

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

THE INDIAN LINK CHAIN MANUFACTURERS LIMITED

UNDER REGULATIONS 3(1), 4 READ WITH REGULATION 13, 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 13,000 (THIRTEEN THOUSAND) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 100/- (“RUPEES ONE HUNDRED ONLY”) EACH (“EQUITY SHARES”), REPRESENTING 26% (TWENTY-SIX PERCENT) OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF THE INDIAN LINK CHAIN MANUFACTURERS LIMITED (“TARGET COMPANY”) AT AN OFFER PRICE OF RS. 720/- (RUPEES SEVEN HUNDRED & TWENTY ONLY) PER EQUITY SHARE, FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY VISHAL THAKKAR (“ACQUIRER”), 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 ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This public announcement (“**Public Announcement**” or “**PA**”) is being issued by Fedex Securities 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, 14, 15(1) and such other applicable regulations of the SEBI (SAST) Regulations and subsequent amendments thereto.

Definition:

For the purpose of this PA, the following terms would have the meaning assigned to them below:

- a) “**Equity Shares**” - shall mean the fully paid-up equity shares of the Target Company of face value of Rs. 100/- (Rupees One Hundred only) each;
- b) “**Public Shareholders**” shall mean all the equity shareholders of the Target Company excluding: (i) the promoters and members of the promoter group of the Target Company; (ii) the Acquirer and any persons deemed to be acting in concert with the Acquirer pursuant to and in compliance with the SEBI (SAST) Regulations.
- c) “**Stock Exchange**” means BSE Limited;
- d) “**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 LoF (*as defined below*);
- e) “**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 Offer
- f) “**Working Day**” means any working day of the Securities Exchange Board of India (“**SEBI**”).

1. OFFER DETAILS

- 1.1. **Offer Size:** The Acquirer hereby make this Offer to the Public Shareholders of the Target Company to acquire up to 13,000 (Thirteen Thousand) fully paid-up Equity Shares (“**Offer Shares**”), constituting 26% of the Voting Share Capital, at a cash price of Rs. 720/- per Offer Share aggregating to a total consideration of up to Rs. 93,60,000/- (assuming full acceptance) (the “**Offer Size**”), 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**”) that are proposed to be issued in accordance with the SEBI (SAST) Regulations.
- 1.2. **Offer Price/consideration:** The Offer is made at a price of Rs. 720/- per Offer Share (“**Offer Price**”) which has been determined in accordance with Regulation 8(1), 8(2) and other applicable provisions of the SEBI (SAST) Regulations, 2011. Assuming full acceptance of the Offer, the total consideration payable in the Offer will be up to Rs. 93,60,000/-. If Acquirer acquire the Equity shares from the Sellers (*as defined below*) on market purchase for a price higher than the offer price, the Offer Price would stand revised to the highest price paid by the Acquirer to purchase the Equity shares from the Sellers under the SPA (*as defined below*).
- 1.3. **Mode of Payment:** The Offer Price will be paid in cash by the Acquirer in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- 1.4. **Type of Offer (Triggered offer, voluntary offer/ competing offer etc.):** This Open Offer is a mandatory offer made by the Acquirer in compliance with Regulations 3(1), 4 of the SEBI (SAST) Regulations pursuant to substantial acquisition of shares and voting rights of Target Company by the Acquirer. This Offer is not subject to any minimum level of acceptance.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (“UNDERLYING TRANSACTION”)

This Open Offer has been triggered pursuant to the execution of the Share Purchase Agreement (“**SPA**”) on December 03, 2022, between the Acquirer and Hariprasad Nevatia (“**Seller 1**”), Vandana Nevatia (“**Seller 2**”), Kusum Nevatia (“**Seller 3**”), Sudha Nevatia (“**Seller 4**”), Mridula Nevatia (“**Seller 5**”), Harsh Nevatia (“**Seller 6**”) and Sudhir Nevatia (“**Seller 7**”), persons classified as promoter and promoter group of the Target Company (hereinafter collectively referred to as “**the Sellers**”) agreeing to sell in aggregate of 27,488 Equity Shares representing 54.98% of fully paid-up voting capital of the Target Company for an aggregate consideration of Rs. 1,97,91,360/- at a price of Rs. 720/- per Equity share.

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 equity shares /Voting Rights acquired (Rs. in Lakh)	Mode of payment (Cash/ Securities)	Regulation which has triggered
		Number	% of total Equity / Voting Share Capital			

Direct Acquisition	Share Purchase Agreement*	27,488 Equity Shares	54.98%	197.91	Cash	Regulations 3(1) & 4 of SEBI (SAST) Regulations, 2011
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**As per SPA, the proposed acquisition of Equity shares will be consummated either through market purchase or off market after completion of twenty-one working days from the date of DPS.*

Upon completion of the Offer, the promoters shall not hold any management control, nor do they hold any Equity Shares of the Target Company, and shall cease to be promoters of the Target Company and the Acquirer shall be the new promoter of the Target Company, subject to compliance specified in Regulation 31A of the SEBI (LODR) Regulation 2015.

3. DETAILS OF ACQUIRER / PACs

Details		Acquirer	Total
Name of Acquirer / PAC		Vishal Thakkar	
Address		Room No.4, Tulsidas Kunverji Sanatorium Trust, Ghatkopar West, Maharashtra, India	
Name(s) of persons in control/promoters of Acquirer / PAC		Not Applicable	-
Name of the Group, if any, to which the Acquirer / PAC belong to		The Acquirer do not belong to any Group	-
Pre transaction shareholding	Number	Nil	Nil
	% of Total Equity/ Voting Share Capital	Nil	Nil

Proposed shareholding after the acquisition of shares which triggered the Open Offer	Number	27,488	27,488
	% of Total Equity/ Voting Share Capital	54.98%	54.98%
Any other interest in the Target Company		Acquirer presently does not have any interest in the Target Company	

4. DETAILS OF SELLING SHAREHOLDERS

Sr. No.	Name of Selling Shareholder	Part of Promoter/ Promoter Group (Yes/No)	Details of Shares/ Voting Rights held by the Selling Shareholder			
			Pre-Transaction	%	Post Transaction	%
1.	Hariprasad Nevatia	Yes	12,882	25.76	Nil	Nil
2.	Vandana Nevatia	Yes	6,438	12.88	Nil	Nil
3.	Kusum Nevatia	Yes	6,412	12.82	Nil	Nil
4.	Sudha Nevatia	Yes	696	1.39	Nil	Nil
5.	Mridula Nevatia	Yes	640	1.28	Nil	Nil
6.	Harsh Nevatia	Yes	390	0.76	Nil	Nil
7.	Sudhir Nevatia	Yes	30	0.06	Nil	Nil
Total			27,488	54.98	Nil	Nil

5. TARGET COMPANY

Name:	The Indian Link Chain Manufacturers Limited*
CIN:	L28920MH1956PLC009882
ISIN	INE359D01016
Exchange Listed	The equity shares of the Target Company are listed on the BSE Limited (BSE) (Security ID: INLCM; Scrip Code: 504746)
Registered Office:	59, Sonawala Building, 2 nd Floor, Mumbai Samachar Marg Fort, Mumbai-400023, Maharashtra, India.
Tel. No.:	022-22661013, 22665519, 22661013, 22660749
Email id:	inlinch@hotmail.com

**As per Certificate of Incorporation dated October 31, 1956.*

6. OTHER DETAILS

- 6.1. Further details of the Offer, including the reasons and background to the Offer, information on the Offer Price, details of the Underlying Transaction, information on the Acquirer and the Target Company, and statutory approvals, if any, shall be made available in the DPS, which shall be published not later than 5 working days from the date of this Public Announcement, in accordance with Regulation 13(4) of the SEBI (SAST) Regulations.
- 6.2. The Acquirer accepts full responsibility for the information contained in this Public Announcement. The Acquirer undertakes that he is aware of and will comply with his obligations under the SEBI (SAST) Regulations. The Acquirer has confirmed that he has adequate financial resources to meet the obligations under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations.
- 6.3. The Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19 of the SEBI (SAST) Regulations.
- 6.4. This Public Announcement is not being issued pursuant to a competing offer under the terms of Regulation 20 of the SEBI (SAST) Regulations.
- 6.5. All information stated in this Public Announcement relating to the Target Company has been obtained from publicly available sources. All the information pertaining to the Sellers contained in this Public Announcement has been obtained from the Sellers and the accuracy thereof related to all has not been independently verified by the Manager to the Open Offer.
- 6.6. This Offer is subject to the terms and conditions mentioned in this Public Announcement, and as will be set out in the DPS and the LoF, that are proposed to be issued for the Open Offer in accordance with the SEBI (SAST) Regulations.

6.7. In this Public Announcement, all references to “INR” / “Rs.” / “₹” are references to Indian Rupees and any discrepancy in any amounts as a result of multiplication or totaling is due to rounding off.

Issued by the Manager to the Open Offer		For and behalf of the Acquirer
	<p>FEDEX SECURITIES PRIVATE LIMITED B7, Jay Chambers, Dayaldas Road, Vile Parle East, Mumbai – 400057, Maharashtra, India; Tel. No.: +91 81049 85249; Email: mb@fedsec.in ; Website: www.fedsec.in Contact Person: Saipan Sanghvi SEBI Registration Number: INM000010163</p>	<p>Sd/- Vishal Thakkar Acquirer</p>

Place: Mumbai

Date: December 03, 2022