

**PUBLIC ANNOUNCEMENT UNDER REGULATIONS 13(1) AND 15 (1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (“SEBI SAST REGULATIONS, 2011”)**

**Open Offer for acquisition of 7,80,260 (Seven Lakhs Eighty Thousand Two Hundred and Sixty Only) fully paid up equity shares of Rs.10/- each from equity shareholders of Shalimar Agencies Limited (hereinafter referred to as “Target Company” or “SAL”) except parties to Share Purchase Agreement (“SPA”) dated 22<sup>nd</sup> April, 2021 by IT Trailblazers Resources Private Limited (hereinafter referred to as “Acquirer” or “ITTB”) alongwith Mr. Venkata Rajani Kumar Vemuri (Hereinafter Referred To As “PAC 1”), Mr. Ravulapally Arjun Kumar (Hereinafter Referred To As “PAC 2”) And Mr. Narendra Kotti (Hereinafter Referred To As “PAC 3”) in their capacity as person acting in concert with the Acquirer pursuant to and in accordance with Regulations 3(1) and 4 of the SEBI SAST Regulations, 2011.**

**1. OFFER DETAILS**

- 1.1 **Size:** The Acquirer is hereby making a mandatory Open Offer in terms of SEBI SAST Regulations, 2011 to the equity shareholders of the Target Company to acquire up to 7,80,260 (Seven Lakhs Eighty Thousand Two Hundred and Sixty Only) fully paid up equity shares (“**Offer Size**”) bearing a face value of Rs.10/- each representing 26% of the total issued, subscribed, paid up and voting capital of the Target Company.
- 1.2 **Price/ consideration:** An offer price of Rs 12/- (Rupees Twelve Only) per fully paid up equity share of Rs.10/- each of the Target Company (hereinafter referred to as “**Offer Price**”) will be offered to the equity shares tendered in the Offer. Assuming full acceptance, the total consideration payable by the Acquirer will be Rs. 93,63,120/- (Rupees Ninety Three Lakhs Sixty Three Thousand One Hundred and Twenty Only) (hereinafter referred to as “**Offer Consideration**”).
- 1.3 **Mode of payment (cash/ security):** The Offer Price will be paid in cash, in accordance with the Regulation 9(1) (a) of the SEBI SAST Regulations, 2011.
- 1.4 **Type of offer (Triggered offer, ~~voluntary offer/ competing offer~~ etc):** This is a Triggered Offer made under Regulation 3(1) and 4 of the SEBI SAST Regulations, 2011.

2. **Transaction which has triggered the Open Offer obligations**

Details of underlying transaction						
Type of Transaction (Direct/Indirect)	Mode of Transaction (Agreement/Allotment/Market Purchase)	Shares/Voting rights acquired/proposed to be acquired		Total Consideration for shares/ Voting Rights (VR) proposed to be acquired (In Rs.)	Mode of Payment (Cash/ Securities)	Regulation which has triggered
		Number	% vis a vis total Issued, Subscribed and Voting capital			
Direct Acquisition	Share Purchase Agreement dated 22nd April, 2021	18,17,703 Equity Shares at a price of Rs 12 /- per share	60.57 % of Issued, Subscribed and Voting Capital	2,18,12,436	Cash	Regulation 3(1) and 4

3. **Acquirers/PAC**

Details	Acquirer	PAC 1	PAC 2	PAC 3
Name of the Acquirer/ PAC(s)	IT Trailblazers Resources Private Limited	Venkata Rajani Kumar Vemuri	Ravulapally Arjun Kumar	Narendra Kotti
Address/ Registered Office	P No. 81, SY. NO. 67 Corpwork Hub Level II, Jubilee Enclave, HITECH City, Hyderabad-500081, Telangana, India.	6/208, Pedda Veedhi, Gudivada-521301, Krishna Dist. , Andhra Pradesh	Aparna Cyberlife G Block, Apt no 606, Nallagandla, Lingampally, Hyderabad-500019, Telangana	Brigade Gadenia, 904 E, JP Nagar, 8th Phase, Bengaluru-560078, Karnataka
Name(s) of persons in control/promoters of Acquirer/ PAC where Acquirers/PAC are companies	1)Venkata Rajani Kumar Vemuri; 2) Ravulapally Arjun Kumar; 3) Narendra Kotti	-	-	-
Name of the Group, if any, to which the Acquirer/PAC belongs to	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Pre Transaction shareholding <ul style="list-style-type: none"> <li>● Number</li> <li>● % of issued, subscribed share capital and voting capital</li> </ul>	Nil	Nil	Nil	Nil

Proposed shareholding after the acquisition of shares which triggered the Open Offer (not taking into account the equity shares validly accepted in the Open Offer, if any)	18,17,703	Nil	Nil	Nil
Any other interest in the Target Company	Nil	Nil	Nil	Nil

#### 4. Details of Selling shareholders

Name	Part of Promoter Group (Yes/No)	Details of shares/ voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number of shares	% of total Issued, Subscribed, Paid-up and Voting capital	Number of Shares	% of total Issued, Subscribed and Voting capital
Quebec Tech Solutions Private Limited	Yes	18,17,703	60.57	Nil	Nil
<b>Total</b>		<b>18,17,703</b>	<b>60.57</b>	Nil	Nil

#### 5. Target Company

5.1 **Name:** Shalimar Agencies Limited was incorporated on 4<sup>th</sup> June,1981 as a Public Limited Company under the Indian Companies Act, 1956. The registered office is situated # 4th Floor, Innov8 Co-working, Sreshta Marvel, P. Janardhan Reddy Nagar, Gachibowli, Hyderabad-500081, Telengana, India.  
CIN: L51226TG1981PLC114084

5.2 **Exchanges where equity shares of Target Company are listed:** BSE Limited (Scrip Symbol: SAGL; Scrip Code: 539895), CSE (Scrip Code: 29286) and MSEI (Scrip Symbol: SAGL). The ISIN of Equity Shares is INE631E01016.

#### 6. Other details

6.1 A Detailed Public Statement (“DPS”) specifying the detailed terms and conditions of this Offer will be published as per Regulation 14(3) of SEBI SAST Regulations, 2011 on or before Thursday, 29<sup>th</sup> April,2021.

6.2 The Acquirer hereby undertakes that they are fully aware of and will comply with their obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) under SEBI SAST Regulations, 2011.

- 6.3 This offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) and is not a competing bid in terms of Regulation 20 of SEBI SAST Regulations, 2011.
- 6.4 The Acquirer accepts full responsibility for the information contained in this Public Announcement.

**ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER:**



**Finshore Management Services Limited,**  
**Anandlok, Block A, Room-207,227, AJC Bose Road, Kolkata-700020**  
**Tel: 91 33 22895101/9831020743**  
[www.finshoregroup.com](http://www.finshoregroup.com)  
**Investor Grievance email id : ramakrishna@finshoregroup.com**  
**Contact Person: Mr. S Ramakrishna Iyengar**  
**SEBI Registration No: INM000012185**

For and on behalf of Acquirer:

<b>Acquirer</b>	<b>PAC 1</b>	<b>PAC 2</b>	<b>PAC 3</b>
IT Trailblazers Resources Private Limited	Venkata Rajani Kumar Vemuri	Ravulapally Arjun Kumar	Narendra Kotti
Sd/- Director	Sd/-	Sd/-	Sd/-

**Place: Kolkata**  
**Date: 22<sup>nd</sup> April, 2021**