

Thursday, November 13, 2025

To,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400001,
Maharashtra, India.

Reference : Open Offer for Acquisition of up to 9,25,782 Offer Shares Representing 26.00% of the Voting Capital of Rishab Special Yarns Limited, the Target Company, from its Public Shareholders at an Offer Price of ₹13.00/-

Dear Sir/ Madam,

We would like to inform you that, in accordance with the provisions of Regulation 12 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, including subsequent amendments ('SEBI (SAST) Regulations'), Swaraj Shares and Securities Private Limited, has been appointed as the Manager to the Offer ('Manager'), by Mr. Vatsal Agarwal (Acquirer 1), M/S Nextera Global Private Limited (Acquirer 2), (collectively referred to as 'Acquirers') Along with the Person Acting in Concert, Ms. Manavika Agarwal (PAC). The Acquirers along with PAC have announced an Open Offer in compliance with the provisions of Regulations 3(1), 4, and 5(1) and such other applicable regulations of the SEBI (SAST) Regulations, for the acquisition of up to 9,25,782 Offer Shares representing 26.00% of the Voting Share Capital of Rishab Special Yarns Limited ('Target Company') from its Public Shareholders. The Offer Price of ₹13.00/- (Including interest at 10.00% per annum from the financial year 2022-2023 pursuant to an Open Offer triggered due to the Indirect Acquisition of control over the Target Company under underlying transaction 2) has been determined in accordance with the parameters prescribed under Regulations 8 (1) and 8 (2) of the SEBI (SAST) Regulations per Offer Share, payable in cash, assuming full acceptance aggregating to a maximum consideration of aggregating to an amount of ₹1,20,35,166.00/- that will be offered to the Public Shareholders who validly tender their Offer Shares.

This Offer is triggered in compliance with the provisions of Regulations 3 (1) and 4, and 5(1) of the SEBI (SAST) Regulations, pursuant to the following transactions [Hereinafter collectively referred to as "Underlying Transaction"]:

Particulars	Underlying Transactions	
	Indirect Acquisition	Direct Acquisition
Mode of Transaction (Agreement/ Market purchase)	On Friday, March 24, 2023, M/s Vimla Nextera JVC Coke Limited (formerly known as M/s Vimla Metcoke Limited) (Selling Promoter Shareholder 2) allotted 25,00,000 equity shares of face value of ₹10.00/- each, constituting 50.10% of its total equity shares allotted and 50.00% of its post-issue paid-up equity share capital to M/s Nextera Global Private Limited (Corporate Acquirer), represented by its promoters Mr. Vatsal Agarwal (Acquirer 1) and Ms. Manavika Agarwal.	Acquirer 1 and the Selling Promoter Shareholders executed a Share Purchase Agreement dated Thursday, October 17, 2024, in pursuance of which Acquirer 1 acquired 15,74,970 Sale Shares representing 44.23% of the Voting Share Capital of the Target Company at a negotiated price of ₹10.00/- per Sale Share, aggregating to a maximum consideration of ₹1,57,49,700.00/-, paid subject to the terms and conditions specified in the said Share Purchase Agreement.

In light of the above and in accordance with the provisions of Regulations 18(7) of the SEBI (SAST) Regulations, the Pre-Offer cum corrigendum to the Detailed Public Statement Advertisement and the Letter of Offer ('Pre-Open Offer Advertisement') for the aforesaid Offer today, i.e., Thursday, November 13, 2025 in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), and Mumbai Lakshadeep (Marathi Daily) (Mumbai Edition), ('Newspapers') and a copy of one of the said e-Newspaper has been enclosed herewith for your kind perusal.

We kindly request you to upload the Pre-Open Offer Advertisement on your website at the earliest.

Thanking you,
Yours faithfully,

For Swaraj Shares and Securities Private Limited


Prafulla Naik
(Compliance Officer)
Encl.: As above

Swaraj Shares and Securities Private Limited

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Branch Office - 505/506, 5th Floor, 93 Palladian Building, Next To Andheri Rambaugh Chsl, Mahakali Caves Road, Near Gurunanak School, Andheri East, Mumbai - 400 093. Maharashtra, India.

RISHAB SPECIAL YARNS LIMITED

For and on behalf of the Acquirers
Sd/
Mr. Vatsal Agarwal
(Acquirer -1)