

LKP FINANCE LIMITED

Registered Office: - 203, Embassy Centre, Nariman Point, Mumbai, Maharashtra - 400021

This Advertisement is being issued by D & A Financial Services (P) Limited (the "**Manager to the Offer**"), for and on behalf of the Acquirer (s), namely, M/s Hindon Mercantile Limited and Mr. Kapil Garg pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, in respect of the open offer to acquire shares of LKP Finance Limited ("**Target Company**"). The Detailed Public Statement ("**DPS**") with respect to the aforementioned offer was published on Wednesday, 04th September, 2024, in Financial Express (English-All Editions), Jansatta (Hindi-All Editions), Lakshadweep (Marathi) Mumbai edition.

1. Offer Price is Rupees 253.10 (Rupees Two Hundred Fifty-Three and paise ten only) per equity share including interest payment of Rs 3.10 (Rupee Three and paise ten only).
2. Committee of Independent Directors (Hereinafter referred to as "**IDCs**") of the Target Company recommends that the open offer price of Rupees 253.10 per fully paid-up equity shares is fair and reasonable based on the following reasons:
 - a. Offer Price is higher than the price as arrived by taking into account valuation parameters as defined under SEBI SAST Regulations, which comes to Rupees 182.54 per share.

The Open Offer by the Acquirer (s) are being made at the highest price amongst the selective criteria and is in line with the Regulations prescribed under the SEBI (SAST) Regulations, and Interest of Rs. 3.10 (Rupees three and paise ten only) per equity share at the rate of 10% (Ten percent) per annum, has been offered by the Acquirers for delay in opening of the offer due to delay in receipt of RBI approval being statutory approval beyond the period as specified in the SEBI SAST Regulations and SEBI's Observation Letter dated 29th November, 2024 and hence appear to be fair and reasonable.

The public shareholders of the Target Company are advised to independently evaluate the Open Offer and take an informed decision whether to offer their equity shares in the Open Offer. They are also advised to seek expert's opinion on taxation before taking their decision in this regard.

The IDC's recommendation was published on 26th January, 2025 (Sunday) in the same newspapers where Detailed Public Statement was published.

3. This Offer is not a Competing Offer.
4. The Letter of Offer dated 20th January, 2025 has been dispatched to the shareholders on or before Wednesday, 22nd January, 2025.
5. A Copy of the Letter of Offer (including Form of Acceptance cum acknowledgement) will also be available on SEBI's website (www.sebi.gov.in) during the offer period and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/ non-availability of the form of acceptance, the application can be made on plain paper along with the following details: Name(s) & Address(es) of Joint Holder(s) (if any), Number of Shares held, Number of Shares tendered, Distinctive Numbers, Folio Number, Original share Certificate(s) and duly signed share transfer form(s).
6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer was submitted to SEBI on 11th September, 2024. All the observations made by SEBI vide letter no. SEBI/HO/CFD/CFD-RAC-DCR-2/P/OW/2024/37041/1 dated 29th November, 2024 has been incorporated in the Letter of Offer.
7. There have been no material changes in relation to the Open Offer since the date of the PA, save as otherwise disclosed in the DPS, Corrigendum to DPS and the Letter of Offer and Corrigendum to the Letter of Offer.
8. **Details of Statutory Approvals:** The Offer is subject to prior approval from Reserve Bank of India ("RBI") being statutory approval in terms of RBI Master Direction Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023, dated October 19, 2023, for transfer of management and control of NBFC. Reserve Bank of India vide its letter dated January 13, 2025 have conveyed its approval subject to certain conditions.

9. Schedule of Activities:

Sr. No	Activity	Original Schedule Days & Dates	Revised Schedule Days & Dates
1.	Date of Public Announcement	Wednesday, August 28, 2024	Wednesday, August 28, 2024
2.	Date of Publication of Detailed Public Statement	Wednesday, September 04, 2024	Wednesday, September 04, 2024
3.	Filing of the Draft letter of Offer to SEBI	Wednesday, September 11, 2024	Wednesday, September 11, 2024
4.	Last Date for a Competitive Offer(s)	Thursday, September 26, 2024	Thursday, September 26, 2024
5.	Identified Date*	Tuesday, October 08, 2024	Wednesday, January 15, 2025
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	Tuesday, October 15, 2024	Wednesday, January 22, 2025
7.	Last Date for revising the Offer Price/ number of shares.	Thursday, October 17, 2024	Friday, January 24, 2025
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	Friday, October 18, 2024	Monday, January 27, 2025
9.	Date of Publication of Offer Opening Public Announcement	Monday, October 21, 2024	Tuesday, January 28, 2025
10.	Date of Commencement of Tendering Period (Offer Opening date)	Tuesday, October 22, 2024	Wednesday, January 29, 2025
11.	Date of Expiry of Tendering Period (Offer Closing date)	Tuesday, November 05, 2024	Tuesday, February 11, 2025
12.	Last Date of communicating rejection/acceptance and payment of consideration for applications accepted/ return of unaccepted share certificates/ credit of unaccepted Equity Shares to Demat Account.	Wednesday, November 20, 2024	Thursday, February 27, 2025

**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 mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.*

The Acquirers accept full responsibility for the information contained in this Pre-Offer Advertisement and also shall be jointly or severally responsible for the fulfillment of the obligations under the Offer and as laid down in SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

This Pre-Issue Advertisement will also be available on SEBI's website at www.sebi.gov.in.

Issued by Manager to the Offer on behalf of the Acquirers



D & A FINANCIAL SERVICES (P) LIMITED

13, Community Centre, East of Kailash, New Delhi-110 065

Tel: 011-41326121/40167038

Email: investors@dnafinerv.com

Contact Person: **Mr. Priyaranjan**

Date : 27.01.2025

Place: New Delhi