

# **PENTOKEY ORGANY (INDIA) LIMITED**

**Registered Office:** 45/47, Somaiya Bhavan, M. G. Road, Fort, Mumbai – 400 001, Maharashtra, India;  
**Tel:** +91 22 61702100/66951096; **Fax:** +91 22 22047297/66951096; **Email:** investors@pentokey.com;  
**Website:** www.pentokey.com; **Corporate Identification Number:** L24116MH1986PLC041681

This Advertisement is being issued by, Saffron Capital Advisors Private Limited ("Manager to the Offer"), on behalf of, Mr. Purshottam Kejriwal ("Acquirer 1"), Mr. Vibhu Kejriwal ("Acquirer 2"), Mr. Shantanu Purshottam Kejriwal ("Acquirer 3") and Mr. Kostuv Purshottam Kejriwal ("Acquirer 4") (Acquirer 1, Acquirer 2, Acquirer 3 and Acquirer 4 are hereinafter collectively referred to as "Acquirers"), pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto, ("Takeover Regulations") in respect of the open offer ("Offer") for acquisition of up to **15,99,850** (Fifteen Lakhs Ninety Nine Thousand Eight Hundred Fifty Only) fully paid-up equity shares of face value of ₹10 each ("Equity Shares"), representing **25.51%** of the Total Voting Share Capital of **Pentokey Organy (India) Limited** ("Target Company") on a fully diluted basis, as of the tenth working day from the date of closure of the tendering period of the open offer ("Total Voting Share Capital"), from the eligible shareholders of the Target Company for cash at a price of **₹8.75/-** per equity share. The DPS with respect to the aforementioned Offer was published on May 20, 2021 in all the editions of Financial Express (English National Daily), Jansatta (Hindi National Daily) and Mumbai Lakshdeep (Marathi Daily - Stock Exchange situated and Registered Office).

This Corrigendum is being issued pursuant to changes/amendments advised by SEBI vide its letter number SEBI/HO/CFD/DCR-2/OW/P/2021/13007/1 dated June 22, 2021. Capitalized terms used in this Corrigendum but not defined herein shall have the same meaning as assigned to them in the DPS. This Corrigendum is being issued in all the newspapers in which the original DPS was published.

**The shareholders of the Target Company are requested to kindly note the following information related to the Offer in the DPS and Draft Letter of Offer should be read as under:**

A) DPS

The revised schedule of activities pertaining to the Offer is set forth below:

Activity	Original Day and Date	Revised
Day and Date		
Public Announcement (PA)	Friday, 14 May, 2021	Friday, 14 May, 2021
Publication of DPS in the newspapers	Friday, 21 May, 2021	Friday, 21 May, 2021
Filing of the draft letter of offer with SEBI	Monday, 31 May, 2021	Monday, 31 May, 2021
Last date for a competitive bid	Monday, 14 June, 2021	Monday, 14 June, 2021
Last date for SEBI observations on draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Monday, 21 June, 2021	Wednesday, 23 June, 2021
Identified Date*	Wednesday, 23 June, 2021	Friday, 25 June, 2021
Letter of Offer to be dispatched to shareholders	Wednesday, 30 June, 2021	Friday, 2 July, 2021
Last date for revising the Offer price/ number of shares	Tuesday, 6 July, 2021	Thursday, 8 July, 2021
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation	Monday, 5 July, 2021	Wednesday, 7 July, 2021
Date of publication of Offer Opening Public Announcement	Tuesday, 6 July, 2021	Thursday, 8 July, 2021
Date of commencement of Tendering Period (Offer Opening Date)	Wednesday, 7 July, 2021	Friday, 9 July, 2021
Date of Expiry of Tendering Period (Offer Closing Date)	Tuesday, 20 July, 2021	Friday, 23 July, 2021
Last Date for completion of all requirements including payment of consideration	Wednesday, 4 August, 2021	Friday, 6 August, 2021

\* Identified Date is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent by Email / Post. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers and Promoter and Promoter group of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.

B) **Changes made to the Draft Letter of Offer ("DLOF") dated May 25, 2021**

Following disclosures have been added to the DLOF:-

1. **Background of the Acquirers**

- Acquirer 1 is holding a Permanent Account Number- AEOPK3991C.
- Acquirer 2 is holding a Permanent Account Number- AMAPK7951L.
- Acquirer 3 is holding a Permanent Account Number- AMAPK7950M.
- Acquirer 4 is holding a Permanent Account Number- AMAPK7953J.

2. Acquirers had deposited more than 100% of the Offer Size in cash in escrow accounts maintained with ICICI Bank Limited. Pursuant to regulation 22(2) of the Takeover Regulations, upon completion of 21 working days from the date of DPS, following activities have been completed:

2.1 On June 25, 2021, parties to the SPA have consummated the SPA wherein the Sellers have transferred their shareholding to the Acquirers as per given below:

Sr. No.	Name of the Acquirers	Number of Equity Shares acquired
1	Purshottam Kejriwal	22,40,000
2	Vibhu Kejriwal	7,05,573
3	Shantanu Purshottam Kejriwal	10,00,000
4	Kostuv Purshottam Kejriwal	25,000
	<b>Total</b>	<b>39,70,573</b>

2.2 Acquirer 1 and his spouse, Mrs. Jyoti Devi Kejriwal have been appointed on the board of directors of the Target Company wef June 24, 2021.

3. The board of directors of the Target Company approved the shifting of registered office of the Target Company from 45/47 Somaiya Bhavan, M.G. Road, Fort, Mumbai 400 001 to 509, Western Edge I, Western Express Highway, Food Corporation of India Warehouse, Borivali (E), Mumbai-400066, Maharashtra with effect from 3rd July, 2021.

#### **OTHER INFORMATION**

- References to various dates as mentioned in PA/DPS/DLOF should be read as per revised activity schedule as mentioned above.
- The Open Offer shall continue and shall be completed as per the schedule set out above and updated in the LOF sent to shareholders of the Target Company.
- All the other terms and conditions remain unchanged
- The Acquirers accept full responsibility for the information contained in this Corrigendum and also for the obligations of the Acquirers as laid down in Takeover Regulations.
- The PA, DPS, Corrigendum and Letter of Offer will also be available on SEBI's website (www.sebi.gov.in) and on the website of Manager to the Offer.

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<b>Saffron Capital Advisors Private Limited</b> 605, Sixth Floor, Centre Point, J.B. Nagar, Andheri (East), Mumbai - 400 059; <b>Tel. No.:</b> +91 22 4082 0914/915; <b>Fax No.:</b> +91 22 4082 0999; <b>Email id:</b> openoffers@saffronadvisor.com; <b>Website:</b> www.saffronadvisor.com; <b>Investor Grievance:</b> investorgrievance@saffronadvisor.com; <b>SEBI Registration Number:</b> INM000011211 <b>Validity:</b> Permanent <b>Contact Person:</b> Mr. Amit Wagle/Gaurav Khandelwal	<b>Datamatics Business Solutions Limited</b> Plot No B- 5, Part B Cross Lane, MIDC, Andheri (East), Mumbai -400 093, Maharashtra, India; <b>Tel. No.:</b> +91 22 66712188, 66712001-6; <b>Fax No.:</b> +91 22 66712209; <b>Email id:</b> investorsqry@datamaticsbpm.com; <b>Website:</b> www.datamaticsbpm.com <b>SEBI Registration Number:</b> INR000000874 <b>Validity:</b> Permanent Registration <b>Contact Person:</b> Mr. Anand Bhilare

#### **ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS**

ACQUIRER 1	ACQUIRER 2
1105/06, WA B9, Whispering Palms, Lokhandwala Township, Akurli Road, Kandivali East, Mumbai - 400101 Maharashtra, India Sd/-	
ACQUIRER 3	ACQUIRER 4
403-4, E-Wing, Whispering Palms, Lokhandwala Township, Akurli Road, Kandivali East, Mumbai - 400101 Maharashtra, India Sd/-	3C-802, Whispering Palms, Lokhandwala Township, Akurli Road, Kandivali East, Mumbai - 400101 Maharashtra, India Sd/-

Place: Mumbai  
Date: July 3, 2021