CORPWIS
CORPORATE WISDOM

February 20, 2025

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

By E-Mail

Dear Sir(s),

Scrip Code: 512431

Sub: Public announcement in relation to the Open Offer to the equity shareholders of White Hall Commercial Company Limited under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("Takeover Code")

We, Corpwis Advisors Private Limited (SEBI Regn. No. INM000012962), have been appointed as Manager to the Open Offer ("**Open Offer**") to the equity shareholders of White Hall Commercial Company Limited ("**Target Company**"), a company listed on The BSE Limited. The Open Offer is being made pursuant to Regulations 3(1) and 4 read with 13(2A), 14 and 15(1) of the Takeover Code for the purpose of substantial acquisition of equity shares and control by **M/s Rightful Consultancy Services LLP** (hereinafter referred to as "**Acquirer**").

A Share Purchase Agreement has been executed on February 20, 2025, amongst the Acquirer and **M/s Pristine Property Management Private Limited** (hereinafter referred to as "**Seller**"), the current Promoter and Promoter Group of the Target Company to buy their entire shareholding constituting 58.20% of the paid-up capital of the Target Company. As a result of this Share Purchase Agreement, the Acquirer will become the Promoter of the Target Company ("**Underlying Transaction**").

Accordingly, the Open Offer is made to acquire up to 64,740 (Sixty Four thousand Seven Hundred and Forty Only) fully paid-up equity shares of face value of ₹10/- (Rupees Ten only) each, representing 26.00% of the paid-up 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 Open Offer.

In this connection, pursuant to and in compliance with Regulation 14(1) of the Takeover Code, **we enclose herewith the Public Announcement** to be disseminated to the public in accordance with the provisions of the Takeover Code.

For any additional information / clarification please contact us on 91 – 22 – 49729990 / at nk@corpwis.com

Please acknowledge the receipt.

Thanking you,
Yours faithfully,
For Corpwis Advisors Private Limited
(SEBI Regn. No. INM000012962)

CORPWIS ADVISORS PRIVATE LIMITED MUMBAI

Nikunj Kanodia
Authorized Signatory
Encl.:- a.a.

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF WHITE HALL COMMERCIAL COMPANY LIMITED UNDER REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 13(2A), REGULATION 14 AND REGULATION 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO.

OPEN OFFER FOR ACQUISITION OF UP TO 64,740 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH ("EQUITY SHARES"), REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE EXISTING EQUITY SHARE CAPITAL (AS DEFINED BELOW) OF WHITE HALL COMMERCIAL COMPANY LIMITED (THE "TARGET COMPANY") AT AN OFFER PRICE OF Rs. 1/- PER EQUITY SHARE, FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY RIGHTFUL CONSULTANCY SERVICES LLP ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) AND 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO ("SEBI (SAST) REGULATIONS") ("OFFER" OR "OPEN OFFER"). NO OTHER PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This Public Announcement ("**Public Announcement**" or "**PA**") is being issued by Corpwis Advisors Private Limited ("**Manager to the Offer**") for and on behalf of the Acquirer, to the Public Shareholders of the Target Company pursuant to and in compliance with the provisions of Regulations 3(1) and 4, read with Regulations 13(2A), 14, 15(2) and such other applicable regulations of the SEBI (SAST) Regulations.

For the purpose of this Public Announcement, the following terms have the meanings assigned to them below:

(a) ***"Public Shareholders"*** *shall mean all the public shareholders of the Target Company, other than the Acquirer, promoter other than the selling shareholder and the parties to the Share Purchase Agreement (defined below), in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations.*

(b) ***"SEBI"*** *means the Securities and Exchange Board of India.*

(c) ***"Seller"*** *shall mean the Promoter Seller i.e. Pristine Property Management Private Limited.*

(d) ***"Share Purchase Agreement" or "SPA"*** *means the Share Purchase Agreement dated February 20, 2025, executed between the Acquirer and Seller, pursuant to which the Acquirer have agreed to acquire 1,44,910 (One Lakh Forty Four Thousand Nine Hundred and Ten Only) Equity Shares of the Target Company constituting 58.20% of the Total Voting Share Capital of the Target Company at a price of ₹ 1/- (Rupees one only) per Equity Share;*

(e) ***"Total 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 Open Offer.*

(f) ***"Tendering Period"*** *means the period of 10 (ten) Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be disclosed in the Letter of Offer.*

(g) ***"Working Day"*** *shall mean any working day of SEBI.*

1. **OFFER DETAILS**

a. **Offer Size:** Up to **64,740** (Sixty Four Thousand Seven Hundred and Forty) Equity Shares of face value of ₹ 10/- each **("Equity Shares")** representing 26.00% of total voting share capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement and to be set out in the Detailed Public Statement (**"DPS"**) and the Letter of Offer (**"LOF"**) to be issued for the Offer in accordance with the SEBI (SAST) Regulations.

b. **Offer Price:** The Offer is being made at a price of ₹ 1/- (Rupees One only) per Equity Share (**"Offer Price"**) aggregating to ₹ 64,740/- (Rupees Sixty-Four Thousand Seven Hundred Forty only), which is determined in accordance with Regulation 8(2) of the SEBI (SAST) Regulations.

c. **Mode of Payment:** The Offer Price is payable in cash by the Acquirer, in accordance with the provision of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

d. **Type of Offer:** This Offer is a triggered offer being made by the Acquirer in compliance with Regulations 3(1) and 4 of the SEBI (SAST) Regulations.

2. **TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATION (UNDERLYING TRANSACTION)**

Details of underlying transaction						
Type of Transaction (direct/ indirect)	**Mode of Transaction (Agreement/ Allotment/ market purchase)**	**Shares / Voting rights acquired/ proposed to be acquired**		**Total Consideration for shares / Voting Rights acquired**	**Mode of payment (Cash/ securities)**	**Regulations which have triggered**
		Number	**% of total voting share capital**			
Direct	Acquisition of 1,44,910 (One Lakh Forty-Four Thousand Nine Hundred and Ten) Equity Shares at a price of ₹ 1/- per Equity Share through Share Purchase Agreement dated February 20, 2025**,** ("**SPA**") entered into between the Acquirer and the Seller.	1,44,910	58.20%	1,44,910	Cash	Regulations 3(1) and 4 of SEBI (SAST) Regulations

3. **<u>DETAILS OF THE ACQUIRER</u>**

Details		Acquirer	Total
Name of Acquirer		Rightful Consultancy Services LLP	1
Address		5, Ground Floor, Plot-251, Tanibai Niwas David S Baretto Road, Wadala Railway Station, Wadala (West), Mumbai- 400031, Maharashtra, India	Not Applicable
Name(s) of persons in control/promoter of Acquirer		1. Vishal Dedhia 2. Grishma Dedhia	Not Applicable
Name of the Group, if any, to which the Acquirer belongs to		None	
Pre transaction shareholding	**Number of Equity Shares**	Nil	Nil
	% of total equity/voting capital	Nil	Nil
Proposed shareholding after acquisition of shares which triggered the open offer	**Number of Equity Shares**	1,44,910	1,44,910
	% of total equity/voting capital	58.20%	58.20%
Any other interest in the Target Company		None	

<u>Note:</u>
*In the event the shareholding of the Acquirer in the Target Company, after completion of the Open Offer and the Underlying Transaction exceeds 75% of the equity share capital of the Target Company, the Acquirer shall undertake such actions within the timelines specified under the Securities Contract (Regulation) Rules, 1957 (**"SCRR"**), as deemed appropriate by the Acquirer, to meet the minimum public shareholding requirements specified under SCRR.*

4. **DETAILS OF SELLING SHAREHOLDER**

Sr. No.	Name of the Seller	Part of Promoter/Promoter group	Details of shares / voting rights held by the Seller			
			Pre-Transaction		Post Transaction	
			No. of equity shares	% of total voting share capital	No. of equity shares	% of total voting share capital
1.	Pristine Property Management Private Limited	Yes	1,44,910	58.20	Nil	Nil
	Total		**1,44,910**	**58.20**	**Nil**	**Nil**

5. **TARGET COMPANY**

Name of the Target Company	:	White Hall Commercial Company Limited
CIN	:	L51900MH1985PLC035669
Registered Office	:	O-402, 4th Floor, Plot No. 389, Palai Ratan House, Sankara Mattham Road, Kings Circle, Matunga, Mumbai - 400 019
Telephone Number	:	91 98676 81884
Fax No	:	NA
Email id	:	info@whitehall.co.in
ISIN	:	INE416X01012

The Equity Shares of the Target Company are presently listed on BSE Limited having Scrip Code: 512431
*(**Source:** www.bseindia.com)*

6. **OTHER DETAILS**

6.1. All the details of the Open Offer would be published in the newspapers *vide* a Detailed Public Statement (**"DPS"**) within 5 (five) working days of this PA, i.e., on or before February 28, 2025 in compliance with Regulations 13(4) and 14(3) of the SEBI (SAST) Regulations.

6.2. The Acquirer accepts full responsibility for the information contained in this PA and will comply with the obligations of the Acquirer as laid down in the SEBI (SAST) Regulations. The Acquirer has adequate financial resources to meet their obligations under the SEBI (SAST) Regulations for the purposes of the Open Offer.

6.3. The Acquirer has no intention of delisting the Equity Shares of the Target Company pursuant to this Open Offer.

6.4. This Offer is not a competitive offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

6.5. This Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations.

6.6. All the information pertaining to the Target Company contained in this Public Announcement has been obtained from publicly available sources or the Target

Company. All the information pertaining to the Seller contained in this Public Announcement has been obtained from the Acquirer. Accordingly, the accuracy of the information has not been independently verified by the Manager to the Open Offer.

6.7. In this Public Announcement, all references to “₹”, “Rs.”, or “INR” are references to Indian Rupees.

6.8. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totaling is due to rounding off.

Issued by the Manager to the Offer

CORPWIS
CORPORATE WISDOM

Corpwis Advisors Private Limited
Address: G-07, Ground Floor,
The Summit Business Park,
Andheri Kurla Road,
Behind Guru Nanak Petrol Pump,
Andheri East, Chakala MIDC,
Mumbai, Maharashtra, India, 400093
Tel No.: +91 22 4972 9990; **Fax No.:** NA**;**
Email Id: openoffer.whitehall@corpwis.com;
Website: www.corpwis.com**;**
Investor Grievance: investors@corpwis.com**;**
SEBI Registration Number: INM000012962**; Validity:** till 31.01.2028
Contact Person: Nikunj Kanodia

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

Sd/-
Mr. Vishal Dedhia
Desiganted Partner
Din No:- 00728370
Rightful Consultancy Services LLP
Place: Mumbai
Date: February 20, 2025