

DETAILED PUBLIC STATEMENT TO THE PUBLIC SHAREHOLDERS OF SWITCHING TECHNOLOGIES GUNTHER LIMITED IN TERMS OF REGULATION 15(2) READ WITH REGULATION 13(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED FROM TIME TO TIME.

Open Offer for acquisition of up to 6,37,000 (Six Lakh Thirty Seven Thousand Only) equity shares, representing 26% of the total paid-up/voting share capital of Switching Technologies Gunther Limited, ("STGL" or "Target Company") from the Public Shareholders (as defined below) by M/s BBU Enterprises Private Limited, a private company incorporated in India having CIN: U51909WB2022PTC254100, currently having its registered office at 6th Floor, Unit No.-6, Infinity Benchmark Plot G1, Block EP & GP, Sector V, Salt Lake, Sech Bhawan, North 24 Parganas, West Bengal-700091, ("Acquirer-1"), M/s Touristas Horizons Private Limited, a private company incorporated in India having CIN: U79110WB2023PTC264828, currently having its registered office at 6th Floor, Unit No.-6, Infinity Benchmark Plot G1, Block EP & GP, Sector V, Salt Lake, Sech Bhawan, North 24 Parganas, West Bengal-700091 ("Acquirer-2") and Mr. Nikhil Pujari, citizen of India, currently residing at 123, Kumharo ka Mohalla, Salasar, PO: Salasar Distt., Churu, Rajasthan, 331506, ("Acquirer-3"), (hereinafter, collectively referred to as "Acquirers").

This Detailed Public Statement ("DPS") is being issued by the Manager to the Offer i.e., D & A Financial Services (P) Limited ("Manager"), on behalf of the Acquirers, namely, M/s BBU Enterprises Private Limited, a private company incorporated in India having CIN: U51909WB2022PTC254100, currently having its registered office at 6th Floor, Unit No.-6, Infinity Benchmark Plot G1, Block EP & GP, Sector V, Salt Lake, Sech Bhawan, North 24 Parganas, West Bengal-700091 ("Acquirer-1"), M/s Touristas Horizons Private Limited, a private company incorporated in India having CIN: U79110WB2023PTC264828, currently having its registered office at 6th Floor, Unit No.-6, Infinity Benchmark Plot G1, Block EP & GP, Sector V, Salt Lake, Sech Bhawan, North 24 Parganas, West Bengal-700091 ("Acquirer-2") and Mr. Nikhil Pujari, citizen of India, currently residing at 123, Kumharo ka Mohalla, Salasar, PO: Salasar Distt., Churu, Rajasthan, 331506, ("Acquirer-3"), pursuant to Regulation 13(4), Regulation 14(3) and Regulation 15(2) as required under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations") pursuant to Public Announcement dated 24th January, 2026, ("PA"), in terms of Regulations 3(1) and 4 of the SEBI (SAST) Regulation filed on 24th January, 2026, with the BSE Limited ("BSE") and with the Securities and Exchange Board of India ("SEBI") and the Target Company at its registered office, in terms of Regulation 14(2) of the SEBI (SAST) Regulations and subsequent amendments thereto.

I. ACQUIRERS, TARGET COMPANY AND OFFER

(A) Information about the Acquirers

Acquirer 1: M/s BBU Enterprises Private Limited

- M/s BBU Enterprises Private Limited was originally incorporated as private limited company on May 23, 2022, with the Registrar of Companies, Kolkata, under the provision of Companies Act, 2013. The Registered Office of the Company is situated 6th Floor Unit No.-6, Infinity Benchmark, Block EP & GP, Sector V, Salt Lake, Sech Bhawan, North 24 Parganas, Salt lake, West Bengal, India, 700091, India, having corporate identification number: U51909WB2022PTC254100. The Company does not belong to any group.
- The main object of the company prescribed for to carry on the wholesale trading business of iron & steel and metal founders, rollers and re-rollers of steel shaftings, bars, rods, etc. in different shapes and sizes from scraps, billets, ingots including wire, nails, screws, metal hinges, plates, sheets, strips, hoops, rounds, circles, angles, any other products from steel etc.
- The Company does not belong to any Group as such.
- As on the date of this DPS, the acquirer has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("SEBI Act").
- The shareholding pattern of acquirer 1 as on date is as under:

Particulars	No. of shares	Percentage of shares held
A Promoters		
Individual/Hindu Undivided Family		
(i) Indian	10000	100
SubTotal (A)	10000	100
B Non-Promoters		
	0	0
SubTotal (B)	0	0
Total (A+B)	10000	100

- The brief financials of acquirer 1 company are as under:

Particulars	Year ended March 31, 2024 Audited	Year ended March 31, 2025 Audited	For the period 01.04.2025 to 14.01.2026 (Un-Audited)
Total Income/Net Income	0.00	0.00	0.00
Profit After Tax	0.00	0.00	(4.52)
Earnings Per Share (EPS) (In Rs.)	0.00	0.00	(26.85)
Net worth	1.00	1.00	245.48

*Source: As Certified by statutory auditor of the Acquirer 1, M/s M Datta & Associates, Chartered Accountants, (Firm Registration Number: 330317E), as certified by Mr. Madhusudan Datta, Partner (Membership Number: 311677), having its office at Rina Bhawan, 2nd Floor, Opp HDFC Bank, Panitanki More, Sevoka Road, Siliguri-734001 vide his certificate dated 19th January 2026, Phone Number: 8617082553, Email Id: madhusudandatta91@gmail.com.

- The acquirer being a private limited company is an unlisted company
- There is no other person / entity acting as a person acting in concert ("PAC") with the Acquirer for the purpose of this offer.
- Mr. Nikhil Pujari (Acquirer 3) is acting as an additional director of Acquirer 1 i.e., M/s BBU Enterprises Private Limited and director of Acquirer 2 i.e., M/s Touristas Horizons Private Limited.

10. Mr. Madhusudan Datta, (Membership No. 311677, partner of M/s M Datta & Associates, Chartered Accountants, (Firm Registration No. 330317E), having office at Rina Bhawan, 2nd Floor, Opp HDFC Bank, Panitanki More, Sevoka Road, Siliguri-734001, Phone Number: 8617082553, Email Id: madhusudandatta91@gmail.com, has certified vide his certificate dated 21st January, 2026, that the Net worth of M/s BBU Enterprises Private Limited, as on 14th January, 2026, is Rs. 245.48 lacs, and further the letter also confirms that it has sufficient liquid funds to fulfill its part of obligations under this offer.

Acquirer 2: M/s Touristas Horizons Private Limited

- M/s Touristas Horizons Private Limited was originally incorporated as private limited company on September 08, 2023, with the Registrar of Companies, Kolkata, under the provision of Companies Act, 2013. The Registered Office of the Company is situated 6th Floor Unit No.-6, Infinity Benchmark, Block EP & GP, Sector V, Salt Lake, Sech Bhawan, North 24 Parganas, Salt lake, West Bengal, India, 700091, India, having corporate identification number: U79110WB2023PTC264828. The Company does not belong to any group.
- The main object of the company prescribed for to encourage and provide the business as package tour operators, travel agents, ship booking agents, railway ticket booking agents, airlines ticket booking agents, carrier service agents, courier service agents. To carry on the business as tourist agents, consultant and contractors and to facilitate traveling and to provide for tourists and travelers, the provision of convenience of all kinds in the way of through tickets, sleeper cars, or berths, reserved places, hotel, motel and lodging, accommodation guidance, safe deposits, enquiry bureaus, libraries, reading rooms, baggage transport and other allied services etc.
- The Company does not belong to any Group as such.
- As on the date of this DPS, the acquirer has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("SEBI Act").
- The shareholding pattern of acquirer 2 as on date is as under:

Particulars	No. of shares	Percentage of shares held
A Promoters		
Individual/Hindu Undivided Family		
(i) Indian	10000	100
SubTotal (A)	10000	100
B Non-Promoters		
	0	0
SubTotal (B)	0	0
Total (A+B)	10000	100

- The brief financials of acquirer 2 company are as under:

Particulars	Year ended March 31, 2024 Audited	Year ended March 31, 2025 Audited	For the period 01.04.2025 to 14.01.2026 (un-Audited)
Total Income/Net Income	0.00	0.08	0.00
Profit After Tax	(0.26)	(0.20)	(3.50)
Earnings Per Share (EPS) (In Rs.)	(2.57)	(2.03)	(20.78)
Net worth	0.74	0.54	246.04

*Source: As Certified by statutory auditor of the Acquirer 2, M/s M Datta & Associates, Chartered Accountants, (Firm Registration Number: 330317E), as certified by Mr. Madhusudan Datta, Partner (Membership Number: 311677), having its office at Rina Bhawan, 2nd Floor, Opp HDFC Bank, Panitanki More, Sevoka Road, Siliguri-734001 vide his certificate dated 19th January 2026, Phone Number: 8617082553, Email Id: madhusudandatta91@gmail.com.

- The acquirer 2 being a private limited company is an unlisted company
- There is no other person / entity acting as a person acting in concert ("PAC") with the Acquirer for the purpose of this offer.
- Mr. Nikhil Pujari (Acquirer 3) is acting as an additional director of Acquirer 1 i.e., M/s BBU Enterprises Private Limited and director of Acquirer 2 i.e., M/s Touristas Horizons Private Limited.
- Mr. Madhusudan Datta, (Membership No. 311677, partner of M/s M Datta & Associates, Chartered Accountants, (Firm Registration No. 330317E), having office at Rina Bhawan, 2nd Floor, Opp HDFC Bank, Panitanki More, Sevoka Road, Siliguri-734001, Phone Number: 8617082553, Email Id: madhusudandatta91@gmail.com, has certified vide his certificate dated 20th January, 2026, that the Net worth of Touristas Horizons Private Enterprises Private Limited, as on 14th January, 2026, is Rs. 246.04 lacs, and further the letter also confirms that it has sufficient liquid funds to fulfill its part of obligations under this offer.

Acquirer 3: Mr. Nikhil Pujari

- Mr. Nikhil Pujari, S/o Shri Niklesh Pujari, aged about 25 years, is presently residing at 123, Kumharo ka Mohalla, Salasar, PO: Salasar Distt., Churu, Rajasthan, 331506. He earned his Master of Business Administration, specializing in Marketing, from JAIN (Deemed to be University), Bengaluru.
- Mr. Amalendu Chanda, (Membership No. 053196, proprietor of M/s A. Chanda & Associates, Chartered Accountants (Firm Registration No. 317075E), having office at 1/13, Banamali Ghosal Lane, Behala, Kolkata-700034, Phone Number: 9830583675, Email: amalenduchanda@yahoo.in, has certified vide his certificate dated 24th January, 2026, that the Net worth of Mr. Nikhil Pujari as on 23rd January, 2026, is Rs. 209.87 lacs, and further the letter also confirms that he has sufficient liquid funds to fulfill his part of obligations under this offer.

3. He holds directorship in Touristas Horizons Private Limited and BBU Enterprises Private Limited.

4. He has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("SEBI Act").

5. There is no other person / entity acting as a person acting in concert ("PAC") with the Acquirer for the purpose of this offer.

6. He is acting as an Additional Director and Director of Acquirer 1 i.e. BBU Enterprises Private Limited and Acquirer 2 i.e. Touristas Horizons Private Limited respectively.

(B) Details of Sellers

Seller 1: M/s Guenther America INC

- Guenther America INC, a company based in Clifton, NJ, and having its registered office at 454, Allwood Road, Clifton NJ-07012. It belongs to promoter group of the Target Company.
- As on the date of DPS, it holds 9,22,000 equity shares / voting rights in the Target Company representing 37.63% of the issued and paid-up equity share capital / voting capital of the Target Company.
- Guenther America INC has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the SEBI Act.
- After closure of the Offer, Guenther America INC will not hold any equity shares in the Target Company.

(C) Details of Target Company

SWITCHING TECHNOLOGIES GUNTHER LIMITED

- M/s. Switching Technologies Gunther Limited (hereinafter referred to as "Target Company" / "STGL") was originally incorporated as a public limited company under the name of M/s. Switching Technologies Gunther Limited under the provisions of the Companies Act, 1956, vide original certificate of incorporation dated 27th April, 1968. The Registered Office of the Company is presently situated at Plots B-9, B-10 & C-1, Madras Export Processing Zone, Kadapperi, Tambaran, Madras-45, Chennai, Tamil Nadu-600045. The Company has an Corporate Identification Number as CIN No.: L29142TN1988PLC015647. The Company does not belong to any group.
- The Authorized Share Capital of STGL as on 31st March, 2025, is Rupees 6,00,00,00/- comprising of 50,00,000 equity shares of Rs. 10/- (Rupee Ten only) each and 1,00,000 Redeemable preference shares of Rs 100/- each. The issued, subscribed and paid-up equity share capital of STGL as on date stood at Rs. 2,45,00,000 comprising of 24,50,000 fully paid-up equity share of the Target Company.
- There are no partly paid-up shares in the Target Company.
- The Target Company was incorporated to engage in the business of manufacturing and trading of advanced switching products. Its core product portfolio includes Reed Switches, Proximity Sensors and Ball Switches.

Further, the Company has entered into a Business Transfer Agreement dated December 11, 2025 with Canolli Manufacturing Private Limited, a related party of the Company, to sell, transfer, lease, or otherwise dispose of the whole or substantially the whole of the undertaking, comprising of all assets, rights, interests, and properties of every description and assumption of the liabilities of the company as are related exclusively to the business being transferred, in each case as may be agreed between the parties on a lump sum basis as a going concern.

- The shares of STGL are listed on the BSE Limited (Scrip Code: 517201). The shares of target company got listed at BSE Limited with effect from September 08th, 1989. The shares of the target company are frequently traded at BSE Limited.
- The Brief standalone financials of STGL are as under:

(Rs. In Lakh)	Particulars	Year ended March 31, 2023 (Audited)	Year ended March 31, 2024 (Audited)	Year ended March 31, 2025 (Audited)	For half year ended September 30, 2025 (Un-Audited)*
Total Income/Net Income		1,153.04	919.04	773.23	423.27
Profit After Tax		1,133.62	(319.19)	(668.97)	(342.38)
Earnings Per Share (EPS) (In Rs.)		46.27	(13.03)	(27.30)	