



\*The Identified Date is only for the purpose of determining the Public Equity Shareholders as on such date to whom the Letter of Offer would be sent. It is clarified that all the Public Equity Shareholders of the Target Company (registered or unregistered, except the Acquirer, PACs and the promoter, promoter group of the Target Company) are eligible to participate in this Offer at any time prior to the closure of this Offer.

#### VIII. PROCEDURE FOR TENDERING THE EQUITY SHARES (INCLUDING IN CASE OF NON RECEIPT OF LETTER OF OFFER)

- All Public Shareholders (except the Acquirer, PACs, Promoter, Promoter Group and the Sellers), holding Equity Shares whether in dematerialized form or physical form, registered or unregistered, are eligible to participate in this Offer at any time during the tendering period of this offer. The process for tendering the equity shares by the Public Shareholders will be elaborated in the Letter of Offer.
- A Letter of Offer specifying the detailed terms and conditions of this Offer along with the Form of Acceptance-cum-Acknowledgement ("**Form of Acceptance**") will be mailed/dispensed to all the Public Shareholders whose names appear in the register of members of the Target Company at the close of business hours on the Identified Date, i.e. Friday, December 04, 2020.
- 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, 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 Open Offer by submitting an application on the plain paper giving details regarding their shareholding and confirming the consent to participate in this Offer as per the terms and conditions of this Offer as set out in this DPS and to be set out in the Letter of Offer. In the alternate, such eligible shareholders may apply in the form of Acceptance-cum-Acknowledgement in relation to the Offer that would be annexed to the Letter of Offer, which may also be obtained from the SEBI website ([www.sebi.gov.in](http://www.sebi.gov.in)) or from the website of MAS Services Limited ("**Registrar to the Offer**") at [www.masserv.com](http://www.masserv.com). The application along with all the other relevant documents required to be submitted shall be sent only to the Registrar to the Offer at the address mentioned below, so as to reach the Registrar to the Offer during business hours on or before the date of closing of the tendering period.
- The Offer will be implemented by the Acquirer and the PACs through Stock Exchange Mechanism made available by BSE in the form of separate window (Acquisition Window) as provided under the SEBI (SAST) Regulations and SEBI circular CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015 issued by SEBI as amended by SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and BSE notices no. 20170202-34 dated February 02, 2017 and notice no. 20170210-16 and 20170210-23 dated February 10, 2017. A separate window would be provided by the Stock Exchange for this purpose.
- BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Offer.

- The Acquirer and the PACs have appointed Keynote Capitals Limited ("**Buying Broker**") as its broker for the Offer through whom the purchases and settlement of Offer shall be made during the tendering period. The contact details of the Buying Broker are as mentioned below:

# KEYNOTE

## Keynote Capitals Limited

**Address:** The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (W), Mumbai – 400 028.


**Contact Person:** Mr. Alpesh Mehta; **Email:** [alpesh@keynoteindia.net](mailto:alpesh@keynoteindia.net); **Tel.:** +91-22-6826 6000

- All Public Shareholders who desire to tender their Equity Shares under the Offer would have to approach their respective stock brokers ("**Selling Broker**"), during the normal trading hours of the secondary market during tendering period. The selling brokers can enter orders for demat shares as well as physical shares.
- 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 BSE. 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 cumulative quantity tendered shall be displayed on the exchange website throughout the trading session at specific intervals by the stock exchange during tendering period.
- Public Shareholders holding Equity shares in physical form:**
  - shall submit - Form of Acceptance duly signed (by all Public Shareholders in case Equity Shares are in joint names in the same order in which they hold the Equity Shares), Original share certificates, Valid shares transfer form(s) (Form SH-4), Self-attested copy of the Public Shareholder's PAN card and any other relevant documents to the Seller Broker, who shall in turn after placing the bid, forward the above mentioned documents along with the transaction registration slip generated by the Seller Broker to the Registrar to the Offer for their verification.
  - should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares shall be subject to verification as per the SAST Regulations and any further directions issued in this regard. Registrar to the Offer will verify such orders based on the documents submitted on a daily basis and till such time the BSE shall display such orders as "unconfirmed physical bids". Once Registrar to the Offer confirms the orders, it will be treated as "Confirmed Bids".
- The detailed procedure for tendering the shares in the Offer will be available in the Letter of Offer, which shall**

**be available on SEBI's website at ([www.sebi.gov.in](http://www.sebi.gov.in))**

#### IX. OTHER INFORMATION

- The Acquirer and the PACs accept full responsibility for the information contained in the PA and this DPS and also for the obligations of the Acquirer and the PACs laid down in SEBI (SAST) Regulations and subsequent amendments made thereof.
- The PA and this DPS would also be available on SEBI's Website at ([www.sebi.gov.in](http://www.sebi.gov.in)).
- The Acquirer has appointed Keynote Financial Services Limited as the Manager to the Offer in terms of regulation 12 of the SEBI (SAST) Regulations and MAS Services Limited as Registrar to the Open Offer. The contact details are as mentioned below:

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
<h1>KEYNOTE</h1> <p><b>Keynote Financial Services Limited</b> <i>(formerly Keynote Corporate Services Limited)</i> The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai – 400028 <b>Tel:</b> +91-22- 6826 6000-3/ 90968 50306 <b>Fax:</b> +91-22- 6826 6088 <b>E-mail:</b> <a href="mailto:mbd@keynoteindia.net">mbd@keynoteindia.net</a> <b>Contact Person:</b> Ms. Pooja Sanghvi/ Mr. Akhil Mohod <b>Website:</b> <a href="http://www.keynoteindia.net">www.keynoteindia.net</a> <b>SEBI Registration No.:</b> INM 000003606 <b>CIN:</b> L67120MH1993PLC072407</p>	 <p><b>MAS Services Limited</b> T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi – 110 020 <b>Tel:</b> 011 – 2638 7281, 82 &amp; 83 <b>Fax:</b> 011 – 2638 7384 <b>E-mail:</b> <a href="mailto:info@masserv.com">info@masserv.com</a> <b>Contact Person:</b> Mr. S. K. Mangla <b>Website:</b> <a href="http://www.masserv.com">www.masserv.com</a> <b>SEBI Registration No.:</b> INR 000000049 <b>CIN:</b> U74899DL1973PLC006950</p>

**For and on behalf of Algoquant Financials LLP (Acquirer)**

**Sd/-**  
Dhruv Gupta  
**Designated Partner/ PAC1**

**Date:** October 30, 2020

**Place:** Delhi

**Sd/-**  
Devansh Gupta  
**Designated Partner/ PAC2**