



**MARK**  
CORPORATE ADVISORS

November 24, 2022

MCAPL: MUM: 2022-23: 0136

To,  
The Listing Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001

Dear Sir/Madam,

**Sub : Submission of Public Announcement**

**Ref : Open Offer to the Public Shareholders of Shree Global Tradefin Limited (“SGTL”/“Target Company”)**

Mr. Ravi Agarwal (“Acquirer 1”) and Aristo Realty Developers Limited (“Acquirer 2”) (hereinafter collectively referred to as “Acquirers”) have announced the Open Offer to acquire up to 33,07,53,000 Equity Shares of face value of ₹1 each fully paid-up at a price of ₹5.20 per equity share representing 26.00% of the Voting Share Capital of the Target Company aggregating to a total consideration of ₹171,99,15,600 payable in cash.

The Open Offer is being made pursuant to and in compliance with Regulations 3(1), 5(1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and subsequent amendments thereto [“SEBI (SAST) Regulations, 2011”].

Accordingly, in terms of Regulation 13 read with Regulation 14 of SEBI (SAST) Regulations, 2011, We, Mark Corporate Advisors Private Limited, Manager to the Offer, are submitting herewith the soft copy of the Public Announcement through email.

Kindly take the above information on your records and disseminate the Public Announcement on the website of BSE Limited.

For Mark Corporate Advisors Private Limited



**Manish Gaur**  
Asst. Vice President

Encl: As Above.

**MARK** CORPORATE ADVISORS PVT. LTD.

CIN No : U67190MH2008PTC181996

GSTIN/UIN : 27AAFCM5379J1ZY

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**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF SHREE GLOBAL TRADEFIN LIMITED UNDER REGULATIONS 3(1), 4 AND 5(1) READ WITH REGULATIONS 13(1) AND 15(1) OF THE 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 33,07,53,000 fully paid-up equity shares of face value of ₹1 each ("Equity Shares") of Shree Global Tradefin Limited ("Target Company") representing 26.00% of the Voting Share Capital (as defined below), from the Equity Shareholders (as defined below) of the Target Company by Mr. Ravi Agarwal ("Acquirer 1") and Aristo Realty Developers Limited ("Acquirer 2") (hereinafter collectively referred to as "Acquirers"). There are no persons acting in concert ("PACs") with the Acquirers for this Open Offer.

This Public Announcement ("PA") is being issued by Mark Corporate Advisors Private Limited, the manager to the Open Offer (the "Manager to the Offer") for and on behalf of the Acquirers to the Public Shareholders (as defined below), pursuant to and in compliance with Regulations 3(1), 4 and 5(1) and other applicable regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011").

For the purposes of this Public Announcement, the following terms shall have the meanings assigned to them below:

- (a) "Public Shareholders" shall mean all the equity shareholders of the Target Company excluding the Acquirers and Promoters of the Target Company;
- (b) "Voting Share Capital" means the total equity share capital of the Target Company on a fully diluted basis expected as of the 10<sup>th</sup> working day from the closure of the Tendering Period for the Open Offer;
- (c) "Tendering Period" has the meaning given to it under SEBI (SAST) Regulations, 2011;
- (d) "Working Day" means any working day of the Securities and Exchange Board of India ("SEBI").

**1. Offer details**

- 1.1. **Offer Size:** The Acquirers hereby make this Open Offer to the Public Shareholders to acquire up to 33,07,53,000 Equity Shares ("Offer Shares"), representing 26.00% of the Voting Share Capital, at a price of ₹5.20 per Offer Share aggregating to a total consideration of ₹171,99,15,600 (assuming full acceptance) ("Offer Size"), subject to the terms and conditions mentioned in this Public Announcement, the Detailed Public Statement ("DPS") and the Letter of Offer ("LoF") to be issued for the Open Offer in accordance with the SEBI (SAST) Regulations, 2011.
- 1.2. **Offer Price / Consideration:** The Equity Shares are frequently traded in terms of the SEBI (SAST) Regulations, 2011. The Open Offer is being made at a price of ₹5.20 per Offer Share ("Offer Price"), which is determined in accordance with Regulation 8 of the SEBI (SAST) Regulations, 2011. Assuming full acceptance of the Open Offer, the total consideration payable by the Acquirers under the Open Offer will be ₹171,99,15,600.
- 1.3. **Mode of Payment (cash/security):** The Offer Price is payable in cash by the Acquirers in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
- 1.4. **Type of Offer (Triggered offer, voluntary offer/ competing offer, etc.):** Triggered Offer. This Open Offer is a mandatory offer made by the Acquirers in compliance with Regulations 3(1), 4 and 5(1) of SEBI (SAST) Regulations, 2011 pursuant to indirect acquisition of further voting rights in the Target Company by Acquirer 1 by way of acquisition of partnership interest in Blossom Trade & Interchange LLP and Teamwork Properties Developments LLP. This Open Offer is not subject to any minimum level of acceptance.

**2. Transaction which has triggered the Open Offer obligations (the "Underlying Transaction")**

- 2.1. This Open Offer is being made under Regulations 3(1), 4 and 5(1) of SEBI (SAST) Regulations, 2011, pursuant to the following transactions collectively:



- (i) Indirect acquisition of further voting rights in the Target Company by Acquirer 1 pursuant to acquisition of 33.33% partnership interest in Blossom Trade & Interchange LLP (existing member of Promoter/Promoter Group of the Target Company) vide LLP agreement dated November 24, 2022.
- (ii) Indirect acquisition of further voting rights in the Target Company by Acquirer 1 pursuant to acquisition of 12.70% partnership interest in Teamwork Properities Developments LLP (existing member of Promoter/Promoter Group of the Target Company) vide LLP agreement dated November 24, 2022.

A tabular summary of the Underlying Transactions is set below:

Type of transaction (Direct/ Indirect)	Mode of transaction (Agreement/ Allotment/ market purchase)	Equity Shares/voting rights acquired/ proposed to be acquired		Total consideration for Equity Shares/voting rights acquired (Rupees in Crores)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis-à-vis total Voting Share Capital			
Indirect acquisition	Indirect acquisition of further voting rights in the Target Company by Acquirer 1 pursuant to the LLP Agreements dated November 24, 2022 with Blossom Trade & Interchange LLP and Teamwork Properities Developments LLP	Rights and 33.33% partnership interest in Blossom Trade & Interchange LLP (which is holding 38,39,04,000 Equity Shares representing to 30.18% of the Voting Share Capital of the Target Company) and 12.70% partnership interest in Teamwork Properities Developments LLP (which is holding 38,65,55,000 Equity Shares representing to 30.39% of the Voting Share Capital in the Target Company) by Acquirer 1		Not applicable as this is an indirect acquisition.	Not applicable as this is an indirect acquisition.	Regulation 3(1), 4 and 5(1) of the SEBI (SAST) Regulations, 2011

### 3. Details of the Acquirers/PACs

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirers	Mr. Ravi Agarwal	Aristo Realty Developers Limited	-
Address	Flat No-2701, 26 <sup>th</sup> Floor, Pearl Residency Building, 956, Sayani Road, Prabhadevi, Mumbai-400025	A2, 2 <sup>nd</sup> Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel, Mumbai-400013	-
Name(s) of persons in control/promoters of Acquirers	Not Applicable	1) Ravi Babulal Agarwal 2) Reliable Trade & Realty Developers Private Limited 3) Pooja Ravi Agarwal 4) Cheerful Trade & Realty Developers Private Limited 5) Babhari Properties Private Limited 6) Aeon Trading LLP	-
Name of the Group, if any, to which the Acquirers belong to	None	None	-



Details	Acquirer 1	Acquirer 2	Total
Pre transaction shareholding			
• No. of Equity Shares	7,27,84,740	4,36,79,900*	11,64,64,640*
• % of total share capital	5.72%	3.43%	9.15%
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming no Equity Shares are tendered in the Open Offer)			
• No. of Equity Shares	7,27,84,740	4,36,79,900*	11,64,64,640*
• % of total share capital	5.72%	3.43%	9.15%
Any other interest in the Target Company	None, except for partnership rights in Blossom Trade & Interchange LLP and Teamwork Properties Developments LLP.	-	-

\* Excluding 15,00,000 Equity Shares representing to 0.12% of the Voting Share Capital of the Target Company, which is under dispute as on the date of Public Announcement. The said matter is pending before Hon'ble High Court, Mumbai and the outcome of the same is yet to come. For the purpose of calculation of Offer size, the said 15,00,000 Equity Shares have been included in the public category.

**Note:** Mrs. Kiran Agarwal (mother of Acquirer 1) and Ms. Pooja Agarwal (wife of Acquirer 1), are PACs to the Acquirer 1 and holds 2,45,85,000 Equity Shares representing 1.93% of the Voting Share Capital and 2,44,00,000 Equity Shares representing 1.92% of the Voting Share Capital of the Target Company respectively aggregating to 4,89,85,000 Equity Shares representing 3.85% of the Voting Share Capital of the Target Company. None of the PACs mentioned here are either participating or acting in Concert in this Open Offer.

#### 4. Details of Selling Shareholders, if applicable

There are no selling shareholders and hence not applicable. This Open Offer is being made pursuant to the indirect acquisition of further voting rights by Acquirer 1 in the Target Company pursuant to the acquisition of 33.33% partnership interest in Blossom Trade & Interchange LLP and 12.70% partnership interest in Teamwork Properties Developments LLP vide LLP Agreements dated November 24, 2022.

#### 5. Target Company

- 5.1. Name of the Target Company : Shree Global Tradefin Limited
- 5.2. CIN : L27100MH1986PLC041252
- 5.3. ISN : The ISIN of the Equity Shares is INE080I01025
- 5.4. Registered Office : A2, 2<sup>nd</sup> Floor, Madhu Estate, Pandurang Budhkar Marg, Lower Parel, Mumbai-400013.
- 5.5. Exchanges where listed : The Equity Shares are listed on BSE Limited (Scrip Code: 512463 and Symbol: SHRGLTR).

#### 6. Other Details

- 6.1. The DPS to be issued under the SEBI (SAST) Regulations, 2011, shall be published in the newspapers, within 5 Working Days of this Public Announcement as required under Regulation 13(4) and Regulation 14(3) of the SEBI (SAST) Regulations, 2011, i.e., on or before Thursday, December 01, 2022.
- 6.2. This Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- 6.3. This Public announcement is not being issued pursuant to a competing offer in the terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
- 6.4. The Acquirers accept full responsibility for the information contained in this Public Announcement and undertake that they are aware of and will comply with the obligations under the SEBI (SAST) Regulations, 2011. The Acquirers have confirmed that they have adequate financial resources to meet their obligations and



have made firm financial arrangements as per SEBI (SAST) Regulations, 2011 for the purposes of the Open Offer.

6.5. All the Information pertaining to Target Company contained in this Public Announcement has been obtained from publicly available sources and confirmations/information provided by the Target Company and the accuracy thereof have not been independently verified by the Manager to the Open Offer.

6.6. In this Public Announcement, all references to “₹” are references to Indian Rupees.

6.7. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totalling is due to rounding off.

**Issued by the Manager to the Offer**



**Mark Corporate Advisors Private Limited**

**CIN:** U67190MH2008PTC181996

**SEBI Registration No.:** INM000012128

404/1, The Summit Business Bay,

Sant Janabai Road (Service Lane),

Off Western Express Highway,

Vile Parle (East), Mumbai-400 057.

**Contact Person:** Mr. Manish Gaur

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**Email:** [openoffer@markcorporateadvisors.com](mailto:openoffer@markcorporateadvisors.com)

**Website:** [www.markcorporateadvisors.com](http://www.markcorporateadvisors.com)

**For and on behalf of the Acquirers**

**For Aristo Realty Developers Limited**

Sd/-

Ravi Agarwal

Sd/-

Ravi Agarwal  
**Managing Director**

**Place :** Mumbai

**Date :** November 24, 2022

