

ANKA INDIA LIMITED

Date: 21st March, 2025

To,

**The Manager (Listing)
BSE Limited**

P. J. Towers, Dalal Street
Mumbai – 400001

Scrip Code: 531673

Subject: Copy of Detailed Public Statement for Open Offer

Dear Sir/ Madam,

In reference to the captioned subject Corporate Makers Capital Limited ("Manager to the Offer") has submitted to the Company copy of Detailed Public Statement dated March 20, 2025 under Regulation 3(1) and Regulation 4 read with Regulation 13, 14, 15 (1) and (2) and such other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. for the attention of the Equity Shareholders of Anka India Limited ("**Target Company**").

The copy of Detailed Public Statement as received is attached herewith.

Further, you are requested to disseminate this information of Public Announcement to the Public.

Thanking You,
Your Sincerely,

**FOR AND ON BEHALF OF
ANKA INDIA LIMITED**


**SULAKSHANA TRIKHA
WHOLE TIME DIRECTOR
DIN- 02924761**



Regd. Off: 6 Legend Square Sector 33 Gurugram-122004;
CIN: L74900HR1994PLC033268; **Email id:** response@ankaindia.com;
Phone no: 9355511187; **website:** www.ankaindia.com

DETAILED PUBLIC STATEMENT UNDER REGULATION 3 READ WITH REGULATION 4, 14(3) AND 15(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENT THERETO FOR THE ATTENTION OF EQUITY SHAREHOLDERS OF

ANKA INDIA LIMITED

("ANKA"/"TARGET COMPANY"/"TC") CIN: L74900HR1994PLC033268

Registered office: 6 Legend Square Sector 33, Gurgaon, Haryana-122004

Phone: 0124-2322570 / +91 9820069933; **Website:** www.ankaindia.com

Email Id: response@ankaindia.com

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM EQUITY SHAREHOLDERS

OPEN OFFER FOR ACQUISITION OF UPTO 1,34,01,046 (ONE CRORE THIRTY FOUR LAKH ONE THOUSAND FORTY SIX ONLY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10/- (RUPEES TEN ONLY) EACH, REPRESENTING 26.00% OF THE EMERGING EQUITY & VOTING SHARE CAPITAL OF ANKA INDIA LIMITED, (HEREINAFTER REFERRED TO AS ("ANKA"/"TARGET COMPANY"/"TC") AT AN OFFER PRICE OF ₹ 17.00/- (RUPEES SEVENTEEN ONLY) PER OFFER SHARES TO THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY MR. AMIT SHARMA AND MR. ARJIT SACHDEVA (HEREINAFTER REFERRED TO AS THE "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1) & (2) AND OTHER APPLICABLE PROVISIONS OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENT THERETO ("SEBI (SAST) REGULATIONS") ("OPEN OFFER" OR "OFFER")

This Detailed Public Statement ("DPS") is being issued by Corporate Makers Capital Limited, the Manager to the Offer ("Manager"), on behalf of the Acquirers in compliance with Regulation 3(1) and 4 read with Regulation 13 (4), 14(3), 15(2) and other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011"), pursuant to the Public Announcement (PA) filed on Thursday, March 13, 2025 with the BSE Limited, Securities and Exchange Board of India ("SEBI") and Target Company in terms of Regulation 3 (1), Regulation 4 read with regulation 15(1) & (2) and 13(2)(g) of the SEBI (SAST) Regulations.

For this DPS, the following terms have the meaning assigned to them below:

DEFINITIONS AND ABBREVIATIONS

Definitions & Abbreviations	Particulars
Acquirer 1	Mr. Amit Sharma, S/o Mr. Rakesh Sharma, aged about 33 years, an Indian Inhabitant having PAN: CNIPS1422B under the Income Tax Act, 1961, presently residing at D 1902, The Grand Arch, Sector 58, Gurgaon Sector 56, Gurgaon, Haryana-122011.
Acquirer 2	Mr. Arjit Sachdeva, S/o Mr. Kamal Deep, aged about 32 years, an

	Indian Inhabitant having PAN: DCMPS4708C under the Income Tax Act, 1961, presently residing at C-5-C/44-B, Janakpuri B-1 S.O, Delhi- 110058
Acquirers	Acquirer 1 and Acquirer 2 are collectively referred to as Acquirers.
Board of Directors	The Board means the Board of Directors of the Target Company.
BSE Ltd	BSE Limited is the stock exchange where presently the Equity Shares of the Target Company are listed.
CDSL	Central Depository Services (India) Limited
Companies Act	Companies Act, 1956 and Companies Act, 2013
DP	Depository Participant
Existing Share and Voting Capital/ Paid-up capital	means paid up share capital of the Target Company prior to Proposed preferential issue i.e., Rs. 15,38,79,560 divided into 1,53,87,956 Equity Shares of Rs. 10/- Each.
Emerging Equity & Voting Share Capital	means 5,15,42,485 fully paid-up Equity Shares of face value of Rs. 10/- each of the Target Company being the capital post allotment of 3,61,54,529 Equity shares to the Acquirers on preferential basis.
Eligible Equity Shareholders / Public Shareholders	All the public shareholders of the Target Company, excluding the Acquirers in the Underlying Transaction and any persons deemed to be acting in concert (" Deemed PACs "), pursuant to and in compliance with the provisions of Regulation 7(6) of SEBI (SAST) Regulations, 2011
Equity Shares	Equity Shares shall mean the fully paid-up equity shares of the face value of ₹ 10.00/- (Rupees Ten Only) each.
Escrow Bank/ Escrow Agent	ICICI Bank Limited
FEMA	Foreign Exchange Management Act, 1999, as amended from time to time
Futech	Futech Internet Private Limited
FIIIs/FPIs	Foreign Institutional Investors/Foreign Portfolio Investors registered with SEBI
Income Tax Act	Income Tax Act, 1961, as amended from time to time
INR/Rs./₹	Indian Rupees, the legal currency of India
ISIN	International Securities Identification Number i.e INE067C01025
KMP	Key Managerial Personnel(s)
Manager to Offer	Corporate Makers Capital Limited appointed as Manager to Offer pursuant to Regulation 12 of SEBI (SAST) Regulations, 2011
MICR	Magnetic Ink Character Recognition
Non-Resident Shareholder(s)	Non-Resident Shareholder(s)
Person's resident outside India as defined under FEMA, holding Equity Shares of the Target Company	Person's resident outside India as defined under FEMA, holding Equity Shares of the Target Company
NRI	Non Resident in India
Offer/ Open Offer	The Open Offer is made by the Acquirers to the Eligible Equity Shareholders to acquire up to 1,34,01,046 Equity shares representing 26.00% of Emerging Equity & Voting Share Capital of

	the Target Company
Offer Price	An offer price of ₹17/- (Rupees Seventeen Only) per Offer Share.
Offer Size	Upto 1,34,01,046 (One Crore Thirty Four Lakh One Thousand Forty Six Only) Fully Paid-up Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each at Offer Price of Rs. 17/- per equity share, Representing 26.00% Of The Emerging Equity & Voting Share Capital Of Target Company.
PA/ Public Announcement	Public Announcement dated Thursday, March 13 th , 2025.
Proposed Preferential Issue	Means the proposed issue and allotment of 3,61,54,529 under preferential as approved by the Board of Directors of the Target Company at their Board Meeting held on March 13, 2025, subject to approval of members and other regulatory approvals of 3,61,54,529 Equity shares to the Acquirers at an Issue price of Rs. 17.00/- per Equity shares.
Promoter	The existing promoters of the Target Company, in accordance with the provisions of Regulations 2 (1) (s), and 2 (1) (t) of the SEBI (SAST) Regulations, read with Regulations 2 (1) (oo), and 2 (1) (pp) of the SEBI (ICDR) Regulations, in this case, namely being, Mr. Raman Trikha and Mr. Sulakashana Trikha.
Public Shareholders	All the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the Acquirers and the parties to the Share Purchase Agreement, including persons deemed to be acting in concert with such parties to the Share Purchase Agreement (if any), pursuant to and in compliance with the SEBI (SAST) Regulations.
Registrar/ Registrar to the Offer	Alankit Assignments Limited
RTGS	Real Time Gross Settlement
SCRR	Securities Contract (Regulation) Rules, 1957, as amended.
SEBI	Securities and Exchange Board of India.
SEBI Act	Securities and Exchange Board of India Act, 1992, and subsequent amendments thereto.
SEBI (LODR) Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendment thereto.
SEBI (SAST) Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereof.
Stock Exchange	BSE Limited is the Stock Exchange on which the Equity Shares of the Target Company are presently listed.
Target Company	Anka India Limited a public limited Company incorporated under the provision of the Companies Act, 1956, having its registered office at 6 Legend Square Sector 33, Gurgaon, Haryana-122004 and bearing Corporate Identification Number-L74900HR1994PLC033268.
Tendering Period	The tendering period shall have the meaning ascribed to it under Regulation 2(1) (za) of the SEBI (SAST) Regulations.
Working Day	The working day shall have the meaning ascribed to it under Regulation 2(1) (zf) of the SEBI (SAST) Regulations.

I. ACQUIRERS, SELLER, TARGET COMPANY AND OFFER

A. Information about Acquirers

1. Acquirer-1 : Mr. Amit Sharma	
1.1.	Mr. Amit Sharma, S/o Mr. Rakesh Sharma, aged about 33 years, an Indian Inhabitant, residing at D 1902, The Grand Arch, Sector 58, Gurgaon, Sector 56, Gurgaon, Haryana-122011, Telephone No:+91-9999994536, Email : asharma1991@gmail.com . His Permanent Account Number under the Income Tax Act, 1961 is CNIPS1422B. He has completed his education up to the senior secondary level. He has not changed/ altered his name at any point of time.
1.2.	Acquirer-1 does not belongs to any group.
1.3.	Acquirer-1 does not hold any position in the listed Company.
1.4.	CA Siddharth Bakhru (Membership No. 542063) Partner of M/s. Siddharth Bakhru & Associates, Chartered Accountants (Firm Registration No. 022040C) having their office located at A 107, A Block, Sector 46, Noida, Uttar Pradesh 201303; Tel:+91-9899992246; Email: sbka.siddharth@gmail.com vide certificate dated March 12, 2025, has certified that Net Worth of Acquirer-1 is Rs 22,69,41,462.45/- (Rupees Twenty Two Crore Sixty Nine Lakhs Forty One thousand Four Hundred and Sixty Two dot Forty Five Paise only as on March 12, 2025. (UDIN: 25542063BMONNE7573)).
1.5.	Acquirer-1 holds only One (1) Equity Share in the Target Company as on the date of the PA and DPS. Acquirer-1 has not acquired any Equity Shares of the Target Company between the date of the PA i.e., March 13, 2025 and the date of this DPS. However, the Acquirer-1 has agreed to buy 2,89,23,624 Equity Shares by way of Proposed Preferential Issue.
1.6.	As on the date of this DPS, Acquirer-1 does not have any interest in Target Company except as mentioned above and the proposed shareholding to be acquired in the Target Company pursuant to proposed preferential issue
1.7.	Acquirer-1 hereby confirms and declares that he has not been categorized as a willful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on willful defaulter issued by RBI.
1.8.	Acquirer-1 hereby confirms and declares that he is not declared as 'Fraudulent Borrower' by the lending banks or financial institution or consortium, in terms of RBI master circular dated July 01, 2016.
2. Acquirer-2: Mr. Arjit Sachdeva	
2.1.	Mr. Arjit Sachdeva, S/o Mr. Kamal Deep, aged about 32 years, an Indian Inhabitant, residing at C-5-C/44-B, Janakpuri B-1 S.O, Delhi- 110058, Telephone No.: +91-9599922111, Email: sachdeva.arjit@gmail.com. His Permanent Account Number under the Income Tax Act, 1961 is DCMPS4708C. He holds a Bachelor of Technology degree and completed his postgraduate studies at Indian Institute of Management ("IIM") Indore. He has not changed/ altered his name at any point of time.
2.2.	Acquirer-2 does not belongs to any group.
2.3.	Acquirer-2 does not hold any position in the listed Company.
2.4.	CA Siddharth Bakhru (Membership No. 542063) Partner of M/s. Siddharth Bakhru & Associates, Chartered Accountants (Firm Registration No. 022040C) having their office located at A 107, A Block, Sector 46, Noida, Uttar Pradesh 201303; Tel:+91-9899992246; Email: sbka.siddharth@gmail.com vide certificate dated March 12, 2025, has certified that Net Worth of Acquirer-2 is Rs 2,28,53,140/- (Rupees Two Crore Twenty-Eight Lakhs

	Fifty-Three Thousand One Hundred and Forty only) as on March 12, 2025. (UDIN: 25542063BMONND8370)).
2.5.	Acquirer-2 does not hold any Equity Shares or voting rights in the Target Company as on the date of the PA and DPS. Acquirer-1 has not acquired any Equity Shares of the Target Company between the date of the PA i.e., March 13, 2025 and the date of this DPS. However, the Acquirer-2 has agreed to buy 72,30,905 Equity Shares by way of Proposed Preferential Issue.
2.6.	As on the date of this DPS, Acquirer-2 does not have any interest in Target Company, save and except the proposed shareholding to be acquired in the Target Company pursuant to proposed preferential issue
2.7.	Acquirer-2 hereby confirms and declares that he has not been categorized as a willful defaulter by any bank or financial institution or consortium thereof in accordance with the guidelines on willful defaulter issued by RBI.
2.8.	Acquirer-2 hereby confirms and declares that he is not declared as 'Fraudulent Borrower' by the lending banks or financial institution or consortium, in terms of RBI master circular dated July 01, 2016.

B. JOINT UNDERTAKINGS/ CONFIRMATION BY THE ACQUIRERS:

1.	The Acquirers undertake that if they acquire any further Equity Shares of the Target Company during the Offer Period, they will inform the Stock Exchange and the Target Company within 24 hours of such acquisitions and they will not acquire any Equity Shares of the Target Company during the period between three (3) working days prior to the commencement of the Tendering Period ("TP") and until the closure of the TP in accordance with Regulation 18(6) of the Regulations.
2.	Acquirers have not been prohibited by SEBI from dealing in securities in terms of directions issued under section 11B of the SEBI Act, as amended or under any other regulations made under the SEBI Act.
3.	Acquirers have not been categorized as a willful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the RBI, and are in compliance with Regulation 6A of the SEBI (SAST) Regulations.
4.	The Acquirer-1 and Acquirer-2 have not been categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), and are in compliance with Regulation 6B of the SEBI (SAST) Regulations.
5.	The Acquirers undertake that they will not sell the Equity Shares of the Target Company, if any, held by them during the Offer Period in terms of Regulation 25(4) of the Takeover Regulations
6.	The Equity Shares tendered in this offer will be acquired by Acquirers and there is no person acting in concert with Acquirers in this Open Offer.

C. DETAILS OF SELLING SHAREHOLDERS (THE SELLERS):

	Details of selling shareholders is not applicable as the Open Offer is being made pursuant to the Preferential Issue.
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D. INFORMATION ABOUT THE TARGET COMPANY

1.	Anka India Limited (" ANKA ") was originally incorporated on 13 th September 1994, under the provisions of Companies Act, 1956 in the name and style of "Anka India Private Limited" and registered with the Registrar of Companies of NCT Delhi & Haryana. Subsequently the Company was converted to Public Limited Company by passing Special resolution dated November 25, 1994 and the name of the Company changed to "Anka India Limited" vide Certificate of Incorporation dated January 02, 1995. The Corporate Identification Number (CIN) of the Target Company is L74900HR1994PLC033268.
2.	The Registered Office is presently situated at 6 Legend Square Sector 33, Gurugram, Haryana-122004, Telephone Number: 0124-2322570 / +91 9820069933, Email Id: response@ankaindia.com.
3.	<p>As on March 31, 2025, the Company is not generating any Revenue from its operations. As per Memorandum of Association, the Target Company is engaged in the business of following activities:</p> <p><i>"To carry on the business of setting up, planning, establishing, funding, financing, acquiring, purchasing, buying, possessing, leasing, developing, redeveloping, zoning, modelling, remodelling, positioning, repositioning, branding, rebranding, promoting, repairing, altering, operating, managing, supervising, staffing, servicing, facilitating, selling, replicating, giving on lease, sub-leasing, licensing, franchising, contracting, submitting, assigning, trading, dealing, swapping, exchanging of rights, title and interest pertaining to cinema, multiplex, theatre, drive in theatre, gaming zones ,bowling alleys, food courts, cafés, convenience store, super market, hyper market, shops, shopping malls, retail stores/ outlets, commercial parking space, drive through, hoardings, signage, kiosks, counters, markets, advertisement space, television channels, media platforms, websites, applications; as also production, distribution, exhibition and broadcasting of movies, feature films and over the top content and media; and other similar and ancillary establishments including the systems, software, applications, goodwill, intellectual property and the brand (s) thus created; in the manner of outright purchase, mortgage, transfer, assignment, attornment, lease, rent, hire, takeover, merger, demerger, amalgamation, joint venture, buy-back, handover, transfer, franchise, sale, contracting, services, licensing , authorizing or any other manner whatsoever in order to earn, derive, enjoy, benefit, monetize, expand in the form of revenue, profit, sales, fees, return, appreciation, receivables or any other manner whatsoever."</i></p> <p>Note: The Board of Directors in their meeting held on March 13, 2025 has proposed to alter the Clause 3(a) of Memorandum of Association of the Company subject to the shareholder's approval of the Company at ensuing EGM to be held on April 12, 2025. Accordingly, the notice convening the EGM has been duly dispatched to the shareholders of the Company.</p>
4.	The Authorised Share Capital of ANKA is Rs. 24,00,00,000 (Twenty-Four Crores Only) divided in to 2,40,00,000 Equity Shares of Face Value of Re. 10/- each. The Issued, Subscribed and Paid-up capital of ANKA is Rs. 15,38,79,560 (Fifteen Crore Thirty Eight Lakh Seventy Nine Thousand Five Hundred Sixty Only) divided in to 1,53,87,956 Equity Shares of Face Value Re. 10/- each. However, The Target Company in its Board Meeting held on March 13, 2025 has approved for an increase in Authorised Share Capital to Rs. 52,00,00,000 (Rupees Fifty Two Crore Only) consisting of 5,20,00,000 Equity shares of face value of Rs. 10/- each by creating of additional 2,80,00,000 Equity shares having Face Value of Rs. 10/- each subject to approval of Members of the Target Company.

5.	The Equity Shares of the Target Company are currently listed on BSE limited (" BSE ") having scrip code 531673. The Equity Shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations. The ISIN of Target Company is INE067C01025.
6.	The Key Financial Information of the Target Company based on the Audited Financial Statements for Financial year ended on 31 st March 2024, 31 st March 2023, 31 st March 2022 are as follows:

(Amount in Thousands, Except EPS)

Particulars	31 st March 2024	31 st March 2023	31 st March 2022
Revenue from Operations	0.00	0.00	0.00
Other Income	5,734	479	0.00
Total Revenue	5,734	479	0.00
Profit/ Loss for the year period	4,200	(1,705)	(1,721)
EPS (Rs. Per Share)			
Basic	0.48	(0.27)	(0.27)
Diluted	0.20	(0.08)	(0.27)
Networth/ Shareholder's Fund	94,971	79,615	9,866

As on the date of PA and DPS, the composition of the Board of Directors is as follows:

Name	Designation	DIN/PAN	Date of Appointment in Anka
Niti Sethi	Non-Executive-Independent Director	07624580	24/05/2017
Ashakishinchand	Non-Executive-Independent Director	07727473	24/05/2017
Sulakashana Trikha	Whole-Time Director	02924761	09/03/2017
Raman Rakesh Trikha	Executive Director	00383578	09/10/2020
Anu Sharma	Company Secretary	BOPPS7175N	20/01/2020
Manish Umakant Pandey	Chief Financial Officer	AQBPP2781N	12/09/2017

E. DETAILS OF OFFER:

1.	The Acquirers have made the Offer in accordance with the Regulation 3(1) and 4 read with Regulation 15(1) & (2) and Regulation 13(2)(g) of SEBI (SAST), Regulations to all the Public Shareholders of the Target Company for the acquisition of upto 1,34,01,046 (One Crore Thirty Four Lakh One Thousand Forty Six Only) (" Open Offer Shares ") having face value of Rs. 10/- each representing 26.00% of the Emerging Equity & Voting Share Capital of the Target Company at an " Offer Price " of Rs. 17.00/- (Rupee Seventeen Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS, Draft Letter of Offer (" DLOF ") and the Letter of Offer (" LOF ").
2.	The Offer is being made to all the Public Shareholders of the Target Company except the Acquirers, Persons Acting in Concert (" PAC ") with him and the Existing Promoters in terms of Regulation 7 (6) of SEBI (SAST) Regulations.
3.	The Equity Shares of the Target Company under the Offer will be acquired by Acquirers as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof.

4.	As on date, there are no statutory approvals required to acquire the Equity Shares tendered pursuant to this Offer, except In-Principal approval from the Stock Exchange or any other Regulatory Authority for the proposed Preferential Issue. If any other statutory approvals are required or become applicable at later date before the completion of the Offer, the Offer would be subject to the receipt of such other statutory approvals. The Acquirers will not proceed the Offer in the event such statutory approvals are refused in terms of Regulation 23 of SEBI (SAST) Regulations.
5.	The Offer (<i>assuming full acceptance to the Offer Size</i>) will result in the minimum public shareholding (MPS) to fall below 25% of Emerging Equity and Voting Share Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 (" SCRR "). If the MPS falls below 25% of the Emerging Equity and Voting Share Capital, the Acquirers will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the Securities Contract (Regulation) Rules, 1957 and the Listing Regulations.
6.	This Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations
7.	This Open Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations
8.	The Offer Price will be paid in Cash, in accordance with the provisions of Regulations 9(1)(a) of SEBI (SAST) Regulations.
9.	As on date, there are no instruments pending for Conversion into Equity Shares.
10.	Pursuant to an Open Offer, the Acquirers will be classified into Promoter and Promoter group of the Target Company and the Existing Promoter and Promoter Group will be classified into public category in pursuance with Regulation 31A of Securities Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 ('SEBI (LODR) Regulations').
11.	To the extent required and to optimize the value of all the shareholders, the Acquirers may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers intends to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers.
12.	In terms of Regulation 25(2) of the Takeover Regulations, the Acquirers does not currently have any intention to alienate, restructure, dispose of or otherwise encumber any assets of Target Company in the succeeding two years from the completion of this Offer, except in the ordinary course of business and other than as already agreed, disclosed and / or publicly announced by Target Company. Notwithstanding anything contained herein and except with the prior approval of the shareholders of Target Company through a special resolution, passed by way of postal ballot, the Acquirers undertake that it will not restructure, sell, lease, dispose of or otherwise encumber any substantial assets of Target Company other than in the ordinary course of business and other than as already agreed, disclosed and / or publicly announced by Target Company.
13.	The Manager to the Offer i.e. Corporate Makers Capital Limited, does not hold any Equity Shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the Equity Shares of the Target Company during the Offer Period.

II. BACKGROUND TO THE OFFER:

1.	This Offer is a "Mandatory Open Offer" made under Regulation 3(1), 4 read with Regulation 15(1) & (2) and Regulation 13(2)(g) of SEBI (SAST), Regulations being made by the Acquirers to the Public Shareholders of the Target Company for substantial acquisition of Equity Shares and Voting Rights accompanied with the change in control of the Target Company.
2.	The Board of Directors of the Target Company at their meeting held on March 13, 2025 has authorized the preferential allotment of 3,61,54,529 fully paid-up Equity Shares of face value of Rs. 10/- each on preferential basis representing of 70.15% of Emerging Equity & Voting Share Capital of the Target Company to Acquirers (2,89,23,624 Equity shares to Acquirer-1 and 72,30,905 Equity shares to Acquirer-2) at an Issue Price of Rs. 17.00/- per Equity share, in compliance with the provisions of Companies Act, 2013 ("Act") and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements, 2018) and subsequent amendments thereto (" SEBI ICDR Regulations 2018 "). The consent of the members of the Target Company for the proposed preferential allotment is being sought through Notice of Extra Ordinary General Meeting dated March 13, 2025.
3.	This Open Offer is being made under Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations, 2011. Pursuant to the underlying transaction, the Acquirers will jointly hold 70.15% of the Emerging Equity & Voting Share Capital of the Target Company. After completion of Open Offer the Acquirers shall form part of the Promoter and Promoter Group of the Target Company.
4.	The Offer Price will be paid in Cash, in accordance with the provisions of Regulations 9(1)(a) of SEBI (SAST) Regulations.
5.	The Acquirers may diversify its business activities in future with the prior approval of Shareholders and in compliance with the provisions of the Companies Act, 2013 and Listing Regulations. However, the main purpose of this acquisition is to hold majority stake and control over the management of the Target Company. The Acquirers shall be classified as part of Promoter & Promoter group of Target Company

III. SHAREHOLDING AND ACQUISITION DETAILS:

The Current and proposed shareholding of the Acquirers in Target Company and the details of their acquisition is as follows:

Particulars	Shareholding as on the date of PA i.e. March 13, 2025		Shares agreed to be acquired under proposed Preferential Issue		Shares acquired between the date of PA and DPS date		Shares to be acquired in the Open Offer (assuming full acceptance)		Post Offer Shareholding (assuming full acceptance) as on 10 th working day after closing of Tendering Period	
	No of shares	%*	No of shares	%*	No of shares	%*	No of shares	%*	No of shares	%*
Acquirer 1	1	Negligible	2,89,23,624	56.12	NIL	NIL	1,34,01,046	26	4,95,55,575	96.15
Acquirer 2	NIL	NIL	72,30,905	14.03	NIL	NIL				

Total	1	Neg ligi ble	3,61,54,529	70.15	NIL	NIL	1,34,01,046	26	4,95,55,575	96.15
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*Computed as % of Emerging Equity and Voting Share Capital of Anka India Limited.

IV. OFFER PRICE:

1.	The Equity Shares of the Target Company are listed on BSE Limited (" BSE ") having a scrip ID: " ANKIN " and scrip code: " 531673 ". The ISIN of the Target Company is " INE067C01025 ".
2.	The Annualized Trading Turnover of the Equity Shares of the Target Company on BSE during Twelve (12) calendar months prior to the month of PA date (March, 2024 - February, 2025) is as given below:

Name of the Stock Exchange	Total Number of Shares traded during the preceding 12 calendar months prior to the month of PA	Total Number of Weighted Shares outstanding	Annualized Trading Turnover (as % of total number of listed shares)
BSE Limited	14,87,202	1,28,89,203.59 i.e. 1,28,89,204 (in round figures)	11.54%

(Source: BSE Limited)

3.	Based on the above, the Equity Shares of the Target Company are frequently traded during the twelve (12) calendar months prior to the month of PA within the meaning of explanation provided in Regulation 2 (1) (j) of the SEBI (SAST) Regulations on BSE Ltd.
4.	The Offer Price of Rs. 17/- is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations as it is higher of the following:

Sr. No.	Particulars	Amount
a)	Highest of Negotiated Price per Equity Share (Price to be payable in proposed Preferential Issue by Acquirers)	Rs.17/-
b)	The volume-weighted average price paid or payable for acquisition by the Acquirers or by any person acting in concert with him, during 52 weeks immediately preceding the date of PA	14.88/-
c)	Highest price paid or payable for acquisitions by the Acquirers or by any person acting in concert with him during 26 weeks immediately preceding the date of PA	14.88/-
d)	The Volume-Weighted Average Market Price of shares for a period of sixty trading days immediately preceding the date of the PA as traded on the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period, provided such shares are frequently traded	16.20/-
e)	Where the shares are not frequently traded, the price determined by the acquirers and the manager to the open offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable

The Fair Value of Equity Share of the Target Company is Rs. 17.00/- (Rupees Seventeen) as certified by Manish Manwani, Registered Valuer (IBBI/RV/03/2021/14113), having their office situated at Unit No. 125, Tower B-3, Spaze Itech Park, Sohna Road, Sector-49, Gurugram, Haryana-122018; Tel. No: +91-9911077439; Email: manishmanwani74@gmail.com vide Valuation Certificate dated March 13, 2025.

5.	In view of the parameters considered and presented in the above table, in the opinion of the Acquirers and Manager to the Offer, the Offer Price of Rs.17/- per Equity Share as mentioned above is justified in terms of Regulation 8 of the SEBI (SAST) Regulations
6.	There have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls prior to three (3) Working Days prior to the commencement of Tendering Period of the Offer.
7.	In the event of any further acquisition of Equity Shares of the Target Company by Acquirers during the offer period, whether by subscription or purchase, at a price higher than offer price, then offer price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8 (8) of the SEBI (SAST) Regulations, provided that no such acquisitions shall be made after the third (3 rd) working day prior to commencement of tendering period and until the expiry of tendering period.
8.	If the Acquirers acquires or agree to acquire any Equity Shares of the Target Company during the period of twenty-six weeks after the closure of Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose Equity Shares have been accepted in this Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the Takeover Regulations, or pursuant to SEBI (Delisting of Equity Shares) Regulations, 2021 or open market purchases made in the ordinary course on the stock exchange, not being negotiated acquisition of Equity Shares of the Target Company in any form.
9.	As on date of this DPS, there is no revision in the Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirers will comply with all the provisions of the Regulation 18(5) of the Takeover Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size
10.	If there is any revision in the Offer Price on account of future purchases / competing offers, it will be done only upto one (1) working day prior to the date of commencement of the Tendering Period in accordance with Regulation 18(4) of the Takeover Regulations and would be notified to the shareholders by way of another public announcement in the same newspapers where the DPS has appeared.

V. FINANCIAL ARRANGEMENTS

1.	The total funds required for the implementation of the Open Offer (<i>assuming full acceptance</i>) i.e. for the acquisition of upto 1,34,01,046 (One Crore Thirty Four Lakh One Thousand Forty Six Only) fully paid-up Equity shares having face value of Rs.10/- each at a price of Rs.17/- is Rs. 22,78,17,782 /- (Rupees Twenty Two Crore Seventy Eight Lakh Seventeen Thousand Seven Hundred Eighty Two Only) (" maximum consideration ")
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2.	In accordance with Regulation 17 of SEBI (SAST) Regulations, 2011, the Acquirers, the Manager to the Offer and ICICI Bank Limited, a Banking Corporation incorporated under the laws of India, have entered into an Escrow agreement for the purpose of the Open Offer (" Escrow Agreement "). Pursuant to the Escrow Agreement, the Acquirers have deposited 5,85,00,001 in cash in the Escrow Account opened with ICICI Bank Limited, having its registered office at ICICI Bank Tower, Near Chakli Circle, Old Padra Road, Vadodara, Gujarat – 390007 acting through its branch office at ICICI Bank Limited, Capital Markets Division, 5th Floor, HT Parekh Marg, Backbay Reclamation, Churchgate, Mumbai - 400020, holding SEBI Registration for Bankers to Issue No. INBI00000004 (hereinafter referred to as the "Escrow Banker"), being more than 25% of the Maximum Consideration payable under the Offer.
3.	The Acquirers has duly empowered Corporate Makers Capital Limited, the Manager to the Open Offer, to operate the above-mentioned Escrow Account and to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
4.	The Acquirers have adequate financial resources and have firm arrangements for implementation of Open Offer, in terms of Regulation 25(1) of SEBI (SAST) Regulations, 2011. The Open Offer obligation will be met by Acquires through their own resources and no funds are being borrowed from any bank or financial institution for the purpose of this Open Offer by the Acquirers. CA Siddharth Bakhru (Membership No. 542063) Partner of M/s. Siddharth Bakhru & Associates, Chartered Accountants (Firm Registration No. 022040C) having their office located at A 107, A Block, Sector 46, Noida, Uttar Pradesh 201303; Tel:+91-9899992246; Email: sbka.siddharth@gmail.com has certified vide certificate dated March 12, 2025 having UDIN No: 25542063BMONNE7573 for " Acquirer-1 " and 25542063BMONND8370 for " Acquirer-2 " that the Acquirers have sufficient resources to make the fund requirement for fulfilling all the obligations under the Offer.
5.	Based on the above and in the light of the escrow arrangement, the Manager to the Open Offer is satisfied (i) about the adequacy of resources to meet the financial requirements of the Open Offer and the ability of the Acquirers to implement the Open Offer; and (ii) that the firm arrangements have been put in place by the Acquirers to fulfill their obligations through verifiable means in relation to the Open Offer in accordance with the SEBI (SAST) Regulations, 2011.

VI. STATUTORY AND OTHER APPROVALS

1.	As on the date of this DPS, there are no other statutory approvals required by them to complete the underlying transaction and this Open Offer, except In-Principal approval from BSE Ltd (" Stock Exchange ") in accordance with Regulation 28(1) of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue. However, if any statutory approval(s) required or become applicable at later stage prior to completion of this Open Offer, this Offer would be subject to the receipt of such other statutory approvals. The Acquires/ Target Company shall make such necessary applications for such statutory approvals.
2.	If the holders of the Equity Shares who are not persons resident in India (including NRIs, OCBs, FIIs and FIIs) require any approvals (including from Reserve Bank of India (" RBI "), the Foreign Investment Promotion Board (" FIPB ") or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Equity Shares held by them in this Offer, along with the other documents required to be tendered to

	accept this Offer. In the event such approvals are not submitted, the Acquirers reserve the right to reject such Equity Shares tendered in this Offer
3.	Subject to the receipt of statutory and other approvals, if any, the Acquirers shall complete all requirements relating to this Open Offer including payment to the shareholders who have accepted the Open Offer within Ten (10) working days from the date of Closure of the Tendering Period.
4.	In case of delay/ non-receipt of any statutory approval(s), the SEBI may, if satisfied that delayed/ non-receipt receipt of the requisite approvals was not attributable to any willful default or neglect of the Acquirers or failure of the Acquirers to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirers agreeing to pay interest at the rate of ten (10%) per-cent per annum to the shareholders, in terms of regulation 18(11) and (11A) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable to forfeiture
5.	In the event of non-receipt of any such statutory approval(s) which may become applicable prior to completion of Open Offer, for reasons outside the reasonable control of the Acquires, the Acquires shall have right not to proceed with the Open Offer in accordance with the regulation 23(1) of the SEBI (SAST) Regulations. In the event of withdrawal, the Acquires (through Manager to the Offer) shall issue a Public Announcement within two (2) working days of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23 of the SEBI (SAST) Regulations , in the same newspaper which the DPS has been published a copy of such Public Announcement will also be sent to SEBI, Stock Exchange and to the Target Company at its Registered Office

VII. TENTATIVE SCHEDULE OF THE ACTIVITIES PERTAINING TO THE OFFER:

Sr.No	Activity	Day and Date**
1.	Public Announcement	Thursday, March 13, 2025
2.	Last date of publication of Detailed Public Statement in Newspaper and to SEBI, BSE & Target Company	Friday, March 21, 2025
3.	Last date for filing of Draft Letter of Offer ("DLOF")	Friday, March 28, 2025
4.	Last date of a Competing Offer(s)	Wednesday, April 16, 2025
5.	Last date for receipt of SEBI observation on the DLOF (in the event SEBI has not sought any clarifications or additional information from the Manager to the Offer)	Thursday, April 24, 2025
6.	Identified date of Shareholders*	Monday, April 28, 2025
7.	Last date by which the Letter of Offer will be dispatched to the Eligible Equity Shareholders as on the identified date.	Tuesday, May 06, 2025
8.	Last date by which recommendation of Independent Directors Committee of the Target Company will be given and published	Friday, May 09, 2025
9.	Last date for revising the Offer Price/ number of shares	Monday, May 12, 2025
10.	Advertisement of Schedule of Activities for Open Offer, status of statutory and other approvals in newspaper and sending to SEBI, BSE and Target Company	Monday, May 12, 2025
11.	Date of commencement of tendering period (Offer Opening Date)	Tuesday, May 13, 2025
12.	Date of expiry of tendering period (Offer Closing Date)	Monday, May 26, 2025

13.	Date by which all requirements including payment of consideration would be completed	Monday, June 09, 2025
14.	Post Offer Advertisement	Monday, June 16, 2025
15.	Final report submitted to the SEBI by Manager to the Offer	Monday, June 16, 2025

**Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of Equity Shares of the Target Company (except the Acquirers, PACs and Deemed PACs to the Acquirers) are eligible to participate in the Offer any time before the closure of the Offer.*

***The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations, 2011) and are subject to receipt of relevant approvals from the various statutory/ regulatory authorities and may have to be revised accordingly.*

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

1.	All the shareholders of the Target Company, whether holding Equity Shares in dematerialized form or physical form, registered or unregistered, except the Acquirers, PACs and Deemed PACs, are eligible to participate in the Open Offer at any time before closure of the tendering period.
2.	Persons who have acquired Equity Shares but whose names does not appear in the register of members of the Target Company on the Identified Date i.e. the date falling on the 10th (tenth) Working Day prior to the commencement of Tendering Period, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Open Offer. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
3.	The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in), once available, or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP ID, Client ID, current address and contact details.
4.	In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirers shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager to the Offer.
5.	The Open Offer will be implemented by the Acquirers through Stock Exchange Mechanism made available by Stock Exchanges in the form of a separate window (" Acquisition Window "), as provided under the SEBI (SAST) Regulations and SEBI circular numbered CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, as further amended by SEBI circular numbered CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, as amended from time to time (" Acquisition Window Circulars ") and as per further amendment vide SEBI circular bearing reference number SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and SEBI's Master Circular dated February 16, 2023, bearing reference number SEBI/HO/CFD/PoD1/P/CIR/2023/31 (" Master Circular ").
6.	BSE Limited (" BSE ") shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer


7.	The Acquirers have appointed a Nikunj Stock Brokers Limited ("Buying Broker") as its stock broker for the Open Offer through whom the purchases and settlement for the Offer Shares tendered under Open Offer shall be made. The Contact details of the Buying Broker are as mentioned below:	
8.		Name- Nikunj Stock Brokers Limited Address: A-92, Ground Floor, Left Portion, Kamla Nagar, New Delhi-110007 Tel: +91-11-47030017-18 /8700240043 E-mail: complianceofficer@nikunjonline.com Website: www.nikunjonline.com SEBI Registration No.: INZ000169335
9.	All shareholders who desire to tender their Equity Shares under the Open Offer would have to intimate their respective stock broker (" Selling Broker ") within the normal trading hours of the secondary market, during the tendering period.	
10.	A Separate Acquisition window will be provided by BSE Ltd. (" Stock exchange ") to facilitate placing of sell orders. The Selling Brokers can enter orders for demat Equity Shares as well as physical Equity Shares. A separate Acquisition Window will be provided by the stock exchange to facilitate the placing of sell orders.	
11.	As per the provisions of Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and SEBI's press release dated December 03, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations	
12.	The Letter of Offer along with a form of Acceptance-cum-acknowledgement would also be available at the SEBI website www.sebi.gov.in , and shareholders can also apply by downloading such forms from the said website.	
13.	No indemnity is required from unregistered shareholders.	

IX. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE DRAFT LETTER OF OFFER

X. OTHER INFORMATION:

1.	The Acquirers and the Target Company have not been prohibited by SEBI from dealing in the securities under directions issued pursuant to Section 11B or under any other regulations made under the SEBI Act.
2.	The Acquirers have appointed Corporate Makers Capital Limited as Manager to the Offer pursuant to Regulation 12 of the SEBI (SAST) Regulations.
3.	The Acquirers have appointed Alankit Assignment Limited as the Registrar to the Offer having office at 4E/2 Alankit House, Jhanandewlan Extn, New Delhi-110055, Contact Person: Mr. Jagdeep Kumar Singla, Tel No: 011- 42541234, Email: rta@alkankit.com .

4.	This Detailed Pubic Statement would also be available at SEBI's website at www.sebi.gov.in and the website of the Manager to the Offer at www.corporatemakers.in
5.	This Detailed Pubic Statement is being issued on behalf of the Acquirers by the Manager to the Offer i.e. Corporate Makers Capital Limited.
6.	The Acquirers accepts the full responsibility for the information contained in PA and DPS (other than such information regarding the Target Company as has been obtained from public sources or provided or relating to and confirmed by the Target Company) and undertake that he is aware and shall comply with and fulfil his obligations as laid down under SEBI (SAST) Regulations, 2011 and subsequent amendments made thereof.

Issued by Manager to the Offer:	
	Corporate Makers Capital Limited
	Address: 611, 6th Floor, Pragati Tower, Rajendra Place, Delhi -110091
	Contact Number: +91- 11- 41411600
	Website: www.corporatemakers.in
	Email Address: compliance@corporatemakers.in
	Contact Person: Mr. Rohit Pareek
	SEBI Registration Number: INM000013095
	Validity: Permanent
	CIN: U65100DL1994PLC063880

For and on behalf of

Sd/- Amit Sharma ("Acquirer-1")	Sd/- Arjit Sachdeva ("Acquirer-2")
Date: 20-03-2025 Place: New Delhi	