## FILATEX INDIA LIMITED

BLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIA NIERS OF EQUITY SHARES OF FILATEX INDIA LIMITED FOR THE BUYBACK OF EQUIT ARES THROUGH TENDER OFFER UNDER THE SECURTIES AND EXCHANGE BOARD OF INDI JY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

(BUY-BACK OF SECURTIES) REGULATIONS, 2018, AS AMENDED.

This Public Announcement (the "Public Announcement") is being made pursuant to the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "Buyback Regulations") for the time being in force including any statutory modifications from time to time and contains the disclosures as specified in Schedule II of the Buyback Regulations.

OFFER FOR BUYBACK OF UPTO 42,90,000 (FORTY-TWO LAKH AND FIFTY THOUSAND) FULLY PAID-UP EQUITY SHARES OF ILLIATEX INDIA LIMITED ("THE COMPANY") OF FACE VALUE OF RS.2.4 (RUPEES TWO ONLY) EACH ("EQUITY SHARES") AT A PRICE OF RS.140-( (RUPEES ONE HUNDRED AND FORTY ONLY) PER EQUITY SHARE FOR AN AGGREGATE AMOUNT NOT EXCEEDING RS. 59,50,00,000- (RUPEES FIFTY-NINE CRORE AND FIFTY LAKH ONLY) ON A PROPORTIONATE BASIST THROUGHTHE TENDER OFFER PROCESS.

artain figures contained in this Public Announcement, including financial information, have been subject rounding off adjustments. All decimals have been rounded off to two decimal points. In certain instances, the sum or percentage change of such numbers may not conform exactly to the total figure devier, and (ii) es sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given

#### DETAILS OF THE BUYBACK OFFER AND OFFER PRICE

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1. The Board of Directors of Fliatex India Limited (the "Company") (hereinafter referred to as the "Board" which expression shall include any committee constituted and authorized by the Board to exercise its powers), at their meeting held on Tuesday, March 29, 2022 (the "Board Meeting") has pursuant to the provisions of Article 13 of the Articles of Association of the Company, Sections 86, 89, 70 and 179 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, to the extent applicable, and in compliance with the Buyback Regulations and subject to such approvals of statutory, regulatory or government authorities as may be required under applicable laws, approved the buyback of upto 42,50,000 (Forty-Two Lath and Fifty Thousand), Fully Padi-ty Equity Shares representing upto 1.89% of the total existing paid-up Equity Sharer Capital of the Company at a price of Rs. 140/- (Rupess One Hundred and Forty Only) per Equity Sharer ("Buyback Price") payable in cash for an aggregate amount not exceeding Rs. 59,50,00,000/- (Rupees Fifty Nine Crore and Fifty Lakh Only) ("Buyback Offers") Company as per the latest audited Financial Statements as at March 31, 2021 on a proportionate basis through the "Tender Offer" route as prescribed under the Buyback Regulations, from all of the shareholders of the Company who had Equity Shares as on the Record

Exchanges).

5. In addition to the regulations/statutes referred to in paragraph 1.1 above, the Buyback is also in accordance with the Companies (Management and Administration) Rules, 2014, to the exten applicable and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. The Buyback shall be undertaken on a proportionate basis from the equity shareholders of the Company as on the Record Date (as defined below) ("Eligible applicable and the securities and cyclaringle board or India (using) optigations and Discosure Requirements) Regulations, 2015, as amended. The Buyback shall be undertaken on a proportionate basis from the equity shareholders of the Company as on the Record Date (as defined below) (Eligible Shareholders) through the tender offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations, Additionally, the Buyback shall be, subject to applicable laws, implemented by tendering of Equity Shares by Eligible Shareholders and settlement of the same through the stock exchange mechanism as specified by SEBI in its circular bearing reference number CED/DCR2/ CIRIP/2016/131 dated December 9, 2016 and circular bearing reference number CED/DCR2/ CIRIP/2016/133 dated December 9, 2016 and circular bearing reference number SEBIHOLOFD/DCR-1II/CIRIP/2016/1361 dated April 13, 2015 read with the circular bearing reference number SEBIHOLOFD/DCR-1II/CIRIP/2016/1361 dated April 3, 2015 read with the circular bearing reference number SEBIHOLOFD/DCR-1II/CIRIP/2016/1361 dated April 3, 2015 read with the circular bearing reference number SEBIHOLOFD/DCR-1II/CIRIP/2016/1361 dated April 3, 2015 read with the circular bearing reference number SEBIHOLOFD/DCR-1II/CIRIP/2016/1361 dated April 3, 2015 read with a seminary of the subject of the provided the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, VE Silpible Shareholders may trigger tax on distributed income to such shareholders (Buyback Varia) in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income-tax Act, 1961 read with any applicable rules framed thereunder. Consequently, any income received by Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on such shareholders. The transaction of Buyback would also be chargeable to securities transaction tax in India. Participation in the Buyback by n

#### NECESSITY OF THE BUYBACK

The current Buyback is a capital allocation decision taken with the objective of seeking a fairer valuation The current Buyback is a capital allocation decision taken with the objective of seeking a fairer valuation of the Company's solice while improving the Company's Return on Equity and increasing shareholder value in the longer term. In addition to distribution of surplus cash to the members holding equity shares broadly in proportion to their shareholding, it will enhance the overall return to shareholders and help in achieving optimal capital structure. The Buyback is being undertaken by the Company after taking into account the strategic and operational cash needs of the Company in the medium term and thereby returning surplus funds to the equity shareholders, which are over and above its ordinary capital requirements and in excess of any current investment plans, in an expedient, effective and cost efficient manner. The Buyback is being undertaken for the following reasons:

The Buyback will help the Company to distribute surplus cash to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to shareholders.

shareholders; 2. The Buyback, which is being implemented through the tender offer route as prescribed under the Buyback Regulations, would involve a reservation of upto 15% of the Buyback Size for small shareholders. The Company believes that this reservation of upto 15% for small shareholders would benefit a large number of publish shareholders, who would get classified as "Small Shareholders" as defined in the Buyback Regulations;

defined in the Buyback Regulations;

3. The Buyback would help in improving financial ratios like earnings per share and return on equity, by reducing the equity base of the Company, and

4. The Buyback gives an option to the Eligible Sellers to either choose to participate in the Buyback and receive cash in fieu of their Equity Shares which are accepted under the Buyback or choose not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company post the Buyback, without additional investment as a result of decrease in the piak-up Equity.

Company post the Buyback, without additional investment as a result of decrease in the part-up equity Share Capital.

MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES

1. The maximum amount required for Buyback will not exceed Rs. 59,50,00,000/- (Rupees Fifty Nine Crore and Fifty Lakh Only), excluding transaction costs viz. brokerage, applicable taxes such as Buyback tax, securities transaction tax, CST, stamp duty, expenses incured or to be incurred for the Buyback like filing fees payable to SEBI, advisors/legal fees, public announcement publication expenses, and the expenses and other incidental and related expenses, etc.

2. The maximum amount mentioned aforesaid represents 8,33% of the aggregate of the fully paid-up Equity Share capital and free reserves as per the latest audited Financial Statements of the Company, as at March 31, 2021, which is within the prescribed limit of 10% as required under the provisions of the Buyback Regulations and the Companies Act.

3. The funds for the implementation of the proposed Buyback will be sourced out of the Free Reserves, Securities Premium Account or such other source as may be permitted by the Buyback Regulations or the Companies act. Therefore, the Company is transfer from its free reserves and surplus, a sum equal to the nominal value of the equity shares so bought back to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent financial statements.

BUYBACK PRICE AND BASIS OF DETERMINING THE BUYBACK PRICE

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The Equity Shares of the Company are proposed to be bought back at a price of Rs. 140/- (Rupees
One Hundred and Forty Only per Equity Share ("Buyback Price"). The said Buyback Price has been
arrived at after considering various factors, including but not limited to the trends in the Volume
Weighted Average Prices and closing price of the Equity Shares on NSE where the maximum volume
of trading in the Equity Shares was recorded on the date of Intimation of Board Meeting for
authorization of Buyback Offer and impact on other financial parameters and the possible impact of
Buyback Offer and prices pre-share. Buyback on the earnings per share.

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The Buyback Price represents a premium of 9.16% over the closing market price of the Equity
Shares as on the date of intimation of the Board Meeting i.e., March 23, 2022 for considering the

4.2. The Buyback Price represents a premium of 14,61% over the average of Volume Weighted Average Price of the Equity Shares for two weeks preceding the date of intimation i.e.,March 23,

2022 to the Stock Exchanges of the Board Meeting to consider the proposal of the Buyback. The Buyback Price represents a premium of 17.86% over the average of Volume Weighted Average Price of the Equity Shares on the NSE for two months preceding the date of nilmation i.e., March 23, 2022 to the Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.

### MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback upto 42,50,000 (Forty-Two Lakh and Fifty Thousand) fully paid-up Equity Shares of face value of Rs.2/- (Rupees Two Only) each, which represents 1.89% of the existing total number of Equity Shares of the Company.

METHOD TO BE ADOPTED FOR THE BUY BACK

METHOD TO BE ADOPTED FOR THE BUY BACK
The method to be adopted for the purpose of Buy Back shall be the tender offer route through stock
exchange mechanism as prescribed under the Buyback Regulations and circulars issued thereunder,
including the Mechanism for acquisition of shares through stock exchange modified by SEBI Circulars
or such other mechanism, for the Buy Back through thender offer route, as may be applicable.
DETAILS OF HOLDING AND TRANSACTIONS IN THE SHARES OF THE COMPANY
The aggregate shareholding of [b] Promoter and Promoter Group of the Company ("Promoter and
Promoter Group") and persons in control, (ii) Directors of companies which are a part of the Promoter
and Promoter Group and (iii) Directors and Key Managenial Personnel of the Company as on the date
of the Board Meeting i.e., March 29, 2022, are as follows:

7.1.1. Aggregate shareholding of the Promoter and Promoter Group and persons who are in control as or the date of the Board Markins in Mark 20,000

S. No.	Name of Shareholders	No. of Shares held	Percentage of Holding
1	Mr. Madhu Sudhan Bhageria	1,93,11,799	8.57
2	Ms. Anu Bhageria	58,19,000	2.58
3	Mr. Purrshottam Bhaggeria	2,17,36,798	9.65
4	Ms. Shefali Bhageria #	44,08,202	1.96
5	Mr. Madhav Bhageria	2,19,24,798	9.73
6	Ms. Gunjan Bhageria #	48,75,202	2.16
7	Ms. Vrinda Bhageria #	55,69,201	2.47
8	Mr. Yaduraj Bhageria	24,75,000	1.10
9	Mr. Vedansh Bhageria	39,00,000	1.73
10	Ms. Stuti Bhageria	20,80,000	0.92
11	Azimuth Investments Ltd. #	1,86,50,000	8.28
12	SMC Yarns Pvt. Ltd.	10,22,500	0.45
13	Nouvelle Securities Pvt. Ltd. #	1,26,06,901	5.60
14	Fabiola Farms & Dairy Products Pvt. Ltd.	2,33,500	0.10
15	Janus Infrastructure Projects Private Limited	1,40,21,035	6.22
16	Fargo Estates Private Limited	82,00,000	3.64
	Total	14,68,33,936	65.18

	- Otto	14,00,00,000					
# Out of their respective holdings, following number of Equity shares are under lock in as under:							
S. No.	Name of Shareholders	Number of Eq Shares locked- 15.04.202	n upto Share	ber of Equity s locked-in upto 15.10.2024			
1	Ms. Shefali Bhageria	43,38,500		69,702			
2	Ms. Gunjan Bhageria	47,03,474		1,71,728			
3	Ms. Vrinda Bhageria	55,00,000		69,201			
4	Azimuth Investments Ltd.	1,73,49,08.	2	13,00,918			
5	Nouvelle Securities Pvt. Ltd.	1,73,49,08.	2	11,88,451			
	Total	4 02 40 12	0	28 00 000			

7.1.2. Aggregate shareholding of the Directors of such companies which are a part of the Promoter and Promoter Group, as on the date of the Board Meeting, i.e., March 29, 2022:

Azimuth Investments Ltd

Name of Directors
Mr. Madhu Sudhan Bhagei
Mr. Jitender Kumar
Mr. Bhola Dutt Bhatt No. of Shares held Percentage of Holding Bhageria MC Yarns Pvt. Ltd. S. No. Name of Directors

Mr. Madhu Sudhan Bhageria

Mr. Charley Jacob 
 No. of Shares held
 Percentage of Holding

 1,93,11,799
 8.57
 velle Securities Pvt. Ltd

S. No. Name of Directors

Mr. Madhu Sudhan Bhageria

Mr. Purrshottam Bhaggeria 
 No. of Shares held
 Percentage of Holding

 1,93,11,799
 8.57

 2,17,36,798
 9.65
 Fabiola Farms & Dairy Products Pvt. Ltd S. No. Name of Directors

Mr. Madhav Bhageria

Ms. Hemlata Agrawa 
 No. of Shares held
 Percentage of Holding

 2,19,24,798
 9.73

 1,10,000
 0.05

S. No. Name of Directors

Mr. Jitender Kumar

Mr. Bhola Dutt Bhatt

Fargo Estates Private Limited No. of Shares held Percentage of Holding

 
 No. of Shares held
 Percentage of Holding

 2,17,36,798
 9.65

 5,000
 0.002

 and Key Managerial Personnel of the Company as on
 S. No. Name of Directors No. of SI
1 Mr. Purrshottam Bhaggeria 2,17,
2 Mr. Jitender Kumar 5,
7.1.3. Aggregate shareholding of the Directors and Key Ma
the date of Board Meeting, i.e., March 29, 2022:

	9,,							
	Name of	Designation	No. of	Percentage				
No.	Shareholders		Shares held	of Holding				
	Mr. Madhu Sudhan Bhageria	Chairman and Managing Director	1,93,11,799	8.57				
	Mr. Purrshottam Bhaggeria	Joint Managing Director	2,17,36,798	9.65				
3.	Mr. Madhav Bhageria	Joint Managing Director & CFO	2,19,24,798	9.73				
4.	Mr. Ashok Chauhan	Whole-time Director	2,50,000	0.11				
5.	Mr. Suraj Parkash Setia	Independent Director	100	Negligible				
6.	Mr. Swarup Chandra Parija	Independent Director	-	-				
7.	Mr. Brij Behari Tandon	Independent Director	-					
8.	Ms. Pallavi Joshi Bakhru	Independent Director						
9.	Mr. Raman Kumar Jha	Company Secretary	20,879	0.01				

Aggregate shares purchased or sold by the Promoter and Promoter Group, persons in control, Directors of such companies which are a part of the Promoter and Promoter Group and Directors and Key Manageral Personnel of the Company during a period of six montps preceding the date of the Board Meeting at which the Buyback was approved, i.e., March 29, 2022.

	Capital and free reserves of the Company as per the latest audited Financial Statements as at March 31, 2021 on a proportionate basis through the "Tender Offer" route as prescribed under the Buyback Regulations, from all of the shareholders of the Company who hold Equity Shares as on the Record	7.2.	Key M Board	lanagerial Person Meeting at which t gate of shares pur	nel of the Compa the Buyback was a	ny during a paproved, i.e	period of six m	onths prec	eding the	date of the	17
	Date (as defined below) ("Buyback").		contro	l: Nil							n:
1.2	2. The Buyback Offer Size is not exceeding 10% of the aggregate of the fully paid-up Equity Share capital	7.2.2	<ol><li>Aggre</li></ol>	gate shares purc	hased or sold by	the Directo	ors of such co	mpanies w	hich are	part of the	Tr
	and free reserves as per the latest audited Financial Statements of the Company for the financial year		Promo	ter and Promoter	Group:						30
	ended March 31, 2021 and hence, is within the statutory limits under the Board of Directors approval		Name	Name of the	Aggregate	Nature of	Maximum	Date of	Minimum	Date of	17
	route as per Regulation 5 of Buyback Regulations and as per the applicable provisions of the	No	1	Promoter Group	No. of shares	transaction	price	Maximum	price per	minimum	-
	Companies Act. The Company has not done any Buyback of shares since incorporation. Further, the			Company	purchased /sold	ı	per share (₹)	price	share (₹)	price	18
	total number of Equity Shares proposed to be bought back by the Company shall be within the limit of	1	Mr.	Azimuth	405	Sale	98.12	17-11-2021	93.08	26-11-2021	31
	25% of the existing total paid-up Equity Share capital as per the relevant provisions of the Companies		Bhola	Investments						1	20
١.,	Act and the Buyback Regulations.		Dutt	Limited and						1 1	30
1.3	3. The Buyback Offer Size does not include any transaction costs viz. brokerage, applicable taxes such		Bhatt	Janus						1	13
	as Buyback tax ("Buyback Tax"), securities transaction tax, GST, stamp duty, expenses incurred or to			Infrastructure						1	11
	be incurred for the Buyback like filing fees payable to Securities and Exchange Board of India ("SEBI"),			Projects						1 1	11
	advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and	$\perp$		Private Limited							29
١.,	other incidental and related expenses, etc. Buyback Tax does not form part of the Buyback Size.	2	Mr.	Azimuth	1000	Sale	136.40	14-01-2022	123.17	12-10-2021	24
1.4	The Equity Shares of the Company are listed and traded on the National Stock Exchange of India		Jitender							1	26
	Limited (the "NSE") and BSE Limited (the "BSE") (hereinafter collectively referred to as the "Stock		Kumar	Limited, Janus						1 1	27
١.,	Exchanges").			Infrastructure						1	27
1.5	5. In addition to the regulations/statutes referred to in paragraph 1.1 above, the Buyback is also in			Projects						1 1	-
	accordance with the Companies (Management and Administration) Rules, 2014, to the extent			Private Limited						1	8.3
	applicable and the Securities and Exchange Board of India (Listing Obligations and Disclosure			and Fargo Estates Private Limited							0.0

7.2.3. Aggregate shares purchased or sold by the Directors and Key Managerial Personnel of the

	Company:							
S.	Name	Aggregate	Nature of	Maximum	Date of	Minimum	Date of	
No.		No. of shares	transaction	price per	Maximum	price per	minimum	
		purchased /sold		share (₹)	price	share (₹)	price	
1	Mr. Raman Kumar Jha	10,621	Sale	102	21-12-2021	93.89	20-12-2021	

INTENTION OF PROMOTER AND PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN BUYBACK

IPRANYTO PARTICIPATE IN BUYBACK In terms of the Buyback Regulations, under the tender offer route, the Promoter and Promoter Group have an option to participate in the Buyback. In this regard, following persons belonging to the Promoter and Promoter Group and persons in control of the Company have expressed their intention to participate in the Buyback vide their letters dated March 25, 2022 and March 28, 2022 and may tender upto an aggregate maximum of 14,04,03,936 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please see below the maximum number of Equity Shares proposed to be tendered by each of the Promoter and Promoter Group as well as persons in control of the Company:

S. No.	Name of Shareholders	Maximum Number of Equity Shares Intended to be tendered
1	Mr. Madhu Sudhan Bhageria	1,93,11,799
2	Ms. Anu Bhageria	58,19,000
3	Mr. Purrshottam Bhaggeria	2,17,36,798
4	Ms. Shefali Bhageria	43,38,500
5	Mr. Madhav Bhageria	2,19,24,798
6	Ms. Gunjan Bhageria	47,03,474
7	Ms. Vrinda Bhageria	55,00,000
8	Mr. Yaduraj Bhageria	24,75,000
9	Mr. Vedansh Bhageria	39,00,000
10 11	Ms. Stuti Bhageria	20,80,000
11	Azimuth Investments Ltd.	1,73,49,082
12 13	SMC Yams Pvt. Ltd.	10,22,500
13	Nouvelle Securities Pvt. Ltd.	1,14,18,450
14	Fabiola Farms & Dairy Products Pvt. Ltd.	2,33,500
15	Janus Infrastructure Projects Private Limited	1,40,21,035
16	Fargo Estates Private Limited	82,00,000
	Total	14,40,33,936

Note: The above mentioned shares are excluding the equity shares under lock in till October 15, 2024. Note: The above memorined shares are excitating are equity shares tuneer lock in all October 15, 2024.
8.2. The Buyback will not result in any benefit to the Promoter Group or any Directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as as result of the extinguishment of Equity Shares which will lead to reduction in the equity share capital of the Company post Buyback.
8.3. The defails of the date and price of acquisition of the Equity Shares of the Promoter and Promoter Group who intended to tender their shares are set-out below.
8.3.1 Mr. Madhus Sudham Bhaseria:

Date of	Nature of	No. of	Face Value	Consideration
Transaction	Transaction	Equity Shares	(Rs.)	(Rs.)
11.08.1990	Allotment	10	10	100
25.11.1992	Allotment	50,000	10	5,00,000
15.02.1993	Allotment	49,990	10	4,99,900
21.08.1996	Market Purchase	1,70,000	10	9,78,010
13.03.2002	Market Purchase	51,500	10	1,23,600
14.03.2002	Market Purchase	1,23,500	10	2,96,400
31.07.2002	Allotment	7,97,500	10	79,75,000
28.05.2009	Market Purchase	2,000	10	41,778
22.06.2009	Market Purchase	8,000	10	1,84,342
12.02.2014	Allotment	12,10,000	10	3.02,50,000
04.08.2014	Allotment	12,45,860	10	3,11,46,500
18.11.2017	Shares acquired from father's will	46,333	10	3,02,027
	Total no. of shares before sub-division	37,54,693		
18.06.2018	After sub-division of face value	1,87,73,465	2	
25.09.2018	Shares acquired from father's will	5.38.334	2	11.14.444

1,93,11,799

Date of	Nature of	No. of	Face Value	Consideration
Transaction	Transaction	Equity Shares		(Rs.)
11.08.1990	Allotment	10	10	100
25.11.1992	Allotment	20,000	10	2,00,000
15.02.1993	Allotment	88,000	10	8,80,000
26.04.1993	Transfer	10,000	10	1,00,000
26.04.1993	Transfer	5,500	10	55,000
26.04.1993	Transfer	5,000	10	50,000
26.04.1993	Transfer	20,000	10	2,00,000
26.04.1993	Transfer	5,500	10	55,000
26.04.1993	Transfer	10,000	10	1,00,000
26.04.1993	Transfer	10,000	10	1,00,000
26.04.1993	Transfer	10,000	10	1,00,000
26.04.1993	Transfer	10,000	10	1,00,000
26.04.1993	Transfer	10,000	10	1,00,000
16.11.1993	Allotment	25,990	10	2,59,900
14.03.2002	Market Purchase	1,00,000		2,40,000
31.07.2002	Allotment	5,35,000	10	53,50,000
12.02.2014	Allotment	12,15,000	10	3,03,75,000
04.08.2014	Allotment	12,53,280	10	3,13,32,000
31.12.2014	Purrshottam Bhaggeria HUF - Dissolution	8,60,079		1,76,44,811
18.11.2017	Shares acquired from father's will	46,334	10	3,07,027
	Total no. of shares before sub- division	42,39,693		
18.06.2018	After sub-division of face value	2,11,98,465	2	
25.09.2018	Shares acquired from father's will	5,38,333	2	11,14,453
		2,17,36,798		

		2,17,36,798					
8.3.3. Mr. Madhav Bhageria							
Date of	Nature of	No. of Equity	Face Value	Consideration			
Transaction	Transaction	Shares	(Rs.)	(Rs.)			
11.08.1990	Allotment	10	10	100			
25.11.1992	Allotment	10,000	10	1,00,000			
15.02.1993	Allotment	1,69,990	10	16,99,900			
16.11.1993	Allotment	80,000	10	8,00,000			
30.09.1997	Transfer	1,07,600	10	8,72,098			
15.03.2002	Market Purchase	1,75,000	10	4,98,750			
31.07.2002	Allotment	1,67,500	10	16,75,000			
12.02.2014	Allotment	12,15,000	10	3,03,75,000			
04.08.2014	Allotment	12,60,860	10	3,15,21,500			
19.12.2014	Madhav Bhageria HUF-Dissolution Deed	10,45,000	10	3,87,81,475			
18.11.2017	Shares acquired from father's will	46,333	10	3,07,027			
	Total no. of shares before sub- division	42,77,293					
18.06.2018	After sub-division of face value	2,13,86,465	2				
25.09.2018	Shares acquired from father's will	5,38,333	2	11,14,453			
		2,19,24,798					

8.3.4. Ms. Anu Bhageria (Rs.) 5,00,000 50,000

16.11.1993	Allotment	59,990	10	5,99,900
24.04.1998	Market Purchase	3,800	10	38,779
24.04.1998	Market Purchase	1,200	10	12,126
20.04.1998	Market Purchase	300	10	3,032
20.04.1998	Market Purchase	100	10	1,011
21.04.1998	Market Purchase	100	10	1,011
21.04.1998	Market Purchase	300	10	3,302
21.04.1998	Market Purchase	200	10	2,221
21.04.1998	Market Purchase	100	10	1,160
21.04.1998	Market Purchase	200	10	2,401
21.04.1998	Market Purchase	300	10	3,632
21.04.1998	Market Purchase	100	10	1,210
21.04.1998	Market Purchase	800	10	9,864
21.04.1998	Market Purchase	200	10	2,421
21.04.1998	Market Purchase	300	10	3,632
21.04.1998	Market Purchase	200	10	2,421
21.04.1998	Market Purchase	300	10	3,751
21.04.1998	Market Purchase	700	10	8,823
22.04.1998	Market Purchase	300	10	3,332
22.04.1998	Market Purchase	300	10	3,331
22.04.1998	Market Purchase	500	10	6,053
22.04.1998	Market Purchase	500	10	6,053
23.04.1998	Market Purchase	200	10	2,021
23.04.1998	Market Purchase	800	10	8,084
23.04.1998	Market Purchase	200	10	2,021
27.04.1998	Market Purchase	4,900	10	50,005
29.04.1998	Market Purchase	6,000	10	61,230

12,96,228 Market Purchase Market Purchase Market Purchase Market Purchase Market Purchase

II.IL.LOLO	Walker digital	00,000	_	20,07,072
		58,19,000		
8.3.5. Ms.	Vrinda Bhageria			
Date of	Nature of	No. of	Face Value	Consideratio
Transaction	Transaction	Equity Shares	(Rs.)	(Rs.)
30.07.2016	Allotment	1,50,000	10	67,50,000
17.03.2017	Madhu Sudhan Bhageria-HUF Dissolution	5,10,000	10	1,40,82,830
	Total no. of shares before sub division	6,60,000		
18.06.2018	After sub-division of face value	33,00,000	2	
31.03.2019	Market Purchase	1,00,000	2	48,08,414
29.05.2019	Market Purchase	32,207	2	14,18,611
30.05.2019	Market Purchase	1,00,000	2	44,99,641
13.08.2019	Market Purchase	1,00,000	2	38,78,714
11.12.2019	Market Purchase	75,000	2	27,04,744
11.12.2019	Market Purchase	75,000	2	27,06,084
29.09.2020	Market Purchase	69,000	2	17,28,982
24.11.2020	Market Purchase	7,00,000	2	2,13,40,507
26.11.2020	Market Purchase	4,00,000	2	1,22,99,672
27.11.2020	Market Purchase	5,48,793	2	1,79,74,226
27.09.2021	Allotment	69,201	2	65,74,095
		55,69,201		
8.3.6. Ms.	Shefali Bhageria			
Date of	Nature of	No. of Equity	Face Value	Consideration

Date of	Nature of	No. of Equity	Face Value	Consideration
Transaction	Transaction	Shares	(Rs.)	(Rs.)
11.08.1990	Allotment	10	10	100
25.11.1992	Allotment	10,000	10	1,00,000
16.11.1993	Allotment	89,990	10	8,99,900
30.04.1998	Market Purchase	4,000	10	36,820
30.04.1998	Market Purchase	2,000	10	16,410
04.05.1998	Market Purchase	4,500	10	39,173
04.05.1998	Market Purchase	8,600	10	79,163
04.05.1998	Market Purchase	5,000	10	44,775
06.05.1998	Market Purchase	100	10	965
06.05.1998	Market Purchase	100	10	971
06.05.1998	Market Purchase	1,000	10	10,055
06.05.1998	Market Purchase	300	10	3,032
06.05.1998	Market Purchase	15,000	10	1,53,075
21.05.1998	Market Purchase	4,700	10	39,268
22.05.1999	Market Purchase	1,55,000	10	6,51,388
24.03.2011	Market Purchase	1,00,000	10	38,96,918
30.07.2016	Allotment	1,50,000	10	67,50,000
08.08.2017	Gift from Mrs. Satyabhama Bhageria	1,52,400	10	10,13,314
	Total no. of shares before sub division	7,02,700		
18.06.2018	After sub-division of face value	35,13,500	2	
23.09.2019	Market Purchase	2,00,000	2	78,78,864
24.09.2019	Market Purchase	50,000	2	19,66,903
13.12.2019	Market Purchase	50,000	2	17,46,269
16.12.2019	Market Purchase	1,25,000	2	44,63,858
17.12.2019	Market Purchase	75,000	2	27,23,357
17.12.2019	Market Purchase	25,000	2	9,04,356
31.12.2019	Market Purchase	1,50,000	2	58,61,124
20.02.2020	Market Purchase	50,000	2	19,90,506
06.03.2020	Market Purchase	1,00,000	2	34,06,533
27.09.2021	Allotment	69,702	2	66,21,690
		44,08,202		
8.3.7. Mr. Ya	duraj Bhageria			

Date of	raj Bhageria Nature of Transaction	No. of	Face Value	Consideration
	Nature of Transaction			
Transaction		Equity Shares		(Rs.)
30.07.2016	Allotment	1,50,000	10	67,50,000
	Total no. of shares	1,50,000		
	before sub division			
18.06.2018	After sub-division of	7,50,000	2	
	face value			
31.05.2019	Market Purchase	50,000	2	21,88,570
16.12.2019	Market Purchase	25,000	2	8,95,630
02.12.2020	Market Purchase	8,00,000	2	2,76,14,709
03.12.2020	Market Purchase	4,50,000	2	1,51,79,032
15.12.2020	Market Purchase	1,00,000	2	42,76,681
17.12.2020	Market Purchase	2,00,000	2	83,83,431
21.12.2020	Market Purchase	1,00,000	2	42,46,703
		24,75,000		

Date of	Nature of Transaction	No. of	Face Value	Consideration
Transaction		<b>Equity Shares</b>	(Rs.)	(Rs.)
11.08.1990	Allotment	10	10	100
25.11.1992	Allotment	50,000	10	5,00,000
15.02.1993	Allotment	39,990	10	3,99,900
20.04.1998	Market Purchase	400	10	4,042
20.04.1998	Market Purchase	200	10	2,021
21.04.1998	Market Purchase	100	10	1,221
21.04.1998	Market Purchase	15,400	10	1,94,887
21.04.1998	Market Purchase	18,200	10	2,03,931
21.04.1998	Market Purchase	1,000	10	10,505
24.04.1998	Market Purchase	10,000	10	1,02,050
21.05.1998	Market Purchase	1,800	10	15,039
11.06.1998	Market Purchase	25,600	10	2,71,488
14.05.1999	Market Purchase	1,00,000	10	4,20,250
24.03.2011	Market Purchase	1,00,000	10	38,96,918
30.07.2016	Allotment	1,50,000	10	67,50,000
08.08.2017	Gift from Mrs. Satya Bhama Bhageria	1,52,400	10	13,00,877
	Total no. of shares before sub division	6,65,100		
18.06.2018	After sub-division of face value		33,25,500	2
27.09.2019	Market Purchase	50,000	2	18,89,393
24.12.2019	Market Purchase	75,000	2	27,70,172
26.12.2019	Market Purchase	65,000	2	24,15,700
27.12.2019	Market Purchase	75,000	2	27,94,608
30.12.2019	Market Purchase	1,00,000	2	38,08,996
30.12.2019	Market Purchase	1,00,000	2	38,08,855
31.12.2019	Market Purchase	40,000	2	15,63,013
31.12.2019	Market Purchase	60,000	2 2	23,15,203
19.02.2020	Market Purchase	50,000	2	20,21,842
19.02.2020	Market Purchase	25,000	2	10,08,453
28.02.2020	Market Purchase	1,50,000	2	52,56,240
03.03.2020	Market Purchase	25,000	2	8,73,140
03.03.2020	Market Purchase	1,00,000	2	34,57,532
06.03.2020	Market Purchase	1,00,000	2	34,15,174
22.06.2020	Market Purchase	2,50,000	2	74,36,466
23.06.2020	Market Purchase	1,12,974	2	32,21,097
27.09.2021	Allotment	1,71,728	2	1,63,14,160
		48,75,202		

27.09.2021	Alloument	1,71,720		1,03,14,100
		48,75,202		
8.3.9. Mr. Veda	nsh Bhageria			
Date of	Nature of Transaction	No. of Equity	Face Value	Consideratio
Transaction		Shares	(Rs.)	(Rs.)
30.07.2016	Allotment	1,50,000	10	67,50,000
	Total no. of shares	1,50,000		
	before sub division			
18.06.2018	After sub division of	7,50,000	2	
	face value			
07.12.2020	Market Purchase	5,50,000	2	1,95,80,215
08.12.2020	Market Purchase	6,50,000	2	2,42,53,303
09.12.2020	Market Purchase	8,00,000	2	3,11,13,030
15.12.2020	Market Purchase	4,00,000	2	1,74,15,716
17.12.2020	Market Purchase	2.50.000	2	1,05,04,229
22.12.2020	Market Purchase	5,00,000	2	2,04,93,308
		39,00,000		

		39,00,000		
8.3.10. Ms. Stut	i Bhageria			
Date of	Nature of Transaction	No. of	Face Value	Consideration
Transaction		Equity Shares	(Rs.)	(Rs.)
28.02.2019	Market Purchase	50,000	2	23,05,057
28.02.2019	Market Purchase	1,50,000	2	69,10,116
14.08.2019	Market Purchase	80,000	2	31,06,906
14.08.2019	Market Purchase	80,000	2	31,07,036
27.08.2019	Market Purchase	90,000	2	34,54,915
13.12.2019	Market Purchase	50,000	2	17,46,107
04.12.2020	Market Purchase	8,50,000	2	2,84,62,941
15.12.2020	Market Purchase	2,00,000	2	87,93,459
17.12.2020	Market Purchase	1,00,000	2	42,06,128
21.12.2020	Market Purchase	4,30,000	2	1,82,49,313
		20,80,000		
8 3 11 Azimuth	Investments Limited			

Date of	Nature of Transaction	No. of Equity	Face Value	Consideration
ransaction		Shares	(Rs.)	(Rs.)
une 2002	purchase	4,50,000	10	9,92,750
1.03.2004	Allotment	4,70,000	10	1,17,50,000
1.03.2005	Allotment	4,70,000	10	1,17,50,000
0.06.2005	Allotment	4,70,000	10	1,17,50,000
9.07.2011	Allotment by conversion of warrant	12,65,000	10	5,06,00,000
	Total no. of shares before sub division	31,25,000		
8.06.2018	After sub-division of face value		1,56,25,000	2
4.09.2019	Market Purchase	55,000	2	20,92,100
4.09.2019	Market Purchase	45,000	2	17,12,400
5.09.2019	Market Purchase	45,000	2	17,54,650
5.09.2019	Market Purchase	55,000	2	21,43,600
9.09.2019	Market Purchase	1,00,000	2	40,92,835
1.09.2019	Market Purchase	30,000	2	12,92,400
1.09.2019	Market Purchase	70,000	2	30,40,600
9.09.2019	Market Purchase	20,000	2	7,89,400
9.09.2019	Market Purchase	80,000	2	31,18,362
0.09.2019	Market Purchase	40,000	2	15,78,037
0.09.2019	Market Purchase	1,10,000	2	44,24,578
8.11.2019	Market Purchase	40,000	2	15,02,800

18.11.2019 20.11.2019	Market Purchase Market Purchase	1,60,000 25,000	2	60,17,000 9,19,741
22.11.2019	Market Purchase	35,000	2	12,90,813
22.11.2019	Market Purchase	1,37,150	2	50,42,803
25.11.2019	Market Purchase	75,000	2	27,33,619
25.11.2019	Market Purchase	25,000	2	9,09,741
26.11.2019	Market Purchase	75,000	2	27,36,685
26.11.2019	Market Purchase	25,000	2	9,09,749
19.03.2020	Market Purchase	10,000	2	2,10,300
19.03.2020	Market Purchase	40,000	2	8,30,768
20.11.2020	Market Purchase	4,26,932	2	1,28,49,633
27.09.2021	Allotment	13,00,918	2	12,35,87,210
		1 86 50 000		

		1,86,50,00	00	
8.3.12. SMC	Yarns Private Limited			
Date of	Nature of Transaction	No. of Equity	Face Value	Consideration
Transaction		Shares	(Rs.)	(Rs.)
16.11.1993	Allotment	50,000	10	5,00,000
17.03.1998	Market Purchase	1,00,000	10	6,10,500
21.04.1998	Market Purchase	14,500	10	1,83,497
	Total no. of shares before sub division	1,64,500		
18.06.2018	After sub division of face value	8,22,500	2	
25.02.2020	Market Purchase	1,75,000	2	69,39,172
26.02.2020	Market Purchase	25,000	2	9,54,099
		40.00.00		

nsaction		Shares	(Rs.)	(Rs.)		
11.1993	Allotment	50,000	10	5,00,000		
03.1998	Market Purchase	1,00,000	10	6,10,500		
04.1998	Market Purchase	14,500	10	1,83,497		
	Total no. of shares before sub division	1,64,500				
06.2018	After sub division of face value	8,22,500	2			
02.2020	Market Purchase	1,75,000	2	69,39,172		
02.2020	Market Purchase	25,000	2	9,54,099		
		10,22,500				
13. Nouvelle Securities Private Limited						
e of	Nature of Transaction	No. of Equity	Face Value	Consideration		
nsaction		Shares	(Rs.)	(Rs.)		
01.2009	Market Purchase	12,671	10	2,46,704		
01.2009	Market Purchase	17,200	10	2,99,796		
01.2009	Market Purchase	21,000	10	3,54,480		
01.2009	Market Purchase	6,000	10	96,060		
01.2009	Market Purchase	1,000	10	14,630		
01.2009	Market Purchase	76	10	1,012		
01.2009	Market Purchase	17,565	10	2,43,275		
01.2009	Market Purchase	20,050	10	2,71,076		
01.2009	Market Purchase	20,299	10	2,64,293		
01.2009	Market Purchase	19,724	10	2,58,582		
02.2009	Market Purchase	22,690	10	2,86,575		
02.2009	Market Purchase	10,400	10	1,26,048		
02.2009	Market Purchase	20,000	10	2,47,400		
00 0000	11 1 1 1 1 1 1 1	47.050	40	0.40.000		

Date of Transaction	Transaction	Equity Shares	(Rs.)	(Rs.)
	Nature of	No. of	Face Value	Consideration
	la Farms & Dairy Products Private Limite	d		
		1,26,06,901		
21.09.2021	Allotment	11,88,451	2	11,29,02,845
19.11.2020 27.09.2021	Market Purchase	4,50,000	2	1,26,67,500 11,29,02,845
29.06.2020	Market Purchase	30,000	2	7,71,900
25.03.2020	Market Purchase	25,000	2	3,76,750
24.03.2020	Market Purchase	50,000	2	8,36,000
12.03.2020	Market Purchase	1,50,000	2	40,62,000
29.11.2019 03.12.2019	Market Purchase  Market Purchase	1,27,370 1,00,000	2	46,23,283 36,01,439
30.09.2019	Market Purchase Market Purchase	2,50,000	2	91,70,233
26.09.2019	Market Purchase	75,000	2	28,46,999
20.08.2019	Market Purchase	1,00,000	2	37,10,964
24.06.2019	Market Purchase	66,000	2	19,77,199 25,77,533
18.06.2018 21.06.2019	After sub division of face value Market Purchase	99,45,080 50,000	2	19 77 100
40.00.0040	Total no. of shares before sub division	19,89,016		
09.07.2011	Allotment by conversion of warrant	12,20,000	10	4,88,00,000
18.03.2010	Market Purchase	30,000	10	11,27,502
16.03.2010 17.03.2010	Market Purchase	30,000	10	11,20,587
15.03.2010 16.03.2010	Market Purchase  Market Purchase	16,600 26,069	10	6,15,362 9,72,889
12.03.2010	Market Purchase Market Purchase	29,614	10	10,97,791
11.03.2010	Market Purchase	30,000	10	11,12,100
14.08.2009 17.08.2009	Market Purchase	10,525	10	
14.08.2009	Market Purchase	5,000	10	1,51,500 3,05,751
14.08.2009	Market Purchase	300	10	8,715
14.08.2009	Market Purchase  Market Purchase	10,000	10	1,51,840 3,03,000
13.08.2009 13.08.2009	Market Purchase Market Purchase	109 5,200	10 10	3,177
13.08.2009	Market Purchase	9,800	10	2,86,160
11.08.2009	Market Purchase	10	10	300
11.08.2009	Market Purchase	25	10	749
11.08.2009	Market Purchase	456	10	13,612
11.08.2009 11.08.2009	Market Purchase Market Purchase	19,400 10	10 10	5,82,970 299
10.08.2009	Market Purchase	2,796	10	82,063
10.08.2009	Market Purchase	7,803	10	2,28,628
10.08.2009	Market Purchase	2,000	10	58,700
07.08.2009 07.08.2009	Market Purchase Market Purchase	6,500 400	10	1,95,325 11,940
07.08.2009 07.08.2009	Market Purchase	1,284	10	38,327
07.08.2009	Market Purchase	10,000	10	3,00,500
06.08.2009	Market Purchase	4,000	10	1,22,200
06.08.2009	Market Purchase	100	10	3,091
06.08.2009 06.08.2009	Market Purchase	6,500	10	2,00,590
06.08.2009 06.08.2009	Market Purchase Market Purchase	10,000	10 10	15,455 3,09,600
26.05.2009	Market Purchase	5,980 500	10	1,22,829
26.05.2009	Market Purchase	539	10	11,610
26.05.2009	Market Purchase	5,000	10	1,06,450
25.05.2009 25.05.2009	Market Purchase	9,000	10	1,88,460
25.05.2009	Market Purchase	500	10	10,445
25.05.2009	Market Purchase  Market Purchase	500	10	10,420
22.05.2009 25.05.2009	Market Purchase Market Purchase	9,600 2,500	10 10	1,91,904 50,100
22.05.2009	Market Purchase	5,500	10	1,06,040
21.05.2009 22.05.2009	Market Purchase	20,050	10	3,82,554
20.05.2009	Market Purchase	4,700	10	85,446
20.05.2009	Market Purchase	2,475	10	43,387
19.05.2009	Market Purchase	9,750	10	1,68,968
19.05.2009	Market Purchase	9,834	10	1,65,015
15.05.2009	Market Purchase	6,490	10	1,07,280
15.05.2009 15.05.2009	Market Purchase  Market Purchase	460	10	1,67,800 8,064
14.05.2009	Market Purchase Market Purchase	5,000 10,000	10 10	83,650 1.67.800
14.05.2009	Market Purchase	5,000	10	83,900
13.05.2009 14.05.2009	Market Purchase	4,000	10	66,120
13.05.2009 13.05.2009	Market Purchase	10,345	10	1,71,003
12.05.2009	Market Purchase Market Purchase	20,535 10,345	10 10	3,39,444 1,71,003
11.05.2009	Market Purchase	10,000	10	1,65,300
19.02.2009 08.05.2009	Market Purchase	10,069	10	1,66,441
18.02.2009	Market Purchase Market Purchase	20,450 21,400	10	2,97,139 3,15,650
17.02.2009	Market Purchase	7,800	10 10	1,13,334
16.02.2009	Market Purchase	10,100	10	1,49,278
16.02.2009	Market Purchase	10,000	10	1,45,300
11.02.2009 13.02.2009 16.02.2009	Market Purchase Market Purchase	10,000 9,800	10 10	1,30,200 1,35,436 1,45,300
10.02.2009	Market Purchase	20,213	10	2,63,173
09.02.2009	Market Purchase	10,000	10	1,21,500
06.02.2009	Market Purchase	17,650	10	2,12,330
02.02.2009 03.02.2009 05.02.2009	Market Purchase Market Purchase	10,400 20,000	10 10	1,26,048 2,47,400
02.02.2009	Market Purchase	22,690	10	2,86,575
30.01.2009	Market Purchase	19,724	10	2,58,582
28.01.2009 29.01.2009	Market Purchase Market Purchase	20,050 20,299	10 10	2,71,076 2,64,293
27.01.2009 28.01.2009	Market Purchase	17.565	10	2,43,275
19.01.2009	Market Purchase	76	10	1,012
15.01.2009 16.01.2009	Market Purchase Market Purchase	6,000 1,000	10 10	96,060 14,630
14.01.2009	Market Purchase	21,000	10	3,54,480
12.01.2009 13.01.2009	Market Purchase	17,200	10	2,99,796
12.04.2000	Market Purchase	12,671	(RS.) 10	(Rs.) 2,46,704

Date of	Nature of	No. of		Consideration
Transaction	Transaction	Equity Shares	(Rs.)	(Rs.)
25.04.1991	Allotment	20,000	10	2,00,000
10.05.1991	Allotment	10,000	10	1,00,000
08.08.1992	Allotment	33,500	10	3,35,000
31.03.2005	Less shares sold	(16,800)	10	1,68,000
	Total no. of shares before sub-division	46,700		
18.06.2018	After sub-division of face value	2,33,500	2	
		2,33,500		

To the second of					
Date of	Nature of	No. of	Face Value	Consideration	
ransaction	Transaction	<b>Equity Shares</b>	(Rs.)	(Rs.)	
0.07.2016	Allotment	27,00,000	10	12,15,00,000	
8.06.2018	Total no. of shares after sub-division of face value	1,35,00,000	2		
6.08.2019	Market Purchase	1,50,000	2	58,13,076	
7.08.2019	Market Purchase	2,50,000	2	1,01,70,181	
8.08.2019	Market Purchase	50,000	2	19,28,674	
8.08.2019	Market Purchase	50,000	2	19,28,674	
9.03.2020	Market Purchase	21,035	2	4,42,327	
		1,40,21,035			
2.40 F	E-t-t Britanta I Institud				

8.3.16. Far	go Estates Private Limited			
Date of	Nature of	No. of	Face Value	Consideration
Transaction	Transaction	<b>Equity Shares</b>	(Rs.)	(Rs.)
30.07.2016	Allotment	16,00,000	10	7,20,00,000
18.06.2018	Total no. of shares after sub-division of face value	80,00,000	2	
10.12.2018	Market Purchase	1,00,000	2	55,60,336
11.12.2018	Market Purchase	1,00,000	2	56,86,571
		82,00,000		

# 9. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATION AND THE COMPANIES ACT:

All the Equity Shares of the Company are fully paid-up

11. All the Equity Shares of the Company are fully paid-up;
 22. The Company shall not issue any Equity Shares or specified securities including by way of bonus, from
the date of board resolution passed by the board of directors of the Company approving the proposed
Buyback until the date of expiry of the Buyback period;
 3.3. This Buyback is in compliance with the provisions of Section 68 of the Companies Act, 2013 and
Regulation 24(f) of the Buyback Regulations, except in discharge of its subsisting obligations, the
Company shall not raise further capital for a period of one year from the expiry of the Buyback period, or
any circulars or notifications issued by SEBI in connection therewith;
 3.4. The Company shall not raise further clarks for a period of one year from the expiry of the Buyback period, or

9.4) The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or till the Equity Shares become transferable: (As per the intent letters received from the promoter & promoter group, shareholding of Ms. Shefall Bhageria, Ms. Cairgian Bhageria, Ms. Vinda Bhageria Ms. Varinat Investments Limited and Ms Nouvelle Securities Private Limited and Ms Nouvelle Securities Private Limited and Ms Nouvelle and the Cock, thus the Company do hereby confirm that it will not buyback any shares which are eithe under lock-in or are non-transferable.)

9.5. The Company shall not buyback its Equity Shares from any person through negotiated deal whether o

or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
There are no defaults subsisting in the repayment of any deposits (including interest payable thereon; redemption of debentures or preference shares, payment of dividend or repayment of any term loans that of the payable thereon; That the Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act;

That the Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act, The aggregate amount of the Bulyback is. u, upto Rs. 59, 500,000.00° (Legnees Fifty Nine Crore and Fifty Lakh Only), does not exceed 10% of the aggregate of the total paid-up capital and free reserves of the Company as per the latest audited financial statements of the Company as at March 31, 2021. The maximum number of Equity Shares proposed to be purchased under the Bulyback upto 42,50,000 (Fig. 17) wo Lakh and Fifty Thousand) Equity Shares, does not exceed 25% of the total existing number of Equity Shares in the paid-up Equity Share capital;

Equity Shares in the paid-up Equity Share capital;

9.10. The Company shall not make any ofter of buyback within a period of one year reckoned from the date of expiry of the Buyback period;

9.11. There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, as on date;

9.12. The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up Equity Share capital and free reserves after the Buyback based on audited standalone as well as audited consolidated financial statements of the Company; and

9.13. The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary compa including its own subsidiary companies or through any investment company or group of investme

10. THE BOARD HAS CONFIRMED THAT IT HAS MADE A FULL ENQUIRY INTO THE AFFAIRS ANI PROSPECTS OF THE COMPANY AND HAS FORMED THE OPINION THAT:

10.1. Immediately following the date on which the meeting of the Board of Directors is convened 2022, approving the Buyback, there will be no grounds on which the Company could be pay its debts;

10.2. as regards the Company's prospects for the year immediately following the date on which the meeting the Board of Directors is convened, i.e. March 29, 2022 having regard to the Board's intention will respect to the management of Company's business during flat year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolver within a period of one year from the date of the Board Meeting i.e. March 29, 2022; and

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