PRE-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THERETO, AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT ("DPS") AND DRAFT LETTER OF OFFER ("DLOF") WITH RESPECT TO THE OPEN OFFER, FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF:

# HINDUSTAN AGRIGENETICS LIMITED

**Having its Registered Office:** C-1/5, Second Floor, Safdurjung Development Area, New Delhi – 110016.

(shifted from 806, Meghdoot, 94 Nehru Place, New Delhi 110019 pursuant to a resolution passed at the Board Meeting of the Target Company held on January 17, 2025)

**Website:** www.hindustanagrigenetics.co.in; **Email Id:** hindustanagrigenetics@gmail.com; **Corporate Identification Number (CIN): L01119DL1990PLC040979**

**OPEN OFFER FOR ACQUISITION OF UP TO 11,44,052 (ELEVEN LAKH FORTY FOUR THOUSAND AND FIFTY TWO) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF INR 10/- (INDIAN RUPEE TEN) EACH ("OFFER SHARES"), REPRESENTING 26% (TWENTY SIX PER CENT) OF THE VOTING SHARE CAPITAL OF HINDUSTAN AGRIGENETICS LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY RAJENDRA NANIWADEKAR ("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, AS AMENDED ("OPEN OFFER" OR "OFFER").**

This pre-offer advertisement and corrigendum to the DPS and DLOF ("**Pre-Offer Advertisement-cum-Corrigendum**") is being issued by Bajaj Capital Securities Limited (formerly known as Bajaj Capital Holdings Limited), the manager to the Open Offer ("**Manager to the Offer**"), for and on behalf of the Acquirer in respect of the Offer to the Public Shareholders of the Target Company to acquire up to 11,44,052 (Eleven Lakh Forty Four Thousand and Fifty Two) fully paid up equity shares of face value of INR 10/- (Indian Rupee Ten) each, representing 26% (Twenty Six Percent) of the Voting Share Capital, pursuant to and in compliance with Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**SEBI (SAST) Regulations**" and any reference to a particular "**Regulation**" in this Pre-Offer Advertisement-cum-Corrigendum shall mean the particular regulation of the SEBI (SAST) Regulations). The detailed public statement, in relation to the Open Offer was published on behalf of the Acquirer in Financial Express (English daily – All India Edition), Jansatta (Hindi All Edition) and Navshakti (Marathi) (Mumbai Edition), on January 20, 2025. There are no persons acting in concert with the Acquirer for the purposes of the Open Offer.

This Pre-Offer Advertisement-cum-Corrigendum should be read in continuation of, and in conjunction with: (a) the Public Announcement dated January 13, 2025 ("**PA**"), (b) the DPS dated January 20, 2025, (c) the Letter of Offer dated August 25, 2025 ("**LoF**"). This Pre-Offer Advertisement-cum-Corrigendum is being published in all the newspapers in which the DPS was published.

For the purposes of this Pre-Offer Advertisement-cum-Corrigendum, the following terms would have the meaning assigned to them herein below:

(a) "**Equity Shares**" or "**Shares**" means the fully paid-up equity shares of the Target Company of face value of ₹ 10/- (Indian Rupees Ten) each.

(b) "**Identified Date**" means the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period i.e. August 21, 2025, Thursday for the purpose of determining the Shareholders to whom the Letter of Offer ('LOF') in relation to this Offer shall be sent.

(c) "**Tendering Period**" means Meaning as ascribed to it under the SEBI (SAST) Regulations which is the period within which shareholders may tender their shares in acceptance of this open offer i.e., from September 08, 2025, Monday to September 19, 2025, Friday; and

(d) "**Working Day(s)**" has the meaning ascribed to it in the SEBI (SAST) Regulations.

Capitalized terms used but not defined in this Pre-Offer Advertisement-cum-Corrigendum have the meanings assigned to such capitalized terms in the PA, DPS and/or LoF, as the context may require.

1. **Offer Price**: The offer price is INR 54/- (Indian Rupees Fifty-Four) per Equity Share ("**Offer Price**") payable in cash. There is no revision to the Offer Price. For further details relating to the Offer Price, please refer to Paragraph no. 6 (*Offer Price and Financial Arrangements*) of the LoF on Page no. 20.

   **Recommendation of the Committee of Independent Directors:** The Committee of Independent Directors ("**IDC**") of the Target Company published its recommendation on the Open Offer on Friday, August 29, 2025, in the same newspapers in which the DPS was published. The IDC is of the view that the Open Offer made to the public shareholders at an Offer Price of INR 54/- (Indian Rupees Fifty-Four) per equity share is fair and reasonable, and in accordance with the SEBI (SAST) Regulations. However, the shareholders shall independently evaluate the Open Offer and take an informed decision in their best interest.

2. **Other details of the Offer:**

   (a) The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. There was no competing offer to the Offer and the last date for making such competing offer has expired. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

   (b) The Offer is a mandatory offer being made by the Acquirer under Regulations 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.

   The dispatch of the LoF to all the Public Shareholders of the Target Company holding Equity Shares as on the Identified Date (Thursday, 21st August 2025) has been completed (through electronic mail or physical mode) by Friday, 29th August 2025. It is clarified that all the Public Shareholders (including those who have acquired the 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 LoF) are eligible to participate in this Offer at any time on or prior to the completion of the Tendering Period. The LoF (which includes the Form of Acceptance-cum-Acknowledgment is also available on SEBI's website (www.sebi.gov.in) from which the Public Shareholders can download / print a copy in order to tender their Equity Shares in the Open Offer.

   (c) Accidental omission to dispatch the LoF to any person to whom the Offer is made or the non-receipt or delayed receipt of the LoF by any such person will not invalidate the Offer in any way.

   **(d) Tendering in case of Non-Receipt of LoF**:

   In case of non-receipt of the LoF along with Form of Acceptance-cum-Acknowledgment, such Public Shareholders of the Target Company may download the same from the respective websites of SEBI (www.sebi.gov.in), Registrar to the Offer (www.kfintech.com), the Stock Exchange (www.bseindia.com) or the Manager to the Offer (www.bajajcapitalsec.com). Such Public Shareholders of the Target Company may also obtain copy of the LoF along with Form of Acceptance-cum-Acknowledgment from the Registrar to the Offer on providing suitable documentary evidence of holding the Equity Shares of the Target Company. Alternatively, in case of non-receipt of the LoF, the Public Shareholders holding the Equity Shares may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating name, address, number of Equity Shares held, number of Equity Shares tendered, and (in case of shares in physical form) distinctive numbers and folio numbers, and (in case of shares in dematerialized form), client ID number, DP name, DP ID number and beneficiary account number, and other relevant documents as mentioned in LoF and confirming their consent to participate in this Offer on the terms and conditions of this Offer as set out in the Public Announcement, the DPS and the LoF to be issued. Any such applications must be sent to the Registrar to the Offer, so as to reach the Registrar to the Offer during business hours on or before 5 p.m. on the date of closure of the Tendering Period of this Offer.

3. Public Shareholders are requested to refer to Paragraph no. 8 (*Procedure for Acceptance and Settlement of the Open Offer*) of the LoF on Page no. 24 in relation to *inter alia* the procedure for tendering their Equity Shares in the Open Offer and are also required to adhere to and follow the procedure outlined therein. A summary of the procedure for tendering the Equity Shares in the Offer is as below:

   (a) In case of Equity Shares held in dematerialised form: Public Shareholders who intend to tender their Equity Shares in the Open Offer have to ensure that their Equity Shares are credited in the Open Offer Escrow Demat Account, before the closure of the Tendering Period. Public Shareholders holding Equity Shares in demat mode are not required to fill any Form of acceptance-cum-Acknowledgement. Further, please refer to [Paragraph no. 8 (*Procedure for Acceptance and Settlement of the Open Offer*)] of the LoF for the procedure for tendering to be followed by Public Shareholders holding Equity Shares in dematerialized form.

   (b) In case of Equity Shares held in physical form: Public Shareholders who are holding Equity Shares in physical form and intend to participate in the Offer will be required to submit to the registered office of the Registrar, Form of Acceptance-cum-Acknowledgement duly completed and signed in accordance with the instructions contained therein along with the complete set of documents for verification procedures to be carried out including: (i) original share certificate(s); (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Target Company; (iii) self-attested copy of the shareholder's PAN Card; and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. Further, please refer to paragraph 8 (*Procedure for Acceptance and Settlement of the Open Offer*) of the LoF for the procedure for tendering to be followed by Public Shareholders holding Equity Shares in physical form.

4. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on Monday, January 27, 2025. SEBI *vide* their observation letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR2/P/OW/2025/0000022351/1 dated August 19, 2025 (**"SEBI Observation Letter"**), issued its observations on the DLOF. The observations specified in the SEBI Observation Letter have been incorporated in the LoF. This Pre-Offer Advertisement-cum-Corrigendum also serves as a corrigendum to the DPS and DLOF and as required in terms of the SEBI Observation Letter, reflects the changes made in the LoF as compared to the DPS and DLOF.

5. **All material changes since the date of the DPS and observation specified in the SEBI Observation Letter have been incorporated in the Letter of Offer or have been disclosed below for reference. The Public Shareholders are requested to note the following key changes to the DPS and DLOF relation to the Open Offer:**

   (i) Paragraph no. 1 (*Definitions*): Definition of Persons Acting in Concert ("PAC") is included as per Regulation 2(1)(q)(1) of SEBI (SAST) Regulations and Promoter and Promoter Group to include the names of all the members of the Promoter and Promoter Group

   (ii) Paragraph 3.1.2 (*Background of the offer*) on page 9 of the LoF has been updated as follows:

   The Acquirer as on date of this LOF, holds 10,60,496 equity shares, being 24.10% of the total paid-up equity share capital of the Target Company. The Acquirer has entered into a Share Purchase Agreement **('SPA')** dated January 13, 2025 with Pritam Kapur **('Selling Promoter Shareholder')** for acquisition of 44,000 (Forty Four Thousand Only) Equity Shares representing 1% of the paid up equity share capital of the Target Company of face value of ₹ 10/- (Indian Rupees Ten Only) at a price of ₹ 50/- (Rupees Fifty Only) per Equity Share of the Target Company aggregating to ₹ 22,00,000/- (Rupees Twenty Two lakhs Only) to be paid in cash, resulted into increase in the aggregate shareholding of the Acquirer to 11,04,496 equity shares constituting 25.10% of the total paid up Voting Equity Share Capital of the Target Company thereby triggering the requirement to make an open offer in terms of Regulation 3(1) of SEBI (SAST) Regulations.

   (iii) Paragraph 3.1.10 (*Background of the offer*) on page 10 of the LoF has been updated as follows:

   The Selling Promoter Shareholder has irrevocably agreed to handover the management control of the Target Company in favour of the Acquirer, subject to the receipt of all the necessary approvals and the Acquirer completing all the Offer formalities. The Selling Promoter Shareholder shall continue to be Promoter of the Target Company until the completion of the Open Offer formalities and smooth handing over of the control and management of the Target Company to the Acquirer, post which, the Selling Promoter Shareholder shall ceased to be a Promoter and shall be re-classified as a non – promoter and included in the Public Category of Equity Shareholders of the Target Company. Further, the other Promoter, SVR Rao and thirteen members of the Promoter Group shall also be re-classified as non – promoters and included in the Public Category of Equity Shareholders of the Target Company who have confirmed their interest and intention for re-classification subject to Regulation 31A (10) of SEBI (LODR) Regulations and the satisfaction of the conditions prescribed therein. However, the members of Promoter Group who have not confirmed their intention to reclassify in "Public Category" namely, Manju Maddali, Murali Krishna, Umasundari Annadata, Arunthati, Sanjay Saha, Surekha, Sumati and Iravati shall be disclosed as part of 'Promoter Group Category' till they are reclassified as 'Public Category'.

   (iv) Paragraph 3.2.2 (*Details of the proposed offer*) on page 11 of the LoF has been updated as follows:

   The Acquirer as on date of this LOF, holds 10,60,496 equity shares, being 24.10 % of the total paid-up Voting Equity Share Capital of the Target Company. The Acquirer has entered into a Share Purchase Agreement ("SPA") on January 13, 2025, with the Selling Promoter Shareholder, by which the Acquirer has agreed to purchase 44,000 (Forty-Four Thousand Only) ("Sale Shares") of the Target Company of face value ₹ 10/- each, which constitutes 1% of the issued, subscribed and paid-up voting equity share capital. Post this acquisition, the Acquirer shall hold 11,04,496 equity shares constituting 25.10% of the total paid up Voting Equity Share Capital of the Target Company triggering the requirement to make an open offer in terms of Regulation 3(1) of SEBI (SAST) Regulations.

   (v) Paragraph 3.2.5 (*Details of the proposed offer*) on page no. 11 of the LOF has been detailed as per Regulation 23(1) of the SEBI (SAST) Regulations as follows:

   There are no conditions stipulated in the SPA, the meeting of which would be outside the reasonable control of the Acquirer and in view of which the Open Offer might be withdrawn under Regulation 23(1) of the SEBI (SAST) Regulations which that lays down the circumstances under which the open offer shall not be withdrawn except under any of the following circumstances, -

   (a) statutory approvals required for the open offer or for effecting the acquisitions attracting the obligation to make an open offer under these regulations having been finally refused, subject to such requirements for approval having been specifically disclosed in the detailed public statement and the letter of offer.

   (b) the acquirer, being a natural person, has died.

   (c) any condition stipulated in the agreement for acquisition attracting the obligation to make the open offer is not met for reasons outside the reasonable control of the acquirer, and such agreement is rescinded, subject to such conditions having been specifically disclosed in the detailed public statement and the letter of offer; or

   (d) such circumstances as in the opinion of the Board, merit withdrawal.

   (vi) Paragraph 3.2.6 (*Details of the proposed offer*) on page no.11 of LOF has been updated as follows:

   As on date, there are no statutory approvals required for the Offer. If, however, any statutory or other approval becomes applicable prior to the completion of the Offer, the Offer would also be subject to such statutory or other approval(s) and the Acquirer will make necessary applications of such approvals.

   (vii) Paragraph 3.3.1 (*Object of the Acquisition/Offer*) on page 12 of the LoF has been updated as follows:

   The Acquirer, as on date of this LOF, holds 10,60,496 equity shares, being 24.10 % of the total paid-up equity share capital of the Target Company. He has entered into an SPA dated January 13, 2025, with Mr Pritam Kapur, one of the main promoters and the Selling Promoter Shareholder in this transaction, to acquire his 1% stake and take control of the Target Company. Post the completion of this transaction, the Acquirer will hold 11,04,496 equity shares constituting 25.10% of the total paid up Voting Equity Share Capital of the Target Company. Post the Open Offer, assuming full acceptance, the Acquirer shall hold 22,48,548 equity shares constituting 51.10% of the Voting Equity Share Capital of the Target Company.

   (viii) Paragraph 4.9 (*Background of the Acquirer*) on page 13 of the LoF has been updated as follows:

   The Acquirer is the Promoter and Managing Director of iPower Solutions India Limited. Other than this, the Acquirer is not a director in any other Company.

   The Target Company had proposed a preferential allotment of 10,00,000 Convertible Warrants to iPower Solutions India Limited duly approved by the shareholders at its Annual General Meeting held on September 24, 2024. The proposed allotment also received the in – principal approval from BSE on November 6, 2024, for the same. However, the allotment did not take place due to the Target Company's failure to complete the compliance requirement of opening an escrow account within fifteen days of receiving the in – principal approval. The same was noted and taken on record by the Board of the Target Company at its meeting held on January 17, 2025

   (ix) Paragraph 4.10 (*Background of the Acquirer*) on page 13 of the LoF has been updated as follows:

   The Acquirer has not acquired any equity shares of the Target Company from the date of PA till the date of this DLOF. However, 3,300 equity shares held by Chandni Kapur, member of the Promoter group of the Target Company which were agreed to be acquired and paid for by the Acquirer prior to the date of the PA, were transferred to the Acquirer only on March 13, 2025 .

   (x) Paragraph 5.11 and its note (Background of the Target Company) on page 18 of the LoF has been updated as follows:

   Pre and Post Offer shareholding pattern of the Target Company as on the date of LoF is as follows:

| Sr. No. | Shareholder Category | Shareholding & voting rights prior to the Agreement/ acquisition and Offer (A) | | Shares/ voting rights agreed to be acquired which triggered off the Regulations (B) | | Shares/ voting rights to be acquired in the Open Offer (assuming full acceptance) (C) | | Shareholding/ voting rights after the acquisition and Offer i.e. (A+B+C) | |
|---|---|---|---|---|---|---|---|---|---|
| | | No. | % | No. | % | No. | % | No. | % |
| 1. | **i. Promoter** | | | | | | | | |
| | a. Pritam Kapur* | 88,000 | 2.00 | (44,000) | (1.00) | -- | -- | 44,000 | 1.00 |
| | b. S V R Rao* | 2,684 | 0.060 | -- | -- | -- | -- | 2,684 | 0.060 |
| | **Total i (a+b)** | **90,684** | **2.060** | **(44,000)** | **(1.00)** | **--** | **--** | **46,684** | **1.06** |
| | **ii. Promoter Group** | | | | | | | | |
| | Prakash Kapur* | 600 | 0.014 | -- | -- | -- | -- | 600 | 0.014 |
| | Archana Kapur* | 0 | 0.000 | -- | -- | -- | -- | 0 | 0.000 |
| | Priti Kapur* | 0 | 0.000 | -- | -- | -- | -- | 0 | 0.000 |
| | Radhika Kapur* | 0 | 0.000 | -- | -- | -- | -- | 0 | 0.000 |
| | Chandni Kapur* | 0 | 0.000 | -- | -- | -- | -- | 0 | 0.000 |
| | S Prasuna* | 3,361 | 0.076 | -- | -- | -- | -- | 3,361 | 0.076 |
| | Ambika Kapur* | 50,000 | 1.136 | -- | -- | -- | -- | 50,000 | 1.136 |
| | S Srikant* | 4,900 | 0.111 | -- | -- | -- | -- | 4,900 | 0.111 |
| | Arunthati | 1,000 | 0.023 | -- | -- | -- | -- | 1,000 | 0.023 |
| | Arvind Khanderao Deshmukh** | 800 | 0.018 | -- | -- | -- | -- | 800 | 0.018 |
| | Banibrata Pandey* | 7,400 | 0.168 | -- | -- | -- | -- | 7,400 | 0.168 |
| | Iravati | 1,000 | 0.023 | -- | -- | -- | -- | 1,000 | 0.023 |
| | Manju Maddali | 1,100 | 0.025 | -- | -- | -- | -- | 1,100 | 0.025 |
| | Murali Krishna | 1,600 | 0.036 | -- | -- | -- | -- | 1,600 | 0.036 |
| | Radhika Srikantam* | 2,500 | 0.057 | -- | -- | -- | -- | 2,500 | 0.057 |
| | Ranjit Rai Khullar** | 900 | 0.020 | -- | -- | -- | -- | 900 | 0.020 |
| | S Lalita** | 2,500 | 0.057 | -- | -- | -- | -- | 2,500 | 0.057 |
| | Sanjay Saha | 2,000 | 0.045 | -- | -- | -- | -- | 2,000 | 0.045 |
| | Sudipta Pandey* | 4,000 | 0.091 | | | | | 4,000 | 0.091 |
| | Sumant Kapur* | 1,64,671 | 3.742 | -- | -- | -- | -- | 1,64,671 | 3.742 |
| | Sumati | 200 | 0.005 | -- | -- | -- | -- | 200 | 0.005 |
| | Sureka | 100 | 0.002 | -- | -- | -- | -- | 100 | 0.002 |
| | Surendranath Gadi* | 300 | 0.007 | -- | -- | -- | -- | 300 | 0.007 |
| | Umasundari Annadata | 2,500 | 0.057 | -- | -- | -- | -- | 2,500 | 0.057 |
| | **Total of (ii)** | **2,51,432** | **5.714** | | | | | **2,51,432** | **5.714** |
| | **Total 1 (i+ii)** | **3,42,116** | **7.78** | **(44,000)** | **(1.00)** | | | **2,98,116** | **6.78** |
| **2.** | **Acquirer** | | | | | | | | |
| | Mr. Rajendra Naniwadekar | 10,60,496 | 24.10 | 44,000 | 1.00 | 11,44,052 | 26.00 | 22,48,548 | 51.10 |
| | **Total 2** | **10,60,496** | **24.10** | **44,000** | **1.00** | **11,44,052** | **26.00** | **22,48,548** | **51.10** |
| 3. | Parties to the agreement other than 1(a) & 2 | -- | -- | -- | -- | -- | -- | -- | -- |
| **4.** | **Public (other than parties to agreement, acquirers & PACs)** | | | | | | | | |
| | a. FIs / MFs / FIIs / Banks, SFIs | 4,37,600 | 9.94 | - | - | (11,44,052) | (26.00) | 18,53,536 | 42.12 |
| | b. Others | 25,59,988 | 58.18 | - | - | | | | |
| | **Total (4)(a+b)** | **29,97,588** | **68.12** | **-** | **-** | | | 18,53,536 | 42.12 |
| | **Total (1+2+3+4)** | **44,00,200** | **100.00** | **-** | **-** | **(11,44,052)** | **(26.00)** | **44,00,200** | **100.00** |

** Both the Promoters have confirmed their intention to be reclassified into the public category post the completion of the Open Offer.*

*Thirteen members of the Promoters Group have confirmed their intention to be reclassified into the public category post the completion of the Open Offer. They hold 2,37,732 equity shares of the Target Company constituting 6.40% of the voting equity share capital of the Target Company.*

*Eight members of the Promoter Group who have not confirmed their intention of re-classification shall continue to be part of the Promoter Group of the Target Company. Together they hold 9.500 equity shares constituting 0.216% of the voting equity share capital of the Target Company. However, the Target Company is in the process of establishing contact with them and their re-classification shall be in accordance with Regulation 31A of the SEBI LODR Regulations.*

***Deceased members of the Promoter Group*

There are 7,660 (Seven Thousand Six Hundred and Sixty) Public Shareholders as per the Identified date i.e., August 21, 2025. The Promoters of the Company have not pledged the shares of the Target Company

(xi) The sale and purchase of shares by Acquirer were done while being categorized as a public shareholder in the shareholding pattern filed by the Target Company with BSE. Please refer 6.1.5 on page no. 20 for the Acquirer built up in the Target Company

**6. Details regarding the status of statutory and other approvals:**

(a) The consummation of the Underlying Transaction and the Open Offer is subject to the receipt of the Required Statutory Approvals which have been received.

(b) As on the date of this LOF, there are no statutory or other approvals required for implementing the Offer. If any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.

(c) The Acquirer will have the right to withdraw this Open Offer in accordance with Regulation 23 of the SEBI (SAST) Regulations, in the event that any statutory or regulatory approvals (other than the Requisite Statutory Approvals, that have been obtained) which become applicable and are required to be obtained by the Acquirer prior to completion of the Offer are not received or are refused for any reason.

**7. Revised Schedule of Activities:**

The LoF has been updated to include the revised schedule of activities pertaining to the Offer, which are set out below:

| Sr. No. | Activities | Original Schedule of Activities (as disclosed in the Draft Letter of Offer) (Day and Dates#) | Revised Schedule of Activities (Day and Dates) |
|---|---|---|---|
| 1. | Issue of Public Announcement | Monday, January 13, 2025 | Monday, January 13, 2025 |
| 2. | Publication of the Detailed Public Statement in newspapers | Monday, January 20, 2025 | Monday, January 20, 2025 |
| 3. | Last date of filing of the Draft Letter of Offer with SEBI | Monday, January 27, 2025 | Monday, January 27, 2025 |
| 4. | Last date for public announcement for competing offer(s)** | Monday, February 10, 2025 | Monday, February 10, 2025 |
| 5. | Identified Date* for determining shareholders to whom Letter of Offer shall be sent | Thursday, February 20, 2025 | Thursday, August 21, 2025 |
| 6. | Last date for receipt of SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer) | Monday, February 17, 2025 | Tuesday, August 19, 2025*** |
| 7. | Dispatch of Letter of Offer to the Public Shareholders whose names appear on the register of members on the Identified Date, and to Stock Exchanges and Target Company and Registrar to issue a dispatch completion certificate | Friday, February 28, 2025 | Friday, August 29, 2025 |
| 8. | Last Date by which the committee of the independent directors of the Target Company shall give its recommendation to the Public Shareholders for this Open Offer | Wednesday, March 05, 2025 | Tuesday, September 02, 2025 |
| 9. | Last date for upward revision of the Offer Price / the Offer Size | Wednesday, March 05, 2025 | Wednesday, September 03, 2025 |
| 10. | Date of publication of opening of Open Offer public announcement in the Newspapers in which the Detailed Public Statement has been published | Monday, January 20, 2025 | Thursday, September 04, 2025 |
| 11. | Date of commencement of the Tendering Period ("**Tendering Period Opening Date**") | Friday, March 07, 2025 | Monday, September 08, 2025 |
| 12. | Date of closure of the Tendering Period ("**Tendering Period Closing Date**") | Friday, March 21, 2025 | Friday, September 19, 2025 |
| 13. | Last date of communicating the rejection/ acceptance and completion of payment of consideration or return of Equity Shares to the Public Shareholders | Monday, April 07, 2025 | Monday, October 06, 2025 |
| 14. | Last date for publication of post-Open Offer public announcement in the Newspapers in which the Detailed Public Statement has been published | Wednesday, April 17, 2025 | Monday, October 13, 2025 |

\# The original timelines were indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and were subject to receipt of relevant approvals from various statutory/regulatory authorities.

* The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all Public Shareholders are eligible to participate in the Offer any time during the Tendering Period.

** There was no competing offer to the Acquirer's Offer.

*** Actual date of receipt of SEBI Observation Letter dated August 19, 2025.

*Note:*

*a. The dispatch of the LoF has been completed on Friday 29 August 2025 day,*

*b. Where last dates are mentioned for certain activities, such activities may happen on or before the respective last dates.*

**8. Other Information:**

(a) The Acquirer accepts full responsibility for the information contained in this Pre-Offer Advertisement – cum – Corrigendum (other than such information as has been obtained from public sources or provided or relating to and confirmed by the Target Company and/or the Selling Promoter Shareholder), and undertakes that he is aware of and will comply with his obligations under the SEBI (SAST) Regulations in respect of this Offer. The Acquirer will be responsible for ensuring compliance with the applicable SEBI (SAST) Regulations.

(b) All references to "Rs." or "INR" are references to the Indian Rupees.

This Pre-Offer Advertisement-cum-Corrigendum is expected to be available on the SEBI website at www.sebi.gov.in.

**Issued on behalf of the Acquirer by the Manager to the Offer:**

| Manager to the Offer | Registrar to the Offer |
|---|---|
| BAJAJ CAPITAL | KFINTECH |
| **Bajaj Capital Securities Limited**<br>(formerly Bajaj Capital Holdings Limited)<br>Mezzanine Floor 97,<br>Bajaj House, Nehru Place,<br>New Delhi – 110019, India<br>**Contact Person:** G.Akila<br>**Tel:** +91 11 67000000,<br>**E-mail:** info@bajajcapitalsec.com<br>**Website:** www.bajajcapitalsec.com<br>**SEBI Registration Number:**<br>INM000013208 | **Kfin Technologies Limited**<br>**Selenium Building**, Tower-B,<br>Plot No-31-32,<br>Financial District, Nanakramguda,<br>Serilingampally, Hyderabad-500032<br>**Contact Person:** M Murali Krishna<br>**Tel:** +91 40 6716 2222<br>**E-mail:** hal.openoffer@kfintech.com<br>**Website:** einward.ris@kfintech.com<br>**SEBI Registration Number:**<br>INR000000221 |

**Place**: **Hyderabad**
**Date**: **September 01, 2025**