

December 23, 2025

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai- 400 051

Dear Sir / Madam,

**Sub: Submission of Detailed Public Statement (“DPS”)**

**Ref: Open Offer to acquire upto 66,81,577 Equity Shares of ₹10 each at a price of ₹97.60 per Equity Share of Supreme Infrastructure India Limited (“Target Company” / “SIIL”) representing 26% of Pre-Preferential Share Capital of the Target Company by the Acquirers along with the PACs under Regulation 3(2) & 4 of the SEBI (SAST) Regulations, 2011.**

Systematix Corporate Services Limited (“**Manager to the Offer**”), on behalf of the Acquirers and the PACs, has informed the shareholders of the Target Company vide DPS, in compliance with Regulation 15(2) of the SEBI (SAST) Regulations, pursuant to the Public Announcement e-filed on December 17, 2025 with your office and with the Target Company.

As required under Regulation 13(4) and 14(3) of the SEBI (SAST) Regulations, the DPS has been published in the following newspapers on December 23, 2025:

Name of the Newspaper	Language	Editions
The Financial Express	English Daily	All Editions
Jansatta	Hindi Daily	All Editions
Mumbai Lakshdeep	Marathi Daily	Mumbai Edition

In this regard, we are enclosing herewith a e-copy of DPS published in The Financial Express-English, Mumbai Edition for your kind perusal.

Yours truly

For Systematix Corporate Services Limited




**Amit Kumar**  
Director-Investment Banking

**Encl.: As above**

**Cc: Supreme Infrastructure India Limited**

**Systematix Corporate Services Limited**

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 Corporate Office: The Capital, A-Wing, No. 603 - 606, 6th Floor, Bandra Kurla Complex, Bandra (East), Mumbai -400051.  
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 CIN: L91990MP1985PLC002969 Website: [www.systematixgroup.in](http://www.systematixgroup.in) Email: [secretarial@systematixgroup.in](mailto:secretarial@systematixgroup.in)

**SEBI Merchant Banking Registration No.: INM000004224**



## DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(2) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO, TO THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF



## SUPREME INFRASTRUCTURE INDIA LIMITED

Registered office: Supreme House, Opp. IIT Main Gate, Plot No. 94/C, Pratap Gad, Powai, Mumbai 400 076

CIN: L74999MH1983PLC029752; Telephone: +91 22 6128 9700;

Email: cs@supremeinfra.com Website: www.supremeinfra.com

**OPEN OFFER FOR ACQUISITION OF UP TO 66,81,577 EQUITY SHARES ("OFFER SHARES") OF SUPREME INFRASTRUCTURE INDIA LIMITED ("TARGET COMPANY") FROM PUBLIC SHAREHOLDERS REPRESENTING 26.00% OF THE PRE-PREFERENTIAL SHARE CAPITAL (AS DEFINED BELOW) OF THE TARGET COMPANY BY VIKRAM SHARMA ("ACQUIRER 1"), SUPREME LAKE VIEW BUNGALOWS PRIVATE LIMITED ("ACQUIRER 2"), AND RBS REAL ESTATE VENTURES PRIVATE LIMITED ("ACQUIRER 3"), (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") ALONG WITH PERSONS ACTING IN CONCERT ("PAC") NAMELY BARKHA SHARMA ("PAC 1"), BVB INFRACORP PRIVATE LIMITED ("PAC 2"), VSB INFRACORP PRIVATE LIMITED ("PAC 3") AND BJA AGRO INFRA PRIVATE LIMITED (FORMERLY MOHOL KURUL KAMATHI TOLLWAYS PRIVATE LIMITED) ("PAC 4"), (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "PAC'S"), PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(2), AND 4 READ WITH REGULATIONS 13(1) AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS" AND REFERENCE TO A PARTICULAR "REGULATION" SHALL MEAN THE PARTICULAR REGULATION OF THE SEBI (SAST) REGULATIONS) ("OPEN OFFER"/"OFFER").**

This detailed public statement ("Detailed Public Statement" or "DPS") is being issued by Systematix Corporate Services Limited, Manager to the Open Offer ("Manager to the Offer" or "Manager"), for and on behalf of the Acquirers and the PACs to the Eligible Equity Shareholders, pursuant to and in compliance with Regulations 3(2) and 4 read with Regulations 13(4), 14(3) and 15(2) and other applicable regulations of the SEBI (SAST) Regulations, and pursuant to the public announcement dated December 17, 2025 ("Public Announcement" or "PA") filed on December 17, 2025 with BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") in terms of Regulation 14(1) of the SEBI (SAST) Regulations. The PA was also sent to the Securities and Exchange Board of India ("SEBI") and to the Target Company in terms of Regulation 14(2) of the SEBI (SAST) Regulations on the same day.

## DEFINITIONS

Terms defined in the PA have same meaning as assigned to them in this DPS.

**Allotment Price** means the price at which the Preferential Allotment was approved in the Board Meeting of the Target Company held on September 27, 2024 i.e. ₹ 86.94 per Equity Shares or Warrants.

**Deemed PAC's** shall mean remaining members of the Promoter and Promoter Group who are not covered in the Acquirers and the PACs.

**Delayed Period** shall mean delay in releasing of public announcement for a period of 447 days commencing from September 27, 2024, being the date of the Board Meeting of the Target Company in which the Preferential Allotment was approved, and the date of actual release of the Public Announcement i.e. December 17, 2025.

**Equity Shares** shall mean the fully paid-up equity shares of face value of ₹ 10 each of the Target Company.

**Post-Preferential Share Capital** shall mean Equity Share Capital of ₹ 118,84,87,130 divided into 11,88,48,713 Equity Shares on a fully diluted basis including conversion of 2,21,12,953 outstanding Warrants into Equity Shares.

**Pre-Preferential Share Capital** shall mean Equity Share Capital of ₹ 25,69,83,720 divided into 2,56,98,372 Equity Shares of the Target Company, which is currently listed and traded on Stock Exchanges.

**Open Offer Shares** means 66,81,577 Equity Shares constituting 26% of the Pre-Preferential Share Capital of the Target Company.

**Eligible Equity Shareholders** shall mean all the shareholders of the Target Company, excluding the existing Promoters/Promoter Group of the Target Company (including Acquirers and PACs and deemed PACs) and non-promoter allotees to the Preferential Allotment.

**Preferential Allotment** shall mean the following:

Pursuant to the resolutions passed at the Board Meeting and the Extra-Ordinary General Meetings held on September 27, 2024, and October 21, 2024, respectively, and in accordance with the in-principle approvals received from the stock exchanges on June 19, 2025, the Board of Directors of the Target Company, at its meeting held on July 03, 2025, approved the allotment of securities to certain Promoter & Promoter Group and Non-Promoters as disclosed in the table:

Type of Allotment	Number of Securities	% of Post-Preferential Share Capital (on a fully diluted basis)	Allotees	Price per Security	Consideration / Mode
Equity Shares	3,94,63,889	33.21%	Promoter & Promoter Group, Non-Promoters	₹ 86.94	Cash consideration
Warrants	2,21,12,953	18.61%	Promoter & Promoter Group, Non-Promoters	₹ 86.94	Cash consideration
Equity Shares (upon conversion of unsecured loan)	2,21,12,953	18.61%	Promoter & Promoter Group, Non-Promoters	₹ 86.94	Conversion of outstanding unsecured loan

Note: As on date of the PA, the listing and trading approvals for the securities allotted under the Preferential Allotment is due from Stock Exchanges.

**Promoter and Promoter Group** means those persons / entities as disclosed under the "Promoter and Promoter Group" category in the most recent shareholding pattern filed by the Target Company with the Stock Exchanges in accordance with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, or other applicable laws.

**Stock Exchanges** shall mean BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").

**Tendering Period** means the period of 10 Working Days during which the Public Shareholders may tender their Equity Shares in acceptance of the Offer, which shall be set out in detail in the Letter of Offer;

**Warrants** shall mean convertible warrants, which shall be convertible into Equity Shares of the Target Company within a period of 18 months from the date of allotment.

**Working Day** means any working day of the Securities and Exchange Board of India ("SEBI").

## I. ACQUIRER, PACS, SELLERS, TARGET COMPANY AND OFFER

## A. DETAILS OF THE ACQUIRER AND PACS

## 1. Information about Vikram Sharma ("Acquirer 1")

1.1. Vikram Sharma, s/o Bhawanishankar Sharma, aged about 51 years, is resident of Sharma Bungalow, Near Lake Castle Building, Hiranandani Complex, IIT Powai, Mumbai 400076. He holds PAN and a valid passport in India. He holds a bachelors degree in civil engineering from University of Mumbai. He has more than 27 years of experience in the real estate sector. His Contact No. is +91 22 61289700 and Email ID is vikram@supremeinfra.com.

1.2. Acquirer 1 is the Promoter and Director of the Target Company.

1.3. Acquirer 1 is also known as Vikram Bhawanishankar Sharma.

1.4. The Net worth of Acquirer 1 is ₹ 5,037.65 Lakhs as on October 31, 2025, as certified by Mukesh Kabra, (Membership No.: 041525), Partner, M/s KPMR & Co., Chartered Accountants (FRN: 104497W) vide certificate dated December 15, 2025, having Office at B-206, Oxford Chamber, Opp. MTNL Exchange, Off. Saki Vihar Road, Andheri (E), Mumbai 400072. Contact No. is +91 22 4211 6851 and Email ID is kpmpandco@gmail.com.

1.5. As on date, Acquirer 1 holds 79,243 Equity Shares aggregating to 6.72% of the Post-Preferential Share Capital of the Target Company. Acquirer 1 was allotted 40,25,765 Equity Shares and 28,75,546 Warrants representing 5.81% of the Post-Preferential Share Capital of the Target Company on July 03, 2025 under the Preferential Allotment. The listing and trading approval for the Equity Shares and Warrants allotted to him under the Preferential Allotment is awaited from the Stock Exchanges.

1.6. Acquirer 1 has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11 B of the SEBI Act, 1992, as amended, or any other Regulations made under the SEBI Act.

1.7. Acquirer 1 has not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1) of SEBI (SAST) Regulations.

## 2. Information about Supreme Lake View Bungalows Private Limited ("Acquirer 2")

2.1. Acquirer 2 is a Private Limited Company by shares and was incorporated on June 17, 2011, under the provisions of the Companies Act, 1956 with Registrar of Companies, Mumbai.

2.2. The CIN, contact number and email id of Acquirer 2 is U45200MH2011PTC218804, +91 22 61289700 and cs@supremeinfra.com, respectively.

2.3. The registered office of the Acquirer 2 is situated at Supreme House, Plot No. 94/C, Opposite IIT Powai, Mumbai 400076.

2.4. Acquirer 2 is in the business of civil engineering for commercial, residential, industrial and infrastructure projects.

2.5. The Composition of Board of Directors of Acquirer 2 as on this DPS is as follow:

Name	DIN	Date of Appointment	Experience	Qualifications
Shyam Mohanlal Khandelwal	08912505	October 10, 2020	Around 20 years of experience in the field of Finance and Commerce and Governance	Bachelor of Commerce from Banaras Hindu University
Barkha Sharma	06839339	September 23, 2024	5 years of experience in the Service Industry	Bachelor of Arts from Dr. Bhimrao Ambedkar University, Agra, Uttar Pradesh

2.6. The details of Promoters/Promoter Group Shareholders/Ultimate Beneficial Owners of Acquirer 2 as on December 12, 2025, are as under:

Sr. No.	Name of the Promoter / Promoter Group / Ultimate Beneficial Owners	Category	Shareholding	
			No. of Shares	% holding
1.	Vikram Sharma	Promoter	6,980	13.96%
2.	Barkha Sharma	Promoter	43,020	86.04%
<b>Total</b>			<b>50,000</b>	<b>100.00%</b>

2.7. The summary of Key Financial Information of Acquirer 2 is as under:

(Rs. in lakhs unless stated otherwise)				
Particulars	September 30, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
Total Income (including other income)	-	-	-	-
Profit / (Loss) for the year ended	(0.30)	(0.46)	(0.84)	(1.38)
Earnings Per Share (₹)	(3.03)	45.37*	(8.42)	(14.00)
Net Worth	8,130.87	8,131.18	(1,738.77)	(1,737.93)

\*Due to extraordinary profit during the Fiscal

2.8. The equity shares of Acquirer 2 are not listed on any Stock Exchange in India and / or abroad.

2.9. Acquirer 2, or its Promoter/Promoter Group/Directors/Key Managerial Personnel ("KMPs") have not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(a) of SEBI (SAST) Regulations.

2.10. Acquirer 2 has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11 B of the SEBI Act, 1992, as amended, or any other Regulations made under the SEBI Act.

2.11. Acquirer 2 has been allotted 1,07,54,543 Equity Shares on July 03, 2025, under the Preferential Allotment representing 9.05% of the Post-Preferential Share Capital of the Target Company. The listing and trading approval for the Equity Shares and Warrants allotted under the Preferential Allotment is awaited from the Stock Exchanges.

## 3. Information about RBS Real Estate Ventures Private Limited ("Acquirer 3")

3.1. Acquirer 3 is a Private Limited Company by shares and was incorporated on March 12, 2019, under the provisions of the Companies Act, 2013 with Registrar of Companies, Mumbai.

3.2. The CIN, contact number and email of Acquirer 3 is U74999MH2019PTC322423, +91 22 61289700 and cs@supremeinfra.com, respectively.

3.3. The registered office of the Acquirer 3 is situated at Sharma Cottage, Supreme City, Behind Lake Castle Building, Hiranandani Gardens, Powai, Mumbai 400076.

3.4. Acquirer 3 is in the business of civil engineering for commercial, residential, industrial and infrastructure projects.

3.5. The Composition of Board of Directors of Acquirer 3 as on this DPS is as follows:

Name	DIN	Date of Appointment	Experience	Qualifications
Bhawanishankar Sharma	01249834	March 12, 2019	Around 45 years of experience in civil construction industry	B.Sc. from Rajasthan University
Barkha Sharma	06839339	September 23, 2024		

(Continue....)

9. To the extent required and to optimize the value of all the Shareholders, the Acquirers and the PACs 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 above, 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.

10. In terms of Regulation 25(2) of the SEBI (SAST) Regulations, it is hereby stated that the Acquirers and PACs may alienate, restructure, dispose of or otherwise encumber any of the assets of Target Company at any time during the succeeding two years from the completion of this Offer including without limitation, the immovable properties of the Company. However, no firm decision has been made in this regard by the Acquirers and the PACs as on the date of this DPS. Notwithstanding anything contained herein, any such decision to alienate, restructure, dispose of or otherwise encumber any of the assets of the Target Company shall be given effect to subject to compliance with the applicable law for the time being in force at the relevant time.

11. As per Regulation 38 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("SEBI (LODR) Regulations") read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended ("SCRR"), the Target Company is required to maintain at least 25% public shareholding, on continuous basis for listing. As a result of the acquisition of Equity Shares in this Open Offer, the public shareholding in the Target Company will not fall below the minimum level required as per Rule 19A of the SCRR read with SEBI (LODR) Regulations, as amended based on the Post Preferential Share Capital of the Target Company.

**II. BACKGROUND TO THE OFFER**

1. To facilitate the settlement of outstanding dues with the Financial Creditors and to infuse fresh fund, the Target Company proposed a plan involving the settlement of financial debt through fresh equity infusion by the Promoters and other non-promoter investors by way of Composite Scheme of Compromise and Arrangement ("Scheme") under Sections 230-232 and other applicable provisions of the Companies Act, 2013. The Scheme was voted upon by the Financial Creditors on May 13, 2024. As part of the Scheme, the Board of Directors of the Target Company approved the proposed equity infusion on September 27, 2024, followed by shareholders' approval on October 21, 2024. Subsequently, the Scheme was approved by the National Company Law Tribunal (NCLT), Mumbai on March 28, 2025.

2. However, the certified copy of the order was received on April 22, 2025, which was considered the "Effective Date" of the Scheme. As per the terms of the Scheme, implementation was to be completed within six months from this Effective Date i.e. September 23, 2025.

3. The capital infusion by the Promoters as required under the Scheme and additional infusion over and above the proposed equity infusion, not forming part of the Scheme, triggered an open offer obligation on the date of Board Meeting for Preferential Allotment i.e. September 27, 2024 ("Triggered Date").

4. Subsequently, the in-principle approval from the Stock Exchanges for allotment of securities under the Preferential Allotment were obtained on June 19, 2025. Pursuant to the NCLT order dated March 28, 2025, approving the Scheme between the Target Company and its Financial Creditors, the Board of Directors, at its meeting held on July 03, 2025, approved the allotment of 98,34,368 Equity Shares, 1,15,02,185 Warrants, and 2,70,30,136 Equity Shares upon conversion of unsecured loans into Equity Shares of the Target Company. These allotments were carried out by way of Preferential Allotment to Promoter & Promoter Group and non-promoter investors, in accordance with the terms of the approved Scheme.

5. The Acquirers and the PACs are making this open offer to the Eligible Equity Shareholders of the Target Company as a result of increase in their shareholding beyond 5%, during a single financial year due to Preferential Allotment. This increase occurred following the Board Meeting on September 27, 2024, where the Acquirers and the PACs expressed their intent and consent to subscribe to the Equity Shares and Warrants of the Target Company. Subsequently, the Acquirers and the PACs received approval from Shareholders of the Target Company on October 21, 2024.

6. Due to allotment of Equity Shares and Warrants to certain members of the Promoter and Promoter Group of the Target Company, and subject to compliance with SEBI (SAST) Regulations and SEBI (LODR) Regulations, the Promoter and Promoter Group (i.e., Acquirers and PACs and Deemed PACs) will continue to exercise control over the Target Company.

7. As a consequence of the substantial acquisition of equity shares and voting rights, and joint control of the Target Company, this open offer is being made by the Acquirers along with the PACs in compliance with Regulations 3(2) and 4 of the SEBI (SAST) Regulations.

8. The Offer Price will be paid in cash by the Acquirers and the PACs in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.

9. Upon completion of the proposed Open Offer, the Acquirers and PACs will have acquired a substantial portion of the Post Preferential Share Capital of the Target Company. The primary objective of this acquisition is to gain substantial voting power and management control of the Target Company, in accordance with the SEBI (SAST) Regulations.

10. The Acquirers and the PACs may, based on evolving business needs and strategic opportunities, propose a change in the name and main objects of the Target Company, subject to obtaining necessary statutory and shareholder approvals.

11. The Acquirers and the PACs may consider reconstitution of the Board of Directors of the Target Company upon successful completion of this Offer. However, no firm decision has been taken or proposed at this stage. Any such reconstitution will be undertaken in compliance with applicable laws and regulations, including securing all necessary approvals.

**III. SHAREHOLDING AND ACQUISITION DETAILS**

The current and proposed Equity Shareholding of the Acquirers and the PACs in the Target Company and the details of the acquisition are as follows:

Particulars	Shareholding as on date of PA		Equity Shares and Warrants to be acquired through Preferential Allotment		Equity Shares acquired between PA date and the date of DPS		Equity Shares proposed to be acquired in the Offer (assuming full acceptance)		Post Offer shareholding as on 10th working day after closure of the Tendering Period	
	Number	%*	Number	%*	Number	%	Number	%*	Number	%*
Acquirer 1	10,82,942	0.91%	69,01,311	5.81%	Nil	NA				
Acquirer 2	Nil	NA	1,07,54,543	9.05%	Nil	NA				
Acquirer 3	Nil	NA	67,86,289	5.71%	Nil	NA				
PAC 1	7,500	Negligible	10,35,197	0.88%	Nil	NA				
PAC 2	Nil	NA	46,00,874	3.87%	Nil	NA				
PAC 3	Nil	NA	28,75,547	2.42%	Nil	NA				
PAC 4	Nil	NA	1,54,12,928	12.97%	Nil	NA				
Total	10,90,442	0.91%	4,83,66,689	40.71%	Nil	NA				

\* Calculated on Post-Preferential Share Capital;

\*\* Calculated on Pre-Preferential Share Capital

The current and proposed Equity Shareholding of the Promoter and Promoter Group in the Target Company and the details of the acquisition are as follows:

Particulars	Shareholding as on date of PA		Equity Shares and Warrants to be acquired through Preferential Allotment		Equity Shares acquired between PA date and the date of DPS		Equity Shares proposed to be acquired in the Offer (assuming full acceptance)		Post Offer shareholding as on 10th working day after closure of the Tendering Period	
	Number	%*	Number	%*	Number	%	Number	%*	Number	%*
Promoter & Promoter Group	89,13,074	7.50%	4,83,66,689	40.71%	Nil	NA	66,81,577	26.00%	6,39,61,340	53.82%
Total	89,13,074	7.50%	4,83,66,689	40.71%	Nil	NA				

\* Calculated on Post-Preferential Share Capital;

\*\* Calculated on Pre-Preferential Share Capital

The current and proposed Equity Shareholding of the Promoter and Promoter Group in the Target Company and the details of the acquisition are as follows:

Name of the Stock Exchange	Total No. of Equity Shares of the Target Company traded during the Relevant Period (A)		Total No. of Equity Shares of the Target Company (B)		Traded turnover percentage (A/B)	
	Number	%*	Number	%*	Number	%
BSE	11,42,243		2,56,98,372		4.44%	
NSE	42,28,240				16.45%	
3. Based on the above, in terms of Regulation 2(1)(j) of the SEBI (SAST) Regulations, the Equity Shares of the Target Company are frequently traded.						
4. The Offer Price of ₹ 97.60 per Equity Share is justified in terms of Regulation 8(2) read with Regulation 8(3) of the SEBI (SAST) Regulations, being the highest of:						
a) Price at which Preferential Allotment is made attracting the obligation to make this Open Offer, [Allotment Price plus interest for Delayed Period, calculated @ 10% per annum].					₹ 97.60 (i.e. Allotment Price of ₹ 86.94 and Interest of ₹ 10.65)	
b) The volume weighted average price paid or payable by the Acquirers / PACs during the fifty two weeks immediately preceding the date of the PA					Not Applicable	
c) The highest price paid or payable for any acquisition by the Acquirers / PACs during the twenty six weeks immediately preceding the date of the PA					Not Applicable	
d) The volume weighted average market price of Equity Shares of the Target Company 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 is recorded, provided such shares are frequently traded					95.34*	
e) Where the shares are infrequently 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, and					Not Applicable	
f) The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, if applicable					Not Applicable	

\*Source: www.nseindia.com

The Offer Price, under Regulation 8(2) read with Regulation 8(3) of the SEBI (SAST) Regulations, is required to be the highest of the parameters considered and presented in the table in paragraph 4 above i.e., ₹ 97.60 per Equity Share. Accordingly, the Offer Price of ₹ 97.60 per Equity Share is justified in terms of the SEBI (SAST) Regulations.

5. As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters in terms of Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirers and the PACs, in consultation with the Manager, in the event of any corporate action(s) such as issuances pursuant to rights issue, bonus issue, stock consolidations, stock splits, payment of dividend, de-mergers, reduction of capital, etc. where the record date for effecting such corporate action(s) falls prior to the 3rd (third) Working Day before the commencement of the Tendering Period, in accordance with Regulation 8(9) of the SEBI (SAST) Regulations.

6. As on date, there is no revision in the Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirer shall comply with Regulation 18 of the SEBI (SAST) Regulations and all the provisions of the SEBI (SAST) Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size.

7. If the Acquirers and the PACs acquire or agree to acquire any Equity Shares or Voting Rights in the Target Company during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. Provided that no such acquisition shall be made after the third working day prior to the commencement of the tendering period and until the expiry of the tendering period. Further, in accordance with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, in case of an upward revision to the Offer Price or to the Offer Size, if, on account of compelling offers or otherwise, the Acquirers and the PACs shall (i) make public announcement in the same newspapers in which this DPS has been published; and (ii) simultaneously notify to SEBI, BSE, NSE and the Target Company. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations.

8. If the Acquirers and the PACs acquire Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, the Acquirers and the PACs shall pay the difference between the highest acquisition price and the Offer Price, to all Eligible Equity Shareholders whose shares have been accepted in the 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 SEBI (SAST) Regulations, or pursuant to SEBI (Delisting of Equity Shares) Regulations, 2021, as amended, or open market purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of shares of the Target Company in any form.

9. If there is any revision in the Offer Price on account of future purchases/competing offers, or any other ground it will be done only up to the period prior to one (1) working day before the date of commencement of the Tendering Period and will be notified to the Eligible Equity Shareholders.

**V. FINANCIAL ARRANGEMENTS**

1. Assuming full acceptance of this Offer, the total funds required for the implementation of the Offer (assuming full acceptance), i.e., for the acquisition of up to 66,81,577 Equity Shares at a price of ₹ 97.60 per Equity Share is ₹ 6,521.22 lakhs ("Maximum Consideration").

2. In accordance with Regulation 17 of SEBI (SAST) Regulations the Acquirers have opened a Cash Escrow Account under the name and style of "SUPREME INFRASTRUCTURE INDIA LIMITED - OPEN OFFER - ESCROW ACCOUNT" ("Escrow Account") with Axis Bank Limited ("Escrow Banker") bearing account number "S25020049247464" and deposited an amount of ₹ 1,650.00 Lakhs, in cash, being more than 25% of the maximum consideration payable. The Acquirers and the PACs have authorized the Manager to the Offer to operate and realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations. The cash deposit in the Escrow Account has been confirmed vide the Certificate dated December 15, 2025, issued by the Escrow Banker.

3. The Acquirers and the PACs have adequate financial resources aggregating to ₹ 65,21,21,916 and have made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The Open Offer obligation shall be met by the Acquirers and the PACs through their own resources and no borrowings from any bank and/or financial institution are envisaged, sufficient resources are available with the Acquirers and the PACs for fulfilling the obligations under this Offer in full.

4. Based on the above, the Manager to the Offer is satisfied (i) about the adequacy of resources to meet the financial requirements of the Offer and the ability of the Acquirers and the PACs to implement the Offer in accordance with the SEBI (SAST) Regulations; and (ii) that firm arrangements for payment through verifiable means are in place to fulfil the Offer obligations.

5. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirers and the PACs shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.

**VI. STATUTORY AND OTHER APPROVALS REQUIRED FOR THE OFFER**

1. As of the date of this DPS, there are no Statutory Approvals required by the Acquirers and the PACs to implement this Open Offer. In case, if any Statutory Approval(s) are required or become applicable at a later date before the closure of the Tendering Period, this Open Offer shall be subject to the receipt of such Statutory Approval(s). The Acquirers and the PACs shall make the necessary applications for such Statutory Approvals. However, the Equity Shares and Warrants allotted pursuant to Preferential Allotment are yet to receive listing and trading approvals from the Stock Exchanges.

2. In the event of non-receipt of any such Statutory Approvals which may become applicable prior to completion of Open Offer, for reasons outside the reasonable control of the Acquir