

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

TRANSPACT ENTERPRISES LIMITED ("TEL" / "TARGET COMPANY")

CIN No.: U33130MH2013PLC243247

Registered Office: 204, 2nd Floor, Timmy Arcade, Makwana Road, Marol,
Andheri East, Mumbai – 400059.

E-mail Id: info@transpact.in **Contact No:** +91 9224763158 **Website:** www.transpact.in

OPEN OFFER FOR ACQUISITION OF 100,550 (ONE LAKH FIVE HUNDRED FIFTY ONLY) EQUITY SHARES FROM SHAREHOLDERS OF TRANSPACT ENTERPRISES LIMITED ("TEL") BY MR. RAMAN TALWAR AND MR. KAUSHIK WAGHELA (HEREIN AFTER JOINTLY REFER TO AS "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) & 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS 2011, AS AMENDED ("SEBI (SAST) REGULATIONS").

This public announcement ("Public Announcement" or "PA") is being issued by Aryaman Financial Services Limited, the Manager to the Offer (the "Manager"), for and on behalf of the Acquirers to the Public Shareholders (as defined below) of the Target Company, pursuant to and in compliance with Regulations 3(1) & 4 read with other applicable regulations of the SEBI (SAST) Regulations.

Public Shareholders shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, and for the avoidance of doubt, excluding the members of the promoter and promoter group of the Target Company, the Acquirers and any persons acting or deemed to be acting in concert with any of them.

1) OFFER DETAILS

- **Size:** This Open Offer is being made for 100,550 Equity Shares of face value of ₹ 10/- (Rupees Ten Only) each of the Target Company ("Equity Shares") constituting 26.00% of the fully diluted Equity Share Capital of the Target Company, as of the 10th (tenth) working day from the closure of the Tendering Period ("Offer Size"), subject to the terms and conditions mentioned in this PA, the Detailed Public Statement that will be published and the Letter of Offer that is proposed to be issued in accordance with the SEBI (SAST) Regulations.
- **Price / Consideration:** This Open Offer is being made at a price of ₹ 140.00/- (Rupees One Hundred Forty Only) ("Offer Price") per fully diluted Equity Share of the Target Company aggregating to ₹ 140.77 Lakhs ("Offer Consideration")
- **Mode of Payment:** The Offer Price is payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- **Type of Offer:** This is a Triggered Offer, being made by the Acquirers in accordance with Regulations 3(1) & 4 of the SEBI (SAST) Regulations.

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2) TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (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 (VR) acquired (in Lakhs)	Mode of payment (Cash / Securities)	Regulation which has triggered
		Number	% vis a vis total Equity / Share Capital			
Direct Acquisition	Share Purchase Agreement ("SPA") dated March 24, 2023	1,24,510 Equity Shares	32.20%	₹ 161.86 Lakhs	Cash	Reg. 3(1) & 4

3) ACQUIRER(S) / PAC

Details	Acquirer No 1	Acquirer No 2	PAC	Total
Name of Acquirers	Mr. Raman Talwar	Mr. Kaushik Waghela	NA	NA
Address	F-23/1, Lane F-23, Block-F, Krishna Nagar, Gandhi Nagar East Delhi, Delhi – 110051	702, K Wing, Rashmi Residency, New Link Road, Next to Saraswat Bank, Nalasopara East, Palghar – 401209	NA	NA
Names of Persons in Control / Promoters of Acquirers where Acquirers are Companies	NA	NA	NA	NA
Name of the Group, if any, to which the Acquirers belongs to	NA	NA	NA	NA
Pre Transaction Shareholding				
Number	Nil	Nil	NA	Nil
% of total Equity Shares Capital	Nil	Nil	NA	Nil
Proposed shareholding after the acquisition of shares which triggered the Open Offer				
Number	62,255	62,255	NA	1,24,510
% of total Equity Shares Capital	16.10%	16.10%	NA	32.20%
Any other interest in the TC	Nil	Nil	NA	Nil

Due to the operation of Regulations 2(1)(g) of the SEBI (SAST) Regulations, there could be persons who could be deemed to be acting in concert with the Acquirers. However, such persons are not persons acting in concert for the purposes of this Open Offer.

Deepak P. Bhanu



4) DETAILS OF SELLING SHAREHOLDER

Name of Selling Shareholders	Part of Promoter Group (Yes / No)	Details of shares held by the Selling Shareholder			
		Pre-Transaction		Post Transaction	
		Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company	Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company
Mr. Aslam Khan	Yes	1,24,510	32.20%	Nil	Nil
Total		1,24,510	32.20%	Nil	Nil

5) TARGET COMPANY

Name:	Transpact Enterprises Limited
CIN No:	U33130MH2013PLC243247
Registered Office:	204, 2 nd Floor, Timmy Arcade, Makwana Road Marol, Andheri East, Mumbai - 400059.
Exchange where the Equity shares of the Target Company are listed	BSE Limited (Scrip Code: 542765)
ISIN No:	INE06YD01010

6) OTHER DETAILS

- The Detailed Public Statement (“DPS”) pursuant to this Public Announcement and in terms of the provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 shall be published on or before April 03, 2023 in all editions of any one English national daily with wide circulation, any one Hindi national daily with wide circulation and any one Marathi language daily newspaper – Mumbai edition. The DPS shall, inter alia, contain details of the Open Offer including detailed information on the Offer Price, the Acquirers, and the Target Company, the background to the Open Offer, the statutory approvals required for the underlying transaction and the Open Offer, details of financial arrangements and the conditions for withdrawal of the Open Offer.
- The Acquirers undertakes that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirers have adequate financial resources and have made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.

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- The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations. This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

ISSUED BY MANAGER TO THE OFFER:



Aryaman Financial Services Limited
(CIN No.: L74899DL1994PLC059009)
60, Khatau Building, Alkesh Dinesh Modi Marg,
Opp. P. J. Towers (BSE Building), Fort, Mumbai – 400001.
Tel: 022 – 6216 6999; Website: www.afsl.co.in;
Email: info@afsl.co.in;
Contact Person: Mr. Deepak Biyani / Ms. Divya Sankhat

For and on behalf of the Acquirers:

Mr. Raman Talwar (Acquirer No 1)	Mr. Kaushik Waghela (Acquirer No 2)
F-23/1, Lane F-23, Block-F, Krishna Nagar, Gandhi Nagar East Delhi, Delhi – 110051	702, K Wing, Rashmi Residency, New Link Road, Next to Saraswat Bank, Nalasopara East, Palghar – 401209

Place: Mumbai
Date: March 24, 2023

Deepak P. Biyani

