

# JAGJANANI TEXTILES LIMITED

CIN: L17124RJ1997PLC013498

Registered Office: SCOs 33 and 34, RIICO Shopping Complex, Bagru Ext. I, Jaipur - 303007, Rajasthan, India.;  
Tel: 0141-4104745; Email: jtlsgv@gmail.com; Website: www.jagjanani.com

**OPEN OFFER FOR THE ACQUISITION OF UPTO 40,56,000 (FORTY LAKHS FIFTY-SIX THOUSAND) FULLY PAID-UP EQUITY SHARES OF THE FACE VALUE OF RS. 10/- (RUPEES TEN ONLY) EACH ("EQUITY SHARES"), REPRESENTING THE 26% (TWENTY-SIX PERCENT) OF THE VOTING CAPITAL OF JAGJANANI TEXTILES LIMITED (THE "TARGET COMPANY") AT AN OFFER PRICE OF RS. 6.50/- (RUPEES SIX AND FIFTY PAISE ONLY) PER EQUITY SHARE, FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY MR. MANOJBHAI J. PATEL ("ACQUIRER I") AND MR. AVANISHKUMAR MANOJKUMAR PATEL ("ACQUIRER II") (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") ALONG WITH SURENDRA SHAH ("PAC") IN HIS CAPACITY AS PERSONS ACTING IN CONCERT WITH THE ACQUIRERS PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS 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 ACQUIRERS FOR THE PURPOSE OF THIS OPEN OFFER.**

This Post Offer Advertisement ("Post-Offer Advertisement") is being issued by Fedex Securities Private Limited, the Manager to the Offer ("Manager to the offer"), on behalf of the Acquirers and the PAC, in connection with the Offer made by the Acquirers and PAC, in compliance with Regulation 18(12) of the SEBI (SAST) Regulations.

a) This Post Offer Advertisement is to be read in continuation of, and in conjunction with: (a) the Public Announcement (the "PA") dated April 06, 2023; (b) the Detailed Public Statement ("DPS") and Corrigendum to DPS ("Corrigendum") that was published on April 17, 2023 and April 22, 2023 respectively in the Financial Express (English - All Editions), Business Remedies (Jaipur Edition) and Jansatta (Hindi - All Editions); (c) the Draft Letter of Offer ("DLOF") filed with the Securities and Exchange Board of India ("SEBI") on April 24, 2023; (d) the Letter of Offer ("LOF") dated July 07, 2023 along with Form of Acceptance ("FOA") & Share Transfer Form; (e) Recommendations of Committee of Independent Directors dated July 14, 2023 that was published in the Financial Express (English - All Editions), Business Remedies (Jaipur Edition) and Jansatta (Hindi - All Editions) ("Recommendations of IDC"); (f) the Offer Opening Advertisement published on July 17, 2023 in the same newspapers where DPS was published (the "Offer Opening Public Announcement and Corrigendum").

Capitalized terms used but not defined in this Post Offer Advertisement shall have same meaning assigned to such terms in the LOF.

The Shareholders of the Target Company are requested to kindly note the following information relating to the Offer:

1.	Name of the Target Company	Jagjanani Textiles Limited
2.	Name of the Acquirers & PAC	Manojbhai J. Patel ("Acquirer I")
		Avanishkumar Manojkumar Patel ("Acquirer II")
		Surendra Shah ("PAC")
3.	Name of Manager to the Offer	Fedex Securities Private Limited
4.	Name of the Registrar to the Offer	Link Intime India Private Limited
5.	Offer Details	(a) Date of Opening of the offer
		Wednesday, July 19, 2023
		(b) Date of Closure of the offer
Tuesday, August 01, 2023		
6.	Date of payment of consideration	Thursday, August 17, 2023

## 7.Details of Acquisitions

Sr. No.	Particulars	Proposed in the Offer Document		Actuals	
		No. of shares	%	No. of shares	%
7.1.	Offer Price	Rs. 6.50/- per Equity Share		Rs. 6.50/- per Equity Share	
7.2.	Aggregate number of Equity Shares tendered	40,56,000 Equity Shares		55,870 Equity Shares <sup>(a)</sup>	
7.3.	Aggregate number of Equity Shares accepted	40,56,000 Equity Shares		55,870 Equity Shares <sup>(a)</sup>	
7.4.	Size of the Offer (Number of Equity Shares multiplied by offer price per Equity Share)	₹ 2,63,64,000/-		₹ 3,63,155/-	
7.5.	Shareholding of Acquirers before Agreement/Public Announcement (No. & %)	Nil	0.00%	Nil	0.00%
7.6.	Equity Shares Acquired by way of Agreements • Number • % of Fully Diluted Equity Share Capital	Acquirer 1 - 34,09,938	50.32%	Acquirer 1 - 34,09,938	50.32%
		Acquirer 2 - 34,09,937		Acquirer 2 - 34,09,937	
		PAC-10,30,030		PAC-10,30,030	
7.7.	Equity Shares Acquired by way of Open Offer • Number • % of Fully Diluted Equity Share Capital	40,56,000	26.00%	55,870 <sup>(a)</sup>	0.36%
7.8.	Equity Shares Acquired after Detailed Public Statement • Number of Shares Acquired • Price of the Shares Acquired • % of the Shares Acquired	Nil	-	Nil	-
7.9.	Post Offer shareholding of Acquirers • Number • % of Fully Diluted Equity Share Capital	1,08,75,875 <sup>(a)</sup>	69.72%	68,75,745 <sup>(a)</sup>	44.08%
7.10.	Pre and Post Offer shareholding of Public Shareholders • Number • % of Fully Diluted Equity Share Capital	Pre - Offer	Post - Offer	Pre - Offer	Post - Offer
		1,17,68,915 <sup>(b)</sup> 75.44%	77,12,915 <sup>(b)</sup> 49.44%	1,17,68,915 <sup>(b)</sup> 75.44%	1,17,13,045 <sup>(b)</sup> 75.08%

### Notes:

- (a) Equity Shares have been tendered in this Open Offer. The same has been certified by the Registrar to the Open Offer vide its certificate dated August 22, 2023.  
(b) Assuming full acceptance of the offer of 40,56,000 (Forty Lakhs Fifty-Six Thousand) Equity Shares and acquisition through Share Purchase Agreement of 78,49,905 (Seventy-Eight Lakhs Forty-Nine Thousand Nine Hundred and Five Only) Equity shares aggregating upto 50.32% of the Voting Share Capital of the Target Company.  
8. The Acquirers and the PAC accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (SAST) Regulations.  
9. A copy of this Post Offer Advertisement will be available on the website of SEBI (www.sebi.gov.in), BSE Limited (www.bseindia.com), the Target Company (www.jagjanani.com), Manager to Offer (www.fedsec.in) & Registrar to Offer (www.linkintime.co.in).

## ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS and PAC

### FEDEX SECURITIES PRIVATE LIMITED

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Contact Person: Saipan Sanghvi SEBI Registration Number: INM000010163

Investor Grievance E-Mail: mb@fedsec.in

Date: August 23, 2023

Place: Ahmedabad

Sunjeet Comm.