

# ADDI INDUSTRIES LIMITED

Registered Office: - A-104, Third floor, Okhla Industrial Area Phase - II, New Delhi-110020.

## Advertisement under Regulation 18(7) in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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, Mr. Rajat Goyal, Mrs. Neha Agarwal, M/s Rajat Goyal HUF, Mr. Sandeep Mittal, Mrs. Ruchi Mittal and M/s Sandeep Mittal & Sons HUF 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 ADDI Industries Limited ("Target Company"). The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published on Tuesday, 27th May, 2025, in Financial Express (English-All Editions), Jansatta (Hindi-All Editions), Lakshadweep (Marathi) Mumbai edition.

1. Offer Price is Rupees 75.00 (Rupees Seventy-Five only) per equity share.
2. Committee of Independent Directors (Hereinafter referred to as "IDCs") of the Target Company recommends that the open offer price of Rupees 75.00 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 49.50 per share and also higher than the negotiated price under share purchase agreement which is Rs 74.40 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 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 25th August, 2025 (Monday) in the same newspapers where Detailed Public Statement was published.

3. This Offer is not a Competing Offer.
4. The Letter of Offer dated 14th August, 2025 has been dispatched to the shareholders on or before Wednesday, 20th August, 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](http://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 29th May, 2025. All the observations made by SEBI vide letter no. SEBI/HO/CFD/CFD-RAC-DCR2/P/OW/2025/0000021384/1 dated 08th August, 2025 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.
8. Details of Statutory Approvals: No statutory approvals are required to be obtained for the purpose of this offer.

### 9. Schedule of Activities:

Sr. No	Activity	Original Schedule (Days & Dates)	Revised Schedule (Days & Dates)
1.	Date of Public Announcement	Tuesday, May 20, 2025	Tuesday, May 20, 2025
2.	Date of Publication of Detailed Public Statement	Tuesday, May 27, 2025	Tuesday, May 27, 2025
3.	Filing of the Draft Letter of Offer to SEBI	Thursday, May 29, 2025	Thursday, May 29, 2025
4.	Last Date for a Competitive Offer(s)	Tuesday, June 17, 2025	Tuesday, June 17, 2025
5.	Identified Date*	Thursday, June 26, 2025	Monday, August 11, 2025
6.	Date by which Final Letter of Offer will be dispatched to the shareholders	Thursday, July 03, 2025	Wednesday, August 20, 2025
7.	Last Date for revising the Offer Price/ number of shares.	Monday, July 07, 2025	Friday, August 22, 2025
8.	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	Tuesday, July 08, 2025	Monday, August 25, 2025
9.	Date of Publication of Offer Opening Public Announcement	Wednesday, July 09, 2025	Tuesday, August 26, 2025
10.	Date of Commencement of Tendering Period (Offer Opening date)	Thursday, July 10, 2025	Thursday, August 28, 2025
11.	Date of Expiry of Tendering Period (Offer Closing date)	Wednesday, July 23, 2025	Thursday, September 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, August 06, 2025	Thursday, September 25, 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](http://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@dnafinserv.com](mailto:investors@dnafinserv.com)

Contact Person: **Ms. Radhika Pushkarna**

Date: 25.08.2025

Place: New Delhi