

ANANDRATHI

Private Wealth, uncomplicated

ANAND RATHI WEALTH LIMITED

Corporate Identity Number (CIN): L67120MH1995PLC086696

Registered Office: Floor No. 10, A Wing, Express Zone, Western Express Highway, Goregaon (E), Mumbai-400 063; Tel. No.: +91-22-6281 7000.

Corporate Office: Floor No. 2 & 3, Block B & C, E Wing, Trade Link, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400 013. Tel. No.: +91-22-69815400/01
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POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF ANAND RATHI WEALTH LIMITED ("COMPANY"/ "ARWL") FOR THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This post-Buyback public announcement ("Post-Buyback Public Announcement") is being made pursuant to Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 including any statutory modifications or re-enactments thereof ("Buyback Regulations").

This Post-Buyback Public Announcement should be read in conjunction with the Public Announcement dated May 21, 2024, published on Wednesday, May 22, 2024 ("Public Announcement") and the Letter of Offer dated June 04, 2024 ("Letter of Offer") issued in connection with the Buyback.

Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement and Letter of Offer.

1. THE BUYBACK

1.1. Anand Rathi Wealth Limited had announced the offer to Buyback up to 3,70,000 (Three Lakhs Seventy Thousand) fully paid-up Equity Shares of face value of ₹5 (Rupees Five Only) each of the Company ("Equity Shares"), representing 0.88% of the total number of Equity Shares in the paid-up Equity Share capital of the Company, from all Eligible shareholders (Equity Shareholders as on Monday, June 03, 2024 ("Record Date")) on a proportionate basis, through the "Tender Offer" route through Stock Exchange Mechanism, at a price of ₹4,450 (Rupees Four Thousand Four Hundred and Fifty only) per Equity Share ("Buyback Price"), payable in cash, for an aggregate maximum amount of ₹164.65 Crores (Rupees One Hundred Sixty Four Crores and Sixty Five Lakhs only) ("Buyback Offer Size") excluding the Transaction Costs, representing 24.14% and 24.69% of the aggregate of the total paid up equity share capital and free reserves of the Company based on the audited standalone financial statements and audited consolidated financial statements of the Company as on March 31, 2024, respectively (being the latest standalone and consolidated audited financial statements available at the Board Meeting recommending the proposal of the Buyback), which is within the statutory limit of 25.00% under the Companies Act, 2013 (the "Act") and Regulation 4(i) of the SEBI Buyback Regulations.

1.2. The Company had adopted the Tender Offer process for the purpose of Buyback. The Buyback was implemented by the Company using the "Mechanism for Acquisition of Shares through Stock Exchange" as specified by SEBI in its circular bearing reference number CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular bearing reference number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, circular bearing reference number SEBI/HO/CFD/DCR/III/CIR/P/2021/615 dated August 13, 2021, circular bearing reference number SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023 and such other circulars as may be applicable, including any further amendments thereof ("SEBI Circulars"). For the purposes of the Buyback, BSE Limited ("BSE") was the designated Stock Exchange.

1.3. The Buyback was opened on Friday, June 07, 2024, and Closed on Thursday, June 13, 2024.

2. DETAILS OF THE BUYBACK

2.1 3,70,000 (Three Lakhs Seventy Thousand) Equity Shares were bought back pursuant to the Buyback, at a price of ₹4,450 (Rupees Four Thousand Four Hundred and Fifty only) per Equity Share.

2.2 The total amount utilized in the Buyback was ₹164.65 Crores (Rupees One Hundred Sixty Four Crores and Sixty Five Lakhs only), excluding Transaction Costs.

2.3 The Registrar to the Buyback i.e., Link Intime India Private Limited ("Registrar"), considered a total of 77,671 valid bids for 49,24,591 Equity Shares in response to the Buyback, which is 13.31 times of the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares available for Buyback	Total Number of Bids received in this Category	Total Equity Shares bid for in this Category	Total valid Bids received in this Category	Total valid Equity Shares received in this Category**	No of times (total valid equity shares received to the total no. of Equity Shares proposed to be bought back)
	(A)		(B)		(C)	(C/A)
Small Shareholders	55,500	75,550	1,70,427	75,550	1,70,093	3.06
General	3,14,500	2,121	47,56,576	2,121	47,54,498	15.12
Not in Master File*	-	270	1,572	-	-	
Total	3,70,000	77,941	49,28,575	77,671	49,24,591	13.31

* 270 bids for 1,572 Equity Shares were not considered since they were not shareholders as on Record Date.

**Excludes excess bid by 100 shareholders for 334 Equity Shares under Reserved Category and 34 shareholders for 2078 Equity Shares under General Category, which were over and above their shareholding as on Record Date hence such equity shares have not been considered for acceptance

2.4 All valid bids were considered for the purpose of acceptance in accordance with the SEBI Buyback Regulations and the terms set out in the Letter of Offer. The communication of acceptance / rejection was dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the Depositories) on Friday, June 21, 2024. In case where email IDs were not registered with the Company or the Depositories, physical letters of acceptance / rejection were dispatched to the Eligible Shareholders by the Registrar and the same was completed on Friday, June 21, 2024.

2.5 The settlement of all valid bids was completed by the Indian Clearing Corporation Limited and NSE Clearing Limited (formerly known as National Securities Clearing Corporation Limited) ("Clearing Corporation") on Thursday, June 20, 2024. The Clearing Corporation has made direct funds pay-out to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/relevant bank(s), due to any reason, then the amount payable to the Eligible Shareholders were/will be transferred to the Shareholder Broker for onward transfer to such Eligible Shareholders.

2.6 Demat Equity Shares accepted under the Buyback were transferred to the Company's demat account on Thursday, June 20, 2024. The unaccepted demat Equity Shares have been returned to respective Eligible Shareholders/lien removed by the Clearing Corporation on Thursday, June 20, 2024. If the Equity Shares transfer instruction is rejected in the depository system, due to any issue then such Equity Shares will be transferred to the Shareholder

Broker depository pool account for onward transfer to such Eligible Shareholders. There were no Physical Shares tendered in the Buyback.

2.7 The extinguishment of 3,70,000 (Three Lakhs Seventy Thousand) Equity Shares accepted under the Buyback is currently under process and shall be completed in accordance with the SEBI Buyback Regulations on or before Monday, July 01, 2024.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company before and after the completion of the Buyback is set forth below:

(₹ in Lakhs)

Particulars	Pre-Buyback	Post Buyback*
Authorised Share Capital:		
5,00,00,000 equity shares of ₹5 each	2,500.00	2,500.00
Total	2,500.00	2,500.00
Issued, Subscribed and Paid-Up Capital:		
4,18,28,297 equity shares of ₹5 each	2,091.41	-
4,14,58,297 equity shares of ₹5 each	-	2,072.91
Total Paid-Up Capital	2,091.41	2,072.91

* Subject to extinguishment of 3,70,000 Equity Shares accepted in the Buyback.

3.2 Details of Eligible Shareholders from whom Equity Shares exceeding 1% (one per cent) of the total Equity Shares bought back have been accepted under the Buyback are as under:

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buy Back	Equity Shares accepted as a % of the total Buyback Equity Shares bought back	Equity Shares accepted as a % of the total post Buyback Equity Share capital of the Company*
1	Anand Rathi Financial Services Limited	63744	17.23	0.154%
2	Anand Rathi	47945	12.96	0.116%
3	Quant Mutual Fund - Quant Small Cap Fund	20060	5.42	0.048%
4	Pradeep Kumar Gupta	14170	3.83	0.034%
5	Priti Pradeep Gupta	8512	2.30	0.021%
6	Supriya Rathi	8454	2.28	0.020%
7	Feroze Azeez (Azeez Family Trust)	7780	2.10	0.019%
8	Feroze Azeez	7017	1.90	0.017%
9	Canara Robeco Mutual Fund A/C Canara Robeco Small Cap Fund	6611	1.79	0.016%
10	SBI Nifty Smallcap 250 Index Fund	5894	1.59	0.014%
11	Pradeep Kumar Gupta HUF	5738	1.55	0.014%
12	Navratan Mal Gupta HUF	5508	1.49	0.013%
13	Jaipur Securities Private Limited	4820	1.30	0.012%
14	Vanguard Total International Stock Index Fund	4162	1.12	0.010%
15	Invesco India Flexi Cap Fund	4046	1.09	0.010%
16	Munix India Pvt	3820	1.03	0.009%
17	Vanguard Emerging Markets Stock Index Fund, A Series Of Vanguard International E	3703	1.00	0.009%

Subject to extinguishment of 3,70,000 Equity Shares.

3.3 The shareholding pattern of the Company before the Buyback (as on the Record Date, i.e., Monday, June 03, 2024) and after the Buyback is provided below:

Particulars	Pre-Buyback		Post Buy Back*	
	Number of Equity Shares	% to the existing Equity Share Capital	Number of Equity Shares	% to the existing Equity Share Capital
Promoter and Promoter Group	2,00,88,981	48.03	1,99,35,765	48.09%
Foreign Investors (including Non-Resident Indians, FIs, FPIs and Foreign Mutual Funds)	21,13,779	5.05		
Financial Institutions/ Banks/ Mutual Funds promoted by Banks/ Institutions and Insurance Companies	35,69,312	8.53	2,15,22,532	51.91%
Other (public, Bodies Corporate etc.)	1,60,56,225	38.39		
Total	4,18,28,297	100.00%	4,14,58,297	100.00%

Subject to extinguishment of 3,70,000 Equity Shares.

4. MANAGER TO THE BUYBACK



Mark Corporate Advisors Private Limited

CIN: U67190MH2008PTC181996

Address: 404/1, L4, The Summit Business Bay, Sant Janabai Road (Service Lane), Off Western Express Highway, Vile Parle (East), Mumbai-400 057.

Contact Person: Mr. Niraj Kothari/Mr. Manish Gaur

Telephone No.: +91 22 2612 3208

Email ID: buyback@markcorporateadvisors.com

Investor Grievance Email ID: investor grievance@markcorporateadvisors.com

SEBI Regn. No.: INM000012128

Website: www.markcorporateadvisors.com

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for all the information contained in this Post-Buyback Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Anand Rathi Wealth Limited

Sd/-
Anand Rathi
Non-Executive -
Non Independent Director
DIN: 00112853

Sd/-
Rakesh Rawal
Executive Director & CEO
DIN: 02839168

Sd/-
Jaee Sarwankar
Company Secretary and
Compliance Officer
Membership No: A38080

Date: June 24, 2024

Place: Mumbai