareholders. The main purpose of this acquisition is to acquire complete management control of the Target Company.

No. of sha

res	%	No. of shares	%	- 1
0	5.72%	3,75,000	18.65%	
	NE	M	NII	
	3.70%	74,425	3.70%	
5	9.42%	4,49,425	22.35%	

The equity shares of the Target Company are listed on MSEI Limited (Scrip ID: SAANM) and the Scrip of the Company are not suspended from trading on MSE.

There has been no trading in the Equity Shares of the Target Company on the Stock Exchanges. Thus, the Equity Shares of the Target Company are infrequently traded on the Stock Exchanges in accordance with the provisions of Regulation 2(1)(ii) of the SEBI (SAST) Regulations.

The Offer Price of Rs. 14.90/- (Rupees Fourteen and Ninety Paisa Only) per Equity Share is justified in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of the following:

1.	The highest Negotiated Price per fully paid-up equity share of face value INR10 of the Target Company for acquisition under an agreement attracting	14.90/-
2.	the obligation to make public announcement of an open offer. The volume weighted average price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 52 (fifty-two) weeks.	Not Applicable
3.	immediately preceding the date of the PA. The highest price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 26 (twenty-six) weeks immediately preceding.	Not Applicable
٥.	the date of the PA	1 0000000000000000000000000000000000000
4	The volume-weighted average market price of the Equity Shares for a period of sixty trading days immediately preceding the date of the PA as traded on the MSE, being the stock exchange where the maximum volume of trading in the Equity Shares are recorded during such period, provided such Equity Shares are frequently traded.	Not Applicable as Equity shares are infrequently traded
5.	Where the Equity Shares are not frequently traded, the price determined by the Acquirers, PAC and the Manager to the Offer taking into account valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of each comparable.	14.90/-*

*MBIF Registered Valuer Mr. Hitesh Jivamb, bearing IBBI Registered Valuer Registration number * IBBI/RV/11/2019/12355* and having his office at Unit No. 116, L-1 Tower, First Floor, Cloud 9 Sector 1, Valshall, UP-201014 with the Email address being * jassociates.cs@gmail.com*; dated Friday, March 08,2024, has certified that the fair value of the Equity Share of Target Company is 14.90/- (Rupee Fourteen and Ninety Paisa Only) per Equity Share. In view of the parameters considered as presented in the table above, the minimum Offer Price per equity shares under Regulation 8 of the Takeover Regulations is the highest of item number 1 to 5 above i.e. INR 14.90/- (Rupee Fourteen and Ninety Palsa Only). Accordingly, the Offer Price is justified in terms of the Takeover Regulations.

There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. There has been no revision in the Offer Price since the date of the PA till the date of this DPS. Further, the Offer Price does not warrant any adjustments for corporate actions under Regulation 8(9) or

If the Acquirer acquire or agrees to acquire any Equity Shares or voting rights in the Target Company during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price the Offier Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of SEBI (SAST) Regulations, 2011.

Provided that no such acquisition shall be made after the 1 (One) working day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period. Further, in accordance

Acquirer shall (i) make corresponding increases to the escrow amount (ii) make Public Announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify to MSEI, SEBI and the Target Company at its Registered Office. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. If the Acquirer acquires Equity Shares of the Target Company during the period of 26 (Twenty-Six) weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under the SEBI (SAST) Regulations, 2011, or pursuant to SEBI (Delisting of Equity Shares) Regulations 2021, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of Equity Shares of the Target Company in an form.
If there is any revision in the Offer Price on account of future purchases / competing offers, it will be done only up to the period prior to one (1) working day before the date of commencement of the

with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, 2011, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, the

FINANCIAL ARRANGEMENT The total consideration for the Offer Size at the Offer Price, assuming full acceptance of the Offer is 77,88,677/- (Rupees Seventy-Seven Lakh Eighty-Eight Thousand Six Hundred and Seventy-Seven Only ("Maximum Consideration").

Ms. Prlyanka Verma (M.No. 541721), Partner of M/s MAAGS & Co; Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 has certified vide certificate dated March 08, 2024 that the Acquirers has adequate financial resources and has made firm financial arrangements to meet the fund requirements for the

acquisition of the equity shares of the Target Company under this Office.

The Acquirers has adequate financial resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Open Office, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The acquirers has adequate financial institution are envisaged.

The Acquirer; the Manager to the Office and ICICI Bank Limited, a banking company incorporated under Companies Act, 1956 and licensed under the Banking Regulation Act, 1949 and having its registered office at ICICI Bank Tower, Near Chaki Circle, Old Padra Road, Vadodara, Gujarat, Pin – 380007 and acting through its branch office Capital Market Division, 1st floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai-400020, have entered into an Escrow Agreement on March 11, 2024, for the purpose of the Office Pursuant to the Escrow Agreement and in compliance with Regulation 17 of the Takeover Regulations, the Acquirer has opened an Escrow Account in the name and style of "DYS-SAAWVI ADVISORS LIMITED OPEN OFFER ESCROW ACCOUNT" and Acquirers have deposited ₹ 19,50,000/- (Rupees Nineteen Lakh Fifty Thousand Only), being an amount more than 25% of the entire consideration payable under the offer (assuming full acceptance) in cash. The Manager to the Offer is duly authorized by the Acquirer to realize the value of the Escrow Account and operate the Escrow Account in terms of the Takeover Regulations.

Regulations The Acquirer does authorize the Manager to Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.

Based on the above, the Manager to the Offer is satisfied that firm arrangements have been out in place by the Acquirer to fulfil the obligations in relation to this Offer through verifiable means in accordance with the Acquirer to fulfil the obligations in relation to this Offer through verifiable means in accordance with the Taksover Regulations. case of any upward revision in the Offer Price or the Offer Size, the Acquirer shall deposit additional funds in the Offer Escrow Account as required under the Regulation 17(2) of the Takeov

Regulations 8. In terms of Regulation 22(2) and the proviso to Regulation 22(2A) of the Takeover Regulations, subject to the Acquirer deposition in the Offer Escrow Account, cash of an amount equal to 100% of num Consideration, the Acquirer may, after the expiry of 21 days from date of this DPS, subject to fulfilment of conditions as detailed in this DPS, and other acquisitions during the Offe

To the best of the knowledge of the Acquirer and the PACs, there are no statutory or other approvals required completing the Open Offer as on the date of this DPS. If, however, any statutory or other approval becomes applicable prior to completion of such acquisition; the open offer would also be subject to such other statutory or other approval(s) being obtained. All Public Shareholders, including non-resident holders of Equity Shares, must obtain all requishe approvals required, if any, to tender the Offer Shares (including without limitation, the approval from the RBI) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in

STATUTORY AND OTHER APPROVALS

Date of Publishing of the DPS

Identified Date

3

Last Date for Filing Draft Letter of Offer with SEBI

Last Date of Public Announcement for Competing Offer(s)

Last Date for receiving comments from SEBI on the draft Letter of Offer (In the event SEBI has not sort clarification or additional information from the Manager to the Offer)

endering period and would be notified to the Shareholders

acquisition of the equity shares of the Target Company under this Offer.

respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares. In case of delay in receipt of any statutory approval that may be required by the Acquirer at a later date, SEBI may, if satisfied that such delay in receipt of the requisite statutory approval (s) was not attributable to any willul default, failure or neglect on the part of the Acquirer to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the Takeover Regulations, grant an extension of time to the Acquirer and/or PAC to make the payment of the consideration to the Public Shareholders whose Offer Shares have been accepted in the Offer. Where any statutory approval extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make

payment to such Public Shareholders in respect of whom no statutory approvals are required in order to complete this Office.
In terms of Regulation 23(1) of the Takeover Regulations, in the event that the Mandatory Statutory Approvals or any other approvals which may become applicable prior to completion of the Office. are not received, the Acquirer shall have the right to withdraw the Offer. In the event of withdrawal of this Offer, a public announcement will be made within 2 Working Days of such withdrawal, is accordance with the provisions of Regulation 23(2) of the Takeover Regulations.
NRI and OCB holders of the Equity Shares, if any, must obtain all requisite approval required to tender the Equity Shares held by them in this Offer (including, without limitation, an approval from the RBI, since the Equity Shares validly tendered in this Offer will be acquired by a non-resident entity), and submit such approvals along with the Form of Acceptance-cum-Acknowledgement and other

documents required to accept this Offer. Further, if holders of the Equity Shares who are not person's resident in India (including NRIs, OCBs, RIs, PPIs) had required any approvals (including from the RPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit copies of such previous approvals, along with the other documents required to be tendered to accept this Offer. If such approvals are not submitted, the Acquirer and PAC reserve the right to reject such Equity Shares tendered pursuant to this Offer VII. TENTATIVE SCHEDULE OF ACTIVITIES Sr. No. Activity Schedule (Day & Date) Date of issue of Public Announcement Monday, March 11, 2024

7	Last Date by which Letter of Offer will be dispatched to the public shareholders whose name appears on the register of members on the identified Date.	Wednesday, April 24, 2024
8	Last Date by which committee of the independent Directors of the Target Company shall give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, April 26, 2024
9	Last date for upward revision of the Offer Price/ Offer Size	Tuesday, April 30, 2024
0	Date of Publication of Offer opening public announcement in the newspaper in which this DPS has been published	Tuesday, April 30, 2024
1	Date of commencement of the Tendering Period (Offer Opening Date)	Thursday, May 02,2024
2	Date of closure of the Tendering Period (Offer Closing Date)	Wednesday, May 15, 2024
3	Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders of the Target Company	Tuesday, May 28, 2024
4	Last date for issue of post-offer advertisement	Monday, June 03, 2024
15	Last date for filing of Final Report with SEBI	Tuesday, June 04, 2024

are eligible to participate in the Offer any time before the Offer Closing Date.

PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER. All the Public Shareholders, holding the shares in Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period for this Offer Please refer to Paragraph 3(f) below for details in relation to tendering of Offer Shares held in physical form. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date i.e. the date falling on the 10° Working Day prior to the commencement of Tendering Period, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Office, may also

Identified Date is only for the purpose of determining the names of the Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders as on such date to whom the Letter of Offer would be sent.

The Public Shareholders are entitled to tender the Offer Shares under the stock exchange mechanism made available by Stock Exchanges in the form of a separate window ("Acquisition Window") as provided under the Takeover Regulations and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 issu

Branch Address: 430 Second Floor Near N N Mohan Public School Sec-5 Vasundhara, Ghaziabad, UP 201012

All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stock brokers ("Selling Broker") within the normal trading hours of the

BSE Limited shall be the designated stock exchange ("Designated Stock Exchange") for the purpose of tendering the Offer Shares;
The Acquirer has appointed Mobilal Oswal Securities Limited ("Buying Broker") as its broker for the Offer through whom the purchases and settlement of the Offer Shares tendered under the Offer

The setling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition Window of the MSE. Before placing the bid, the concerned Public Shareholder/setling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation.

Contact No. +91 9971527662, Email Id: ashish mittal@motilalosws Contact Person: Mr. Arun Kochar

The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.

Procedure to be followed by the Public Shareholders holding equity shares in physical form:

In accordance with the Frequently Asked Questions issued by SEBI, "FAQs — Tendering of physical shares in buyback offer/open offer/exit offer/defisting" dated February 20, 2020 and in light of the FAGs dated July 02, 2020, Public Shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be a per the provisions of the SEBI SAST Regulations. The procedure for tendering to be followed by Public Shareholders holding Equity Shares in the physical form shall be available in the Letter of Offer to be dispatched to all the Public

The Acquisition Window will be provided by the Designated Stock Exchange to facilitate placing of sell orders. The Selling Broker can enter orders for Equity Shares in dematerialized form

THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER

The Acquirers accepts full responsibility for the information contained in this DPS (other than information regarding the Target Company and information compiled from publicly available sources or provided by the Target Company, which has not been independently verified by the Acquirer or the Manager to the Offer).

The information pertaining to the Target Company contained in this DPS has been compiled from the information published or publicly available sources or provided by the Target Company.

The Acquirer also accepts full responsibility for their obligations under the Open Offer and shall be jointly & severally responsible for the fulfillment of obligation under the Takeover Regulation in respec

Unless otherwise stated, the information set out in this DPS reflects the position as of the date hereof. Pursuant to Regulation 12 of the Takeover Regulations, the Acquirer has appointed Expert Global Consultants Private Limited as the Manager to the Offer Expert Global Consultants Private Limited (SEBI Reg. No: INM000012874) has their registered office at 1511, RG Trade Tower, Netaji Subhash Place, Pitampura, New Delhi- 110034.

The manager to the open offer i.e Expert Global Consultants Private Limited does not hold any—shares in the Target Company as on the date of Appointment to act as manager to the offer. They

declare and undertake that they shall not deal in the equity share of the Target company during the period commencing from the date of their appointment as manager to the offer till the expiry of 15

days from the date on which the payment of consideration to the shareholder who have accepted the open offer is made, or the date on which the open offer is withdrawn as the case may be.
The Acquirer has appointed Link Intime India Private Limited, as the Registrar to the Offer having office at C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Maharashtr. India Phone: +91 810 811 4948. Email Id: saanvi.offen@linkintime.co.in . Contact Person: Ms. Pradrya Karaniekar

This DPS and the PA shall also be available on SEBI's website (www.sebi.gov.in).
In this DPS, any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or regrouping. In this DPS, all references to "Rs." or "INR" are references to Indian Rupees. MANAGER TO THE OFFER



Date: 15-03-2024

Place: Delhi On behalf of

Dev Sethi

felephone: +91-011-4509 8234, Email:

Website: www.expertglobal.in Contact Person: Mr. Gauray Jain SEBI Reg. No: INM000012874 CIN: U741100L2010PTC205995

Maharashtra, India Email: saanvi.offen@linkintime.co.in ebsite: www.linkintime.co.in ontact Person: Ms. Pradnya Karanjekar

LINK INTIME INDIA PRIVATE LIMITED

tilaloswal.com, website: www.motilaloswal.com

SEBI Reg. No: INR000004058 CIN: U67190MH1999PTC118368

This detailed Public Statement is issued by manager to the Offer on behalf of the Acquire

On behalf of Acquire

Sd/

Friday, March 15, 2024

Thursday, March 21,2024

Monday, April 08, 2024

Monday, April 15, 2024

Thursday, April 18, 2024

DYS Royals Private Limited

Pawan Baweja Director DIN: 07985908 DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13, 14 AND 15(2) AND OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS 2011, AS AMENDED ("TAKEOVER REGULATIONS") TO THE PUBLIC SHAREHOLDERS/EQUITY SHAREHOLDERS OF

SAANVI ADVISORS LIMITED

Registered Office: 304, Shoppers Plaza V, Govt. Servants Hsg. Society Ltd Opp. Municipal Market, CG Road, Navrangpura, Ahmedabad, Gujarat-380009 IN

Phone Number: 09818865595, Email: saptharishifin@gmail.com, Website: www.saanviadvisors.in

Open offer ("Offer" / "Open Offer") for acquisition of up to 5,22,730 (Five Lakh Twenty Two Thousand Seven Hundred and Thirty) fully paid-up equity shares of face value INR 10/- (Rupees Ten Only) each of Saanvi Advisors Limited ("Target Company"), representing 26% of the total voting equity share capital on a fully diluted basis expected as of the Tenth (10th) working day from the closure of the tendering period of the Open Offer from all the Public Shareholders (as defined later) of the Target Company by Mr. Dev Sethi (PAN: MGLPS4439J) and DYS Royals Private Limited (PAN: AACCL2362B) at a price of INR 14.90/-(Rupees Fourteen and Ninety Paisa Only) per equity share. This detailed public statement ("DPS") is being issued by Expert Global Consultants Private Limited, the manager to the Offer (" Merchant Banker" or "Manager to the Offer"), for and on behalf of the Acquirer, in compliance with Regulations 3(1) & 4 read with Regulations 13(4) & 15(2) and other applicable Regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations"), and pursuant to the Public Announcement ("PA") made by the acquirer and filed to the stock exchange i.e. MSEI Limited ("MSEI"), Securities and Exchange Board of India ("SEBI") and to the Target Company dated March 11-2024 in terms of Regulation 14(1) & 14(2) of the SEBI (SAST) Regulations. For the purpose of this DPS, the following terms shall have the meaning assigned to them below:

"Acquirer" means: Mr. Dev Sethi

2. DYS Royals Private Limited, a company incorporated under the provisions of the Companies Act, 1956.

"Business Day" means any day other than a Saturday, Sunday, or any day on which banks in India or SEBI is permitted to be closed.

"Control" means as define in Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. "Equity Shares" or "Shares" shall mean the fully paid-up equity shares of face value of INR 10/-(Rupees Ten Only) each of the Target Company.

"identified Date" means the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period, for the purpose of determining the Public Shareholders to whom the letter of offer in relation to this Offer (the "Letter of Offer") shall be sent.

"Public Shareholders" mean all the equity shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter/promoter group of the Target Company; (ii) parties to the SPA (defined below); and (ii) the persons acting in concert or deemed to be acting in concert with the persons set out in (i) and (ii).

"PAC" means person acting in concern.

"SPA" means Share Purchase Agreement

"Tendering Period" has the meaning ascribed to it under the Takeover Regulations.

"Voting Share Capital" means the fully diluted equity voting share capital of the Target Company as of 10th working day from the closure of the tendering period of the Offer. "Working Day" means the working day of the Securities and Exchange Board of India.

"Voting Share Capital" means the total voting Equity Share Capital of the Target Company on a fully diluted basis as of the 10th (Tenth) Working Day from the closure of the Tendering Period of the Offer; "Paid-up Equity Share Capital" means Rs. 2,01,05,000/- (Rupees Two Crore One Lakh Five Thousand Only) divided into 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of INR

ACQUIRER/PAC, TARGET COMPANY AND THE OFFER

DETAILS OF THE ACQUIRERS Dev Sethi (PAN: MGLPS4439J) ("Acquirer-1")

Mr. Dev Sethi, (hereinafter referred to as "Acquirer-1") S/o Prashant Sethi, age about 20 years, Indian Resident, bearing Permanent Account Number "MGLPS4439J" issued under the Income Tax Act, 1961, residing at E-2256 Ansal Palam Vihar, Choma (62) Gurguram, Haryana, 122017. His mobile number is +91- 9810084714 and his email id are devsethi2256@gmail.com. He is Completed

his Graduation from Herricks High School, Herricks, NY - High School Diploma. Acquirer-1 holds directorship in the following Companies:

DYS Royals INN Private Limited

DYS Royals Private Limited DYS Royals Productions Private Limited

DYS Royals Greens Private Limited The Net worth of the Acquirer as on March 08, 2024, is Rs. 2.12/- Crore (Rupees Two Crore Twelve Lakh Only) and the same is certified by Ms. Priyanka Verma, Chartered Accountant, Partner of M/s MAAGS & Co; Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 India (Membership No.: 541721)

vide his certificate dated 08th March, 2024. The Acquirer-1 hereby confirms that the Acquirer has not been banned or prohibited by SEBI from accessing the stock market or dealing in securities.

As on the date of this DPS, Acquirer does not hold any position(s) on the board of directors of the Target Company,

As on the date of this DPS. The Acquirer dolves not belong to the Promoter and Promoter Group of the Target Company. Acquirer-1 doesn't belong to any group.

Acquirer-1 doesn't control and manage other entity.

Neither the Acquirer-1 nor any of the entities with whom they are associated are in Securities related business and registered with SEBI as a Market Intermediary. Acquirer-1 has sufficient resources to fulfit the obligation this Offer.

Acquirer-1 has confirmed that they are not categorized as a 'wilful defaulters' issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters' issued by Reserve Bank of India.

As on the date, Acquirer-1 has confirmed that they are not declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018. Acquirer-1 has confirmed that they are not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992

("SEBI Act") or under any of the regulations made under the SEBI Act. DYS Royals Private Limited (PAN: AACCL2362B) ("Acquirer-2") DYS Royals Private Limited, is a private company was incorporated on April 10, 2012 under the Companies Act, 1956 bearing Corporate identity number U51909DL2012PTC234168. The Registered

Office of the company is situated at Office No. 245, 2rd Floor, MP Mall, MP Block, Pitampura, Delhi-110034 IN. Acquirer-2 was incorporated with the name of "Loyalty Exim Private Limited", as a Private Limited Company. On October 16, 2020, Acquirer-2 has changed its name from "Loyalty Exim Private Limited" to "DYS Royals Private Limited"

DYS Royals Private Limited was incorporated with the main object: To buy, Sell, Import. Export and otherwise deal in all kinds of commercial items such as all kind of household and industrial utensits, bathroom fittings, hardware items, automobiles parts and all

other items of commercial nature. To carry on the business of consultants related to all kind of Export/ Import related transactions.

The shares of Acquirer-2 are not listed in any of stock exchanges in India. The issued and paid-up share capital of the Acquirer-2 as on the date of DPS is INR 2,00,00,000/- (Rupees Two Crore Only) divided into 20,00,000 (Twenty Lakh) equity shares of INR 10/- (Rupee 4 Ten Only) each, set out below is the shareholding pattern of the Acquirer:

Name of Shareholder	Address	No. of Shares	Percentage
Mr. Pawan Baweja	House NoE-2257, Near Vaipar Kender, Market Palam Vihar, Choma (62), Carterpuri, Farrukhnagar, Gurgaon, Haryana-122017	5,000	0.25
Ms. Nishi Baweja	House NoE-2257, Near Vaipar Kender, Market Palam Vihar, Choma (62), Carterpuri, Farrukhnagar, Gurgaon, Haryana-122017	5,000	0.25
Ms. Prema Sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	19,80,000	99.00
Mr. Yash Sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	5000	0.25
Mr. Dev sethi	E-2256, Ansal Palam Vihar, Gurgaon, Haryana-122001	5000	0.25
Total		20,00,000	100.00

The details of Board of Directors of DYS Royals Private Limited are:

The details of a serie of a needle of a 10 major 1 miles	Andrew W. S.	
Name	DIN	Designation
Mr. Pawan Baweja	07985908	Director
Ms. Nishi Baweja	07986232	Director
Mr. Dev Sethi	09584466	Director
Mr. Yash Sethi	10156483	Director

As on the date of this DPS, Acquirer-2 does not hold any position(s) on the board of directors of the Target Company. As on the date of this DPS, The Acquirer-2 does not belong to the Promoter and Promoter Group of the Target Company

The Net worth of the Acquirer as on March 08, 2024, is Rs. 7.96/- Crore (Rupees Seven Crore Ninety-Six Lakh Only) and the same is certified by Ms. Priyanka Verma, Chartered Accountant, Partner of M/s MAAGS & Co; Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 India (Membership No.: 541721) vide his certificate dated 08th March, 2024.

Acquirer-2 doesn't belong to any group. Acquirer-2 doesn't control and manage other entity.

Neither the Acquirer-2 nor any of the entities with whom they are associated are in Securities related business and registered with SEBI as a Market Intermediary.

As on date of this DPS, Acquirer-2 does not have any interest / relationship in the Target Company nor does he hold any shares of the Target Company, except in terms of the proposed acquisition as contemplated vide the SPA (as defined later).

Acquirer-2 has sufficient resources to fulfil the obligation under this Offer and deposited the amount in Escrow Account opened with ICICI Bank Limited. Acquirer-2 has confirmed that they are not categorized as a 'wilful defaulters' issued by any bank, financial institution, or consortium thereof in accordance with the guidelines on wilful defaulters'

issued by Reserve Bank of India. As on the date, Acquirer-2 has confirmed that they are not declared as a fugitive offender under Section 12 of the Fugitive Economic Offender Act, 2018. Acquirer-2 has confirmed that they are not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992.

("SEBI Act") or under any of the regulations made under the SEBI Act. Brief audited/unaudited financial data of DYS Royals Private Limited are given hereunder:

(in INR Lakh)

			(in INR)	
Particulars	Financial Year ended			
	March 31,2023 (Audited)	March 31,2022 (Audited)	March 31,2021 (Audited)	
Total Revenue	39,98,73,393	1,66,05,954	1,14,10,892	
Net Income	40,11,56,128	74,19,964	71,60,347	
EPS (INR)	19.48	742.00	716.03	
Net Worth	7 96 54 641	2.07.99.614	1 31 73 918	

INFORMATION ABOUT THE SELLER

Devki Nandan Advisory Private Limited ("Seller") Devki Nandan Advisory Private Limited is a Private Limited Company was incorporated on 04/01/2008 under the Companies Act, 1956/2013 bearing Corporate Identity number U93000GJ2008PTC052570. The Registered Office of 304, Shoppers Plaza-V. Govf Servant Co-Op Hsg Soc Opp. Municipal Market, C.G. Road, Navranggura, Ahmedabad, GJ-380009 IN", Seller was incorporated with the name of "Devki Nandan Textile Private Limited", as a Private Limited Company. On March 06, 2019 Seller has changed its name from "Devki Nandan Textile Private Limited" to "Devki Nandan Advisory Private Limited"

Seller is a part of Promoter & Promoter Group of the Target Company.

The shares of Seller are not listed on the stock exchanges. Seller doesn't belong to any group.

Seller has not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B of the Securities and Exchange Board of India Act, 1992 or under any of the regulations made under the Securities and Exchange Board of India Act, 1992. As on the date of PA, Seller holds 1,48,850 (One Lakh Forty-Eight Thousand Eight Hundred and Fifty only) equity shares representing 7,40 % of the total outstanding, issued and fully paid-up equity

share capital carrying voting rights of the Target Company. In terms of the SPA (as defined later), Seller has agreed to sell its entire shareholding to the Acquire. There is no lieu, encumbrance or lock-in on the shares held by the sellers and these shares will be transferred free from all lines whatsoever, all encumbrances and free from all lock-in requirements. DETAILS OF THE TARGET COMPANY- SAANVI ADVISORS LIMITED Target Company was incorporated on November 30, 1981 under the provision of Companies Act, 1956 with the Registrar of Companies, Tarnil Nadu. The Corporate Identification Number of the

Company is L74140GJ1981PLC084205. The Company was initially incorporated with the name of Saptharishi Financing Limited Company. Later On, November 3, 2014 Company has changed its name from "Saptharishi Financing Limited" to "Saanvi Advisors Limited".

Presently, Registered Office of the Target Company is situated at 304. Shoppers PlazaV. Govt. Servants, Hsg. Society Ltd. Opp. Municipal Market, CG Road, Navrangpura, Ahmedabad, Gujarat-380009 As on date of this DPS, the Authorised Share Capital of the Company is INR 3,25,00,000 /- (Rupees Three Crore Twenty Five Lakhs Only) divided into 32,50,000 (Thirty Two Lakh Fifty Thousand) Equity Shares of INR 10/- (Rupees Ten Only) each and the Issued, Subscribed and Paid-up Capital of the Target Company is INR 2,01,05,000/- (Rupees Two Crore One Lakh Five Thousand Only) divided into 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of INR 10/- (Rupees Ten Only) each and as on the date of DPS, there are no outstanding partly paid up Shares of the Target Company.

Presently 20,10,500 (Twenty Lakh Ten Thousand and Five Hundred) Equity Shares of the Target Company have been listed on MSEI Limited ("MSEI") with Symbol SAANVI. The Equity Shares of the Target Company are in-frequently traded within the meaning of Regulation 2(1)(j) of the SEBI(SAST) Regulation, 2011. Presently, the Board of Directors of the Target Company comprises of

Name	DIN/PAN	Designation	
Mr. Keypor Madhusudan Bakshi	00133588	Director	
Mr. Roopesh Mathurdas Ved	01504998	Director	
Mr. Tejas Madhusudan Ved	02446401	Director	
Mrs. Hinal Shah Jaimin	07789126	Director	

As on the date of DPS, none of the directors were representatives of the Acquirer.

There are no outstanding convertible instruments such as warrants/FCDs/PCDs/PcDs/Partly Paid-up Equity Shares and other convertible instruments of the Target Company. (Source: Financial Statement as on March 31, 2023

Brief audited/unaudited financial data of Saanvi Advisors Limited are given hereunder:

Particulars	For the period ended December 31,2023 (Unaudited)	Financial Year ended		
		March 31,2023 (Audited)	March 31,2022 (Audited)	March 31,2021 (Audited)
Total Revenue		36.16	48.74	76.31
Net Income	7.41	23.16	21.81	35.54
Earnings per share basic& diluted (in INR)	0.24	0.83	1.09	1.77
Net worth/ shareholders' funds	314.25	301.94	282.49	260.67
/Source	The financial information has been extracted fro	im the financial information given	by Target Company)	

DETAILS OF THE OFFER

The Acquirers are making this Offer to all the Public Shareholders of the Target Company, to acquire upto 5,22,730 (Five Lakh Twenty-Two Thousand Seven Hundred and Thirty) Equity Shares ("Offer Size"), representing 26.00% of the total outstanding fully paid up equity share capital of the Target Company at an offer price of INR 14.90/- (Rupees Fourteen and Ninety Paisa Only) per equity share ("Offer Price"), which is consider in accordance with Regulation 8 of the Regulations The Offer is a Triggered Offer in terms of Regulations, 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

This Offer is being made by the Acquirers to all the Public Shareholders of the Target Company. Other than the parties to share purchase Agreement ("SPA") dated March 11, 2024 including person

deemed to be acting in concert with such parties in such terms of Regulation 7(6) of SEBI (SAST) Regulations. This offer is not a competing offer in terms of Regulation 20 of the Takeover Regulations This is not a conditional offer and is not subject to any minimum level of acceptance from the Public Shareholders

This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company. The Acquirers intends to seek a reconstitution of the Board of Directors of the Target Company in compliance with Regulation 24(1) of the Takeover Regulations and SEBI (LODR) Regulation, 2011. The Manager to the Offer, Expert Global Consultants Private Limited does not hold any Equity Shares in the Target Company as of the date of this DPS. The Manager to the Offer further declares and undertakes not to deal on its own account in the Equity Shares of the Target Company during the Offer period.

To the best of knowledge of the Acquirers, there are no statuary approvals required by the Acquirers to complete this offer. The offer would be subject to all the statuary approvals that may become applicable on later date. Upon completion of the transaction(s), the Acquirers will acquire control over the Target Company and will become the promoters of the Target Company upon compliance with the provisions of Regulation 31A of SEBI (LODR) Regulations.

All equity shares tendered by the shareholders in acceptance of the Offer upto a maximum of 5,22,730 (Five Lakh Twenty-Two Thousand Seven Hundred and Thirty) equity shares, will be acquired by the Acquirers subject to terms and conditions set out in this DPS and the Letter of Offer.

The Acquirers have no plans to alienate any material assets of the Target Company whether by sale, lease, encumbrance or otherwise outside the ordinary course of business of the Target Company. In the event any substantial assets of the Target Company is proposed to be sold, disposed-off or otherwise encumbered in the succeeding 2 (two) years from the date of closure of the Offer, the Acquirers undertake that they shall do so only upon receipt of prior approval of the shareholders of the Target Company through a special resolution by way of a postal ballot in terms of the provision

to Regulation 25(2) of the Takeover Regulations and subject to applicable laws as may be required. Upon completion of the Offer, assuming full acceptance in the Offer, the Acquirer will hold 11,46,580 (Eleven Lakh Forty-Six Thousand Five Hundred Eighty) Equity Shares representing 57.77% of the paid-up equity share capital of the Target Company as on the tenth working day after the closure of the Tendering Period. As per Regulation 38 of SEBI (LODR) Regulations, 2015 read with Rules 19(2) and 19A of the Securities Contracts (Regulation) Rules 1957 (SCRR), the Acquirer is required to maintain at least 25 percent public shareholding as determined in accordance with SCRR, on a continuous basis for listing. Pursuant to the completion of this Offer, the Public Shareholding in the Target Company may fall below the minimum level required as per Rule 19A of the SCRR.

This Offer is being made pursuant to the execution of the Share Purchase Agreement ("SPA") dated March 11, 2024 to purchase 1,48,850 (One Lakh Forty-Eight Thousand Eight Hundred Fifty) equity shares constituting 7.40% of the fully paid up and voting equity share capital of the Target Company by Acquirer from the existing promoters of the Target Company ("Seller") at a consideration of INR 14.90/- (Rupee Fourteen and Ninety Paisa Only) per Equity Share payable in cash. The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the letter of offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations ("Letter

of Offer"). The Acquirers intends to control over the Target Company & make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance hereof. The Acquirers proposes to continue existing business of the Target Company and may diversify its business activities in future with prior approval of Shareholders. The main purpose of this acquisition is to acquire complete management control of the Target Company

SHAREHOLDING AND ACQUISITION DETAILS The current and proposed shareholding of the Acquirer in the Target Company and the details of their acquisition are as follows:

Details	Acquirer-1		Acquirer-2	
Details	No. of shares	%	No. of shares	%
Shareholding as on date of PA	1,15,200	5.72%	3,75,000	18.65%
Shares acquired between date of the PA and DPS	Nii	Nil	Nii	Nit
Shares agreed to acquire through SPA	74,425	3.70%	74,425	3.70%
Post offer shareholding (assuming full acceptance on diluted basis, as on 10° working day after the closure of tendering period)	1,89,625	9.42%	4,49,425	22.35%

IV. OFFER PRICE

The equity shares of the Target Company are listed on MSEI Limited (Scrip ID: SAANVI) and the Scrip of the Company are not suspended from trading on MSE. There has been no trading in the Equity Shares of the Target Company on the Stock Exchanges. Thus, the Equity Shares of the Target Company are infrequently traded on the Stock Exchanges in accordance with the provisions of Regulation 2(1)(j) of the SEBI (SAST) Regulations.

The Offer Price of Rs. 14.90/- (Rupees Fourteen and Ninety Paisa Only) per Equity Share is justified in terms of Regulations, 8(1) and 8(2) of the SEBI (SAST) Regulations, 2011 being the highest of

Particulars Partic	Price (In INR per Equity Shares)
The highest Negotiated Price per fully paid-up equity share of face value INR10 of the Target Company for acquisition under an agreement attracting the obligation to make public announcement of an open offer	14.90/-
The volume weighted average price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 52 (fifty-two) weeks immediately preceding the date of the PA	Not Applicable
The highest price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 26 (twenty-six) weeks immediately preceding the date of the PA	Not Applicable
	Not Applicable as Equity shares are infrequently traded
Where the Equity Shares are not frequently traded, the price determined by the Acquirers, PAC and the Manager to the Offer taking into account valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies.	14.90/-*
	The highest Negotiated Price per fully paid-up equity share of face value INR10 of the Target Company for acquisition under an agreement attracting the obligation to make public announcement of an open offer. The volume weighted average price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 52 (fifty-two) weeks immediately preceding the date of the PA. The highest price paid or payable for any acquisition, whether by the Acquirers or by PAC, during the 26 (twenty-six) weeks immediately preceding the date of the PA. The volume-weighted average market price of the Equity Shares for a period of sixty trading days immediately preceding the date of the PA as traded on the MSE, being the stock exchange where the maximum volume of trading in the Equity Shares are recorded during such period, provided such Equity Shares are frequently traded. Where the Equity Shares are not frequently traded, the price determined by the Acquirers, PAC and the Manager to the Offer taking into account valuation parameters including book value, comparable trading multiplies, and such other parameters as are customary for valuation of shares of

*IBBI Registered Valuer Mr. Hitesh Jhamb, bearing IBBI Registered Valuer Registration number * IBBI/RV/11/2019/12355* and having his office at Unit No. 116, L-1 Tower, First Floor, Cloud 9, Sector 1, Vaishali, UP-201014 with the Email address being 'jassociates.cs@gmail.com', dated Friday, March 08,2024, has certified that the fair value of the Equity Share of Target Company is 14.90/- (Rupee Fourteen and Ninety Paisa Only) per Equity Share.

In view of the parameters considered as presented in the table above, the minimum Offer Price per equity shares under Regulation 8 of the Takeover Regulations is the highest of item number 1 to 5 above i.e. INR 14.90/- (Rugee Fourteen and Ninety Paisa Only). Accordingly, the Offer Price is justified in terms of the Takeover Regulations.

There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. There has been no revision in the Offer Price since the date of the PA till the date of this DPS. Further, the Offer Price does not warrant any adjustments for corporate actions under Regulation 8(9) of

the Takeover Regulations. If the Acquirer acquire or agrees to acquire any Equity Shares or voting rights in the Target Company during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of SEBI (SAST) Regulations, 2011.

Provided that no such acquisition shall be made after the 1 (One) working day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period. Further, in accordance with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, 2011, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, the Acquirer shall (i) make corresponding increases to the escrow amount (ii) make Public Announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify to MSEI, SEBI and the Target Company at its Registered Office. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. If the Acquirer acquires Equity Shares of the Target Company during the period of 26 (Twenty-Six) weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay

the difference between the highest acquisition price and the Offer Price, to all Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (Sbity) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under the SEBI (SAST) Regulations, 2011, or pursuant to SEBI (Delisting of Equity Shares) Regulations 2021, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of Equity Shares of the Target Company in any

If there is any revision in the Offer Price on account of future purchases / competing offers, it will be done only up to the period prior to one (1) working day before the date of commencement of the tendering period and would be notified to the Shareholders.

FINANCIAL ARRANGEMENT The total consideration for the Offer Size at the Offer Price, assuming full acceptance of the Offer is 77,88,677/- (Rupees Seventy-Seven Lakh Eighty-Eight Thousand Six Hundred and Seventy-Seven

Only) ("Maximum Consideration"). Ms. Priyanka Verma (M.No. 541721), Partner of M/s MAAGS & Co; Chartered Accountants bearing firm registration number 006092N having office 405, PP Towers, Netaji Subhash Place, Pitampura, Delhi-110034 has certified vide certificate dated March 08, 2024 that the Acquirers has adequate financial resources and has made firm financial arrangements to meet the fund requirements for the acquisition of the equity shares of the Target Company under this Offer.

The Acquirers has adequate financial resources and has made firm financial arrangements for financing the acquirition of the Equity Shares under the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The acquisition will be financed through internal resources of the Acquirer and no borrowings from any bank and/or financial institution are envisaged. The Acquirer, the Manager to the Offer and ICICI Bank Limited, a banking company incorporated under Companies Act, 1956 and licensed under the Banking Regulation Act, 1949 and having its registered office at ICICI Bank Tower, Near Chakli Circle, Old Padra Road, Vadodara, Gujarat. Pin - 390007 and acting through its branch office Capital Market Division, 1st floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai- 400020, have entered into an Escrow Agreement on March 11, 2024, for the purpose of the Offer Pursuant to the Escrow

Agreement and in compliance with Regulation 17 of the Takeover Regulations, the Acquirer has opened an Escrow Account in the name and style of "DYS-SAANVI ADVISORS LIMITED OPEN OFFER ESCROW ACCOUNT" and Acquirers have deposited ₹ 19,50,000/- (Rupees Nineteen Lakh Fifty Thousand Only), being an amount more than 25% of the entire consideration payable under the offer (assuming full acceptance) in cash. The Manager to the Offer is duly authorized by the Acquirer to realize the value of the Escrow Account and operate the Escrow Account in terms of the Takegver Regulations. The Acquirer does authorize the Manager to Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.

Based on the above, the Manager to the Offer is satisfied that firm arrangements have been put in place by the Acquirer to fulfill the obligations in relation to this Offer through verifiable means in accordance with the Acquirer to fulfil the obligations in relation to this Offer through verifiable means in accordance with the Takeover Rep In case of any upward revision in the Offer Price or the Offer Size, the Acquirer shall deposit additional funds in the Offer Escrow Account as required under the Regulation 17(2) of the Takeover

In terms of Regulation 22(2) and the proviso to Regulation 22(2A) of the Takeover Regulations, subject to the Acquirer depositing in the Offer Escrow Account, cash of an amount equal to 100% of the Maximum Consideration, the Acquirer may, after the expiry of 21 days from date of this DPS, subject to fulfilment of conditions as detailed in this DPS, and other acquisitions during the Offer

period, if any STATUTORY AND OTHER APPROVALS To the best of the knowledge of the Acquirer and the PACs, there are no statutory or other approvals required completing the Open Offer as on the date of this DPS. If, however, any statutory or other

All Public Shareholders, including non-resident holders of Equity Shares, must obtain all requisite approvals required, if any, to tender the Offer Shares (including without limitation, the approval from

approval becomes applicable prior to completion of such acquisition; the open offer would also be subject to such other statutory or other approval(s) being obtained.

the RBI) and submit such approvals, along with the other documents required to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer. Further, if the holders of the Equity Shares who are not persons resident in India had required any approvals (including from the RBI, or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Offer Shares, along with the other documents required to be tendered to accept this Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Offer Shares. In case of delay in receipt of any statutory approval that may be required by the Acquirer at a later date. SEBI may, if satisfied that such delay in receipt of the requisite statutory approval(s) was not attributable to any wilful default, failure or neglect on the part of the Acquirer to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the Takeover Regulations, grant an extension of time to the Acquirer and/or PAC to make the payment of the consideration to the Public

Shareholders whose Offer Shares have been accepted in the Offer. Where any statutory approval extends to some but not all of the Public Shareholders, the Acquirer shall have the option to make payment to such Public Shareholders in respect of whom no statutory approvals are required in order to complete this Offer, In terms of Regulation 23(1) of the Takeover Regulations, in the event that the Mandatory Statutory Approvals or any other approvals which may become applicable prior to completion of the Offer are not received, the Acquirer shall have the right to withdraw the Offer. In the event of withdrawal of this Offer, a public announcement will be made within 2 Working Days of such withdrawal, in accordance with the provisions of Regulation 23(2) of the Takeover Regulations.

NRI and OCB holders of the Equity Shares, if any, must obtain all requisite approvals required to tender the Equity Shares held by them in this Offer (including, without limitation, an approval from the RBI, since the Equity Shares validly tendered in this Offer will be acquired by a non-resident entity), and submit such approvals along with the Form of Acceptance-cum-Acknowledgement and other documents required to accept this Offer. Further, if holders of the Equity Shares who are not person's resident in India (including NRIs, OCBs, Fils, FPts) had required any approvals (including from the RBI or the FIPB or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit copies of such previous approvals, along with the other documents required to be tendered to accept this Offer. If such approvals are not submitted, the Acquirer and PAC reserve the right to reject such Equity Shares tendered pursuant to this Offer

TENTATIVE SCHEDULE OF ACTIVITIES Ca No Satistitu

St. No.	Activity	Schedule (Day & Date)
1	Date of issue of Public Announcement	Monday, March 11, 2024
2	Date of Publishing of the DPS	Friday, March 15, 2024
3	Last Date for Filing Draft Letter of Offer with SEBI	Thursday, March 21,2024
-4	Last Date of Public Announcement for Competing Offer(s)	Monday, April 08, 2024
5	Last Date for receiving comments from SEBI on the draft Letter of Offer (In the event SEBI has not sort clarification or additional information from the Manager to the Offer)	Monday, April 15, 2024
6	Identified Date*	Thursday, April 18, 2024
7	Last Date by which Letter of Offer will be dispatched to the public shareholders whose name appears on the register of members on the Identified Date	Wednesday, April 24, 2024
8	Last Date by which committee of the Independent Directors of the Target Company shall give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, April 26, 2024
9	Last date for upward revision of the Offer Price/ Offer Size	Tuesday, April 30, 2024
10	Date of Publication of Offer opening public announcement in the newspaper in which this DPS has been published	Tuesday, April 30, 2024
11	Date of commencement of the Tendering Period (Offer Opening Date)	Thursday, May 02,2024
12	Date of closure of the Tendering Period (Offer Closing Date)	Wednesday, May 15, 2024
13	Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders of the Target Company	Tuesday, May 28, 2024
14	Last date for issue of post-offer advertisement	Monday, June 03, 2024
15	I set date for filing of Final Report with SERI	Tuesday June 04 2024

The above timelines are indicative (prepared on the basis of timelines provided under the Takeover Regulations) and are subject to receipt of statutory/regulatory approvals and may have to be revised accordingly. # Identified Date is only for the purpose of determining the names of the Public Shareholders as an such date to whom the Letter of Offer would be sent. It is clarified that all Public Shareholders

are eligible to participate in the Offer any time before the Offer Closing Date. PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER

All the Public Shareholders, holding the shares in Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period for this Offer. Please refer to Paragraph 3(f) below for details in relation to tendering of Offer Shares held in physical form.

Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date i.e. the date falling on the 10" Working Day prior to the commencement of Tendering Period, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer. The Public Shareholders are entitled to tender the Offer Shares under the stock exchange mechanism made available by Stock Exchanges in the form of a separate window ("Acquisition Window")

BSE Limited shall be the designated stock exchange ("Designated Stock Exchange") for the purpose of tendering the Offer Shares; The Acquirer has appointed Motifal Oswal Securities Limited ("Buying Broker") as its broker for the Offer through whom the purchases and settlement of the Offer Shares tendered under the Offer

as provided under the Takeover Regulations and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 issued

shall be made. The contact details of the Buying Broker are as mentioned below: Motifal Oswal Securities Limited

Branch Address: 430 Second Floor Near N N Mohan Public School Sec-5 Vasundhara, Ghaziabad, UP 201012

Contact No. +91 9971527662, Email id: ashish.mittal@motilaloswal.com, website: www.motilaloswal.com Contact Person: Mr. Arun Kochar All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stock brokers ("Selling Broker") within the normal trading hours of the secondary market, during the Tendering Period.

The Acquisition Window will be provided by the Designated Stock Exchange to facilitate placing of sell orders. The Selling Broker can enter orders for Equity Shares in dematerialized form. The selling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition Window of the MSE. Before placing the bid, the concerned Public Shareholder/selling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited

("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer. Procedure to be followed by the Public Shareholders holding equity shares in physical form: In accordance with the Frequently Asked Questions issued by SEBI, "FAQs - Tendering of physical shares in buyback offer/open offer/exit offer/delisting" dated February 20, 2020 and in light of

the FAQs dated July 02, 2020, Public Shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI SAST Regulations. The procedure for tendering to be followed by Public Shareholders holding Equity Shares in the physical form shall be available in the Letter of Offer to be dispatched to all the Public Shareholders.

THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER OTHER INFORMATION

The Acquirers accepts full responsibility for the information contained in this DPS (other than information regarding the Target Company and information compiled from publicly available sources or provided by the Target Company, which has not been independently verified by the Acquirer or the Manager to the Offer). The information pertaining to the Target Company contained in this DPS has been compiled from the information published or publicly available sources or provided by the Target Company.

The Acquirer also accepts full responsibility for their obligations under the Open Offer and shall be jointly & severally responsible for the fulfilment of obligation under the Takeover Regulation in respect of this Open Offer.

Unless otherwise stated, the information set out in this DPS reflects the position as of the date hereof.

Pursuant to Regulation 12 of the Takeover Regulations, the Acquirer has appointed Expert Global Consultants Private Limited as the Manager to the Offer. Expert Global Consultants Private Limited (SEBI Reg. No: INM000012874) has their registered office at 1511, RG Trade Tower, Netaji Subhash Place, Pitampura, New Delhi- 110034.

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The manager to the open offer i.e Expert Global Consultants Private Limited does not hold any shares in the Target Company as on the date of Appointment to act as manager to the offer. They declare and undertake that they shall not deal in the equity share of the Target company during the period commencing from the date of their appointment as manager to the offer till the expiry of 15 days from the date on which the payment of consideration to the shareholder who have accepted the open offer is made, or the date on which the open offer is withdrawn as the case may be. The Acquirer has appointed Link Intime India Private Limited, as the Registrar to the Offer having office at C-101, 1st Floor, 247 Park, L.B.S. Marg. Vikhroli (West), Mumbai - 400 083, Maharashtra, India Phone: +91 810 811 4949, Email Id: saanvi.offer@linkintime.co.in , Contact Person: Ms. Pradnya Karanjekar

This DPS and the PA shall also be available on SEBI's website (www.sebi.gov.in). In this DPS, any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or regrouping. 11. In this DPS, all references to "Rs." or "INR" are references to Indian Rupees.

EXPERT

EXPERT GLOBAL CONSULTANTS PRIVATE LIMITED

1511, RG Trade Tower Netal Subhash Place. Pitampura, New Delhi- 110034 Telephone: +91-011-4509 8234, Email: Website: www.expertglobal.in Contact Person: Mr. Gauray Jain SEBI Reg. No: INM000012874 CIN: U74110DL2010PTC205995

This detailed Public Statement is issued by manager to the Offer on behalf of the Acquirer

MANAGER TO THE OFFER

LINK Intime LINK INTIME INDIA PRIVATE LIMITED C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400 083, Maharashtra, India Email: saanvi.offer@linkintime.co.in Website: www.linkintime.co.in Contact Person: Ms. Pradnya Karanjekar SEBI Reg. No: INR000004058 CIN: U67190MH1999PTC118368

REGISTRAR TO THE OFFER

Date: 15-03-2024 Place: Delhi On behalf of

Acquirer-2 DYS Royals Private Limited

On behalf of Acquirer

Mr. Dev Sethi

Pawan Baweja

DIN: 07985908

Director

Cehadola (Day & Data)

Acquirer-1

Dev Sethi

Sd/-