



Navigant

NAVIGANT CORPORATE ADVISORS LIMITED

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

Date: 13.05.2022

To,
The Manager
Dept. of Corporate Services
Bombay Stock Exchange Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Sub: Submission of Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 of Indsoya Limited (BSE Code: 503639)

Ref.: Open Offer to acquire upto 1,04,000 equity shares of Rs. 5/- each at a price of Rs. 28/- per fully paid-up Equity Share of Indsoya Limited ('Target Company') representing 26.00% of the fully paid -up equity and voting share capital by Mrs. Lovely Ghanshyam Mutreja (Acquirer-1), Mr. Kirit Ghanshyam Mutreja (Acquirer-2) and Ms. Lalita Ghanshyam Mutreja (Acquirer-3) (hereinafter referred to as "the Acquirers")

Dear Sir,

This is with reference to the above please find the Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 hard and soft copy being issued by Target Company with regard to open offer for acquisition of Equity Shares of Indsoya Limited (Target Company) by Acquirers which was published on 13th May, 2022 in Business Standard (English Daily) all editions, Business Standard (Hindi Daily) all editions and Navshakti (Marathi Daily) Mumbai edition.

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

Thanks & Regards,

For Navigant Corporate Advisors Limited



Sarthak Vijlani
Managing Director

INDSOYA LIMITED

(CIN: L67120MH1980PLC023332)

("INDSOYA" /TARGET COMPANY"/"TC")

Registered Office: 1111 A, Raheja Chambers, 213, Backbay Reclamation Scheme, Nariman Point, Mumbai, Maharashtra, 400021 Phone No. +91-22-22852796-97-99**Email: info@indsoya.com; Website: www.indsoya.com**

This Advertisement is being issued by Navigant Corporate Advisors Limited, on behalf of Mrs. Lovely Ghanshyam Mutreja (Acquirer-1), Mr. Kirit Ghanshyam Mutreja (Acquirer-2) and Ms. Lalita Ghanshyam Mutreja (Acquirer-3) pursuant to regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**SEBI (SAST) Regulations**") in respect of Open Offer ("**Offer**") for the acquisition up to 1,04,000 Equity Shares of Rs. 5/- each representing 26.00% of the total equity and voting share capital of the Target Company. The Detailed Public Statement ("**DPS**") pursuant to the Public Announcement ("**PA**") made by the Acquirers has appeared in Business Standard - English Daily (all editions); Business Standard - Hindi Daily (all editions) and Navshakti - Marathi Daily (Mumbai edition) on 25th March, 2022.

- The Offer Price is Rs. 28/- (Rupees Twenty Eight Only) per equity share payable in cash ("**Offer Price**").
- Committee of Independent Directors ("**IDC**") of the Target Company are of the opinion that the Offer Price of Rs. 28/- (Rupees Twenty Eight Only) offered by the Acquirers are in accordance with the relevant regulations prescribed in the Takeover Code and prima facie appear to be justified. The recommendation of IDC was published in the aforementioned newspapers on 12th May, 2022.
- There has been no competitive bid to this Offer.
- The completion of dispatch of The Letter of Offer ("**LOF**") to all the Public Shareholders of Target Company was completed on 09th May, 2022.
- Please note that a copy of the LOF is also available on the website of Securities and Exchange Board of India (SEBI), www.sebi.gov.in and also on the website of Manager to the Offer, www.navigantcorp.com and shareholders can also apply on plain paper as per below details:
Eligible Person(s) may participate in the Offer by approaching their respective Broker/Selling Broker and tender Shares in the Open Offer as per the procedure along with other details.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on 25th March, 2022. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its Letter No. SEBI/HO/CFD/DCR2/P/OW/2022/018450/1 dated 29th April, 2022 which have been incorporated in the LOF.

7. Any other material changes from the date of PA: Nil**8. Schedule of Activities:**

Activity	Original Date	Original Day	Revised Date	Revised Day
Public Announcement	21.03.2022	Monday	21.03.2022	Monday
Publication of Detailed Public Statement in newspapers	25.03.2022	Friday	25.03.2022	Friday
Submission of Detailed Public Statement to BSE, Target Company & SEBI	28.03.2022	Monday	25.03.2022	Friday
Last date of filing draft letter of offer with SEBI	01.04.2022	Friday	25.03.2022	Friday
Last date for a Competing offer	19.04.2022	Tuesday	19.04.2022	Tuesday
Receipt of comments from SEBI on draft letter of offer	26.04.2022	Tuesday	29.04.2022	Friday
Identified date*	28.04.2022	Thursday	29.04.2022	Friday
Date by which letter of offer be dispatched to the shareholders	06.05.2022	Friday	11.05.2022	Wednesday
Last date for revising the Offer Price	12.05.2022	Thursday	13.05.2022	Friday
Comments from Committee of Independent Directors of Target Company	11.05.2022	Wednesday	12.05.2022	Thursday
Advertisement of Schedule of activities for open offer, status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchange and Target Company	12.05.2022	Thursday	13.05.2022	Friday
Date of Opening of the Offer	13.05.2022	Friday	17.05.2022	Tuesday
Date of Closure of the Offer	27.05.2022	Friday	30.05.2022	Monday
Payment of consideration for the acquired shares	10.06.2022	Friday	13.06.2022	Monday
Final report from Merchant Banker	17.06.2022	Friday	20.06.2022	Monday

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

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

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS MRS. LOVELY GHANSHYAM MUTREJA, MR. KIRIT GHANSHYAM MUTREJA AND MS. LALITA GHANSHYAM MUTREJA

**Navigant****NAVIGANT CORPORATE ADVISORS LIMITED**423, A Wing, Bonanza, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri (East), Mumbai-400-059. **Tel No.** +91 22 4120 4837 / 4973 5078**Email id:** navigant@navigantcorp.com**Website:** www.navigantcorp.com **SEBI Registration No:** INM000012243**Contact person:** Mr. Sarthak Vijlani