

PUBLIC ANNOUNCEMENT ("PA") IN ACCORDANCE WITH THE PROVISIONS OF REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 13, 14, AND 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THEREOF FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

SNS PROPERTIES AND LEASING LIMITED

CIN: L38210DL1985PLC020853

Reg office: Unit 204, Plaza P-3, Central Square 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi- 110006

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OPEN OFFER FOR ACQUISITION OF UPTO 3,90,000 (THREE LAKH NINETY THOUSAND ONLY) EQUITY SHARES* OF FACE VALUE OF ₹10/- (RUPEES TEN ONLY) EACH, REPRESENTING 26.00% (TWENTY SIX PERCENT) OF EXPANDED VOTING SHARE CAPITAL (AS DEFINED BELOW) FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF SNS PROPERTIES AND LEASING LIMITED (HEREINAFTER REFERRED TO AS "TARGET" OR "TARGET COMPANY" OR "SNS") BY MS. SHWETA KALRA ("ACQUIRER 1") AND MS. RACHNA KALRA ("ACQUIRER 2") (HEREINAFTER COLLECTIVELY REFERRED TO AS "ACQUIRERS"), PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND REGULATION 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")

**Out of the total issued shares of 10,00,000 Equity Shares, 9,76,700 Equity Shares are fully paid-up and 23,300 are partly paid-up Equity Shares (Paid up value of ₹7.50/- as on date).*

Note: Shareholders who are holding partly paid-up equity shares will be eligible to participate in the Offer provided they pay the call money of ₹2.50/- per partly paid-up equity share along with the interest.

This Public Announcement ('PA'/ 'Public announcement') is being issued by Fintellectual Corporate Advisors Private Limited ('Manager to the offer' or 'FCAPL') for and on behalf of Acquirers to the Public Shareholders of Target Company ('Public Shareholders') pursuant to, and in compliance with, Regulation 3(1) and Regulation 4 read with Regulation 13, 14, 15(1) and such other applicable provisions of the SEBI (SAST) Regulations.

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

Definitions & Abbreviations	Particulars
Acquirer 1	Ms. Shweta Kalra, Daughter of Shri Naresh Oberoi, aged 41 years, Indian Inhabitant bearing PAN CWRPK4446D under the Income Tax Act, 1961 and residing at EPH, D-15-01, Emaar Palm Hills, Sector -77, Shikohpur(160), Narsinghpur, Gurgaon, Haryana- 122004.

Acquirer 2	Ms. Rachna Kalra, Daughter of Late Sardari Lal Narula, aged 65 years, Indian Inhabitant bearing PAN AAFPK8871Q under the Income Tax Act, 1961 and residing at Unit No. 1501, Tower No. D, Emaar Palm Hills, Sector -77, Shikohpur(160), Narsinghpur, Gurgaon, Haryana- 122004.
Agreement	The Share Purchase Agreement are hereinafter referred to as the Agreement.
Board of Directors	The board means the Board of Directors of the Target Company.
Metropolitan Stock Exchange India Limited /MSEI	Metropolitan Stock Exchange India Limited is the stock exchange where presently the Equity shares of the Target Company are Listed.
Equity Shares/Existing Equity Share Capital	The Issued Capital of the Target Company as on the date is ₹1,00,00,000 (Rupees One Crores Only) out of which subscribed and paid-up share capital of Target Company as on date stands at ₹99,41,750 (Rupees Ninety Nine Lakhs Forty One Thousand Seven Hundred Fifty Only) comprising of 9,76,700 (Nine Lakh Seventy Six Thousand Seven Hundred Only) fully paid up Equity Shares of face value of ₹ 10/- each and 23,300 (Twenty Three Thousand Three Hundred) partly paid up Equity Shares of face value of ₹10/- each, ₹7.50/- paid up per share.
Expanded Voting Equity Share Capital	The total Post Issue Equity Share Capital (as defined below) of the Target Company on a fully diluted basis as of the 10th (Tenth) working day from the closure of the tendering period for the Open Offer. This includes 5,00,000 (Five Lakhs) Equity Shares to be allotted by the Target Company by way of the Preferential Allotment to Ms. Shweta Kalra (Acquirer 1) and Ms. Rachna Kalra (Acquirer 2) subject to the approval of the shareholders of the Target Company and other statutory / regulatory approvals.
ISIN	International Securities Identification Number
Negotiated Price	A negotiated price of ₹1/- (Rupees One Only) per Sale Share, aggregating to an amount of ₹73,250/- (Rupees Seventy Three Thousand Two Hundred Fifty Only) for the sale of 73,250 (Seventy Three Thousand Two Hundred and Fifty) Equity Shares, representing 7.33% of the Voting Share Capital of the Target Company, by Promoter Seller to the Acquirers, pursuant to the execution of the Share Purchase Agreement.

Offer Period	The period from the date to acquire the Equity Shares, and Voting Share Capital in, or control over, the Target Company requiring a Public Announcement or the date on which the Public Announcement was issued by the Acquirers, i.e., Wednesday April 23, 2025, and the date on which the payment of consideration to the Public Shareholders whose Equity Shares are validly accepted in this Offer, is made, or the date on which this Offer is withdrawn, as the case may be.
Offer Price	An offer price of ₹10/- (Rupees Ten Only) per Offer Share.
Offer Shares	Open Offer for acquisition of up to 3,90,000 (Three Lakh Ninety Thousand) Equity Shares of the face value of ₹10/- each, representing 26.00% of the Expanded Voting Equity Share Capital of the Target Company at a price of ₹10/- (Rupees Ten Only) per fully paid-up Equity Share payable in cash.
PA/ Public Announcement	Public Announcement dated Wednesday April 23, 2025.
Promoter and Promoter Group	Promoter and Promoter Group shall mean Mr. Anil Kumar.
Promoter Seller	The existing promoter 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. Anil Kumar.
Post Issue Equity Share Capital	Post Issue Equity Share Capital shall mean the total issued equity share capital of the Target Company as on that date, i.e. ₹1,50,00,000 (Rupees One Crore Fifty Lakhs Only) representing 15,00,000 (Fifteen Lakhs) Equity Shares of ₹10 (Rupees Ten only) each which includes 5,00,000 (Five Lakhs) Equity Shares to be allotted by way of the Preferential Allotment to Ms. Shweta Kalra (Acquirer 1) and Ms. Rachna Kalra (Acquirer 2), subject to the approval of the shareholders of the Target Company and other statutory / regulatory approvals.
Pre Issue Voting Equity Share Capital	It means the Equity Shares Capital of the Target Company prior to the Preferential Issue of Equity Shares i.e., ₹1,00,00,000 (Rupees One Crore Only) representing 10,00,000 (Ten Lakhs) equity shares of ₹10 (Rupees Ten only) each.
Preferential Allotment	The proposed issue and allotment of 5,00,000 Equity Shares to the Acquirers, having face value of ₹10 each at an issue price of ₹10 per equity share. The proposed preferential

	allotment has been approved by the Board of Directors of the Target Company in their meeting held on Wednesday April 23, 2025 and is subject to receipt of shareholders' and other requisite approvals, if any.
Public Shareholders	All the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, pursuant to and in compliance with the SEBI (SAST) Regulations.
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
Share Purchase Agreement/ SPA	The Share Purchase Agreement dated Wednesday April 23, 2025, executed between the Acquirers and the promoter Seller, pursuant to which the Acquirers have agreed to acquire 73,250 (Seventy Three Thousand Two Hundred Fifty) Equity Shares, representing 7.33% (Seven Point Thirty Three Percent) of the total Voting Equity Share Capital of the Target Company from the Promoter Seller at a negotiated price of ₹1.00/- (Rupees One Only) per Sale Share, aggregating to an amount of ₹73,250/- (Rupees Seventy Three Thousand Two Hundred Fifty Only).
Stock Exchange	Metropolitan Stock Exchange of India Limited (" MSEI "), is the stock Exchange on which the Equity Shares of the Target Company is presently listed.
Target Company/ Target/SNS	SNS Properties and Leasing Limited, a public limited Company incorporated under the provision of the Companies Act, 1956, having its registered office at Unit 204, Plaza P-3, Central Square 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi-110006 and bearing Corporate Identification Number L38210DL1985PLC020853.
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.

1. OPEN OFFER DETAILS:

Open Offer: Open Offer to be made by the Acquirers to the shareholders of the Target Company for acquisition of upto 3,90,000 (Three Lakhs Ninety Thousand) Equity Shares representing 26% of the expanded voting Share Capital of the Target Company.

- **Offer Size:** The Open Offer is being made by the Acquirers for acquisition of upto 3,90,000 Equity Shares of face value ₹10 each representing 26% of the expanded voting Share Capital of the Target Company after taking into account the capital base after the proposed preferential allotment of 5,00,000 Equity Shares, as was approved by the Board of Directors of the Target Company at its meeting held on Wednesday April 23, 2025.
- **Offer Price/Offer Consideration:** Offer Price is calculated in accordance with Regulation 8(1), 8(2) and 8(13) of the Regulations:
 - **For Fully Paid-Up Equity Shares:** Shareholders who are holding fully paid-up equity shares and wish to tender their equity share in the Offer will be paid a price of ₹10/- (Rupees Ten only) per fully paid-up equity share.
 - **For Partly Paid-Up Equity Shares:** Shareholders who are holding partly paid-up equity shares will be eligible to participate in the Offer provided they pay the call money of ₹2.50/- per partly paid-up equity share along with the interest.

The total funds required by the Acquirers for implementation of the Offer (assuming full acceptances) aggregates to ₹39,00,000/- (Rupees Thirty-Nine Lakhs only) ("**Offer Consideration**").

- **Mode of payment:** The Offer Price will be paid in cash in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.

- **Type of offer (Triggered offer, voluntary offer/competing offer etc.):**

This is a Triggered Offer under Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011.

As on the date immediately preceding the date of this public announcement ("PA"), the Acquirers does not hold any equity shares of the Target Company.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION):

2.1.1. The Acquirers have entered into a SPA with the promoter seller on Wednesday April 23, 2025 pursuant to which the Acquirers have agreed to acquire 73,250 (Seventy Three Thousand Two Hundred Fifty) equity shares ("**SPA Sale shares**") representing 7.33% of the pre-issue voting equity share capital at a price of ₹1/- per equity share, subject to the terms and conditions as set out in the SPA.

On Wednesday April 23, 2025 the board of directors of the Target Company approved an issue and allotment of 5,00,000 Equity Shares to the Acquirers having face value of ₹10 each at an issue price of ₹10 per equity share on preferential Allotment basis pursuant to section 62 and other applicable provisions of Companies Act, 2013 and SEBI (ICDR) Regulations, subject to Statutory/requisite approvals from Regulatory Authorities. (the "**Underlying Transactions**")

2.2. This open offer is being made under Regulations 3(1) and 4 of the SEBI(SAST) Regulations. Pursuant to the Underlying Transaction and upon completion of the Open Offer, the Acquirers will have control over the Target Company and the Acquirers shall become the Promoter of the Target Company.

2.3. A tabular summary of the Underlying Transaction is set out below:

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) acquired (₹ in Lakhs)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total equity/ voting capital*			
Direct	Share Purchase Agreement dated Wednesday April 23, 2025 between the Acquirers and the Promoter Seller	73,250	4.88%	₹0.73/-	Cash	Regulation 3(1) and

Direct	Proposed Issue and Allotment of 5,00,000 equity share of face value of ₹10 each at a price of ₹10 per equity share.	5,00,000	33.33%	₹50.00/-	Cash	Regulation 4 of the SEBI (SAST) Regulations
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*As a percentage of the expanded voting share capital of the Target Company after taking into account the capital base after the proposed preferential Issue of 5,00,000 equity shares of the Target Company, as was approved by the Board of Directors of the Target Company at its meeting held on Wednesday April 23, 2025.

2. DETAILS OF THE ACQUIRERS:

Details	Acquirer 1	Acquirer 2
Name of Acquirers	Ms. Shweta Kalra	Ms. Rachna Kalra
Address	EPH, D-15-01, Emaar Palm Hills, Sector -77, Shikohpur(160), Narsinghpur, Gurgaon, Haryana- 122004	Unit No. 1501, Tower No. D, Emaar Palm Hills, Sector -77, Shikohpur(160), Narsinghpur, Gurgaon, Haryana- 122004
Name(s) of person in control/ promoters of the Acquirers	Not Applicable	Not Applicable
Name of the Group, if any, to which the Acquirers belongs to	None	None
Pre-Transaction shareholding:		
• Number	Nil	Nil
• % of total share capital	Nil	Nil
Proposed shareholding after the acquisition of shares which triggered the Open Offer		
• Number	2,86,625	2,86,625
• % of total share capital*	19.11%	19.11%
Any other interest in the Target Company	None	None

*As a percentage of the expanded voting share capital of the Target Company after taking into account the capital base after the proposed preferential allotment of 5,00,000 equity shares of the Target Company, as was approved by the Board of Directors of the Target Company at its meeting held on Wednesday April 23, 2025.

Note:

- a. The Acquirers shall become the Promoters of the Target Company and shall have control over the Target Company.
- b. Pursuant to the completion of Open Offer, the Acquirers will be classified as the Promoter of the Target Company and the Promoter Seller/present Promoter and Promoter Group will be reclassified as public in accordance with the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. DETAILS OF SELLING SHAREHOLDER, IF APPLICABLE:

Name of the Promoter Sellers	Part of Promoter group (Yes/No)	Details of shares/ Voting rights held by the Promoter Sellers			
		Pre Transaction		Post Transaction	
		Number of shares	%*	Number of shares	%
Anil Kumar	Yes	73,250	7.33%	Nil	Nil

*As a percentage of the expanded voting share capital of the Target Company after taking into account the capital base after the proposed preferential allotment of 5,00,000 equity shares of the Target Company, as was approved by the Board of Directors of the Target Company at its meeting held on Wednesday April 23, 2025.

4. TARGET COMPANY:

Name	SNS Properties and Leasing Limited
CIN	L38210DL1985PLC020853
Registered Office	Unit 204, Plaza P-3, Central Square 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.
Exchange where listed	Equity Shares are listed on the Metropolitan Stock Exchange of India Limited ("MSEI")
Symbol	SNSPL
ISIN	INE777R01019

5. OTHER DETAILS

- a. This Public Announcement is made in compliance with the provisions of Regulation 13 (1) of the SEBI (SAST) Regulations.
- b. The Acquirers accepts full responsibility for the information contained in this Public Announcement.
- c. The Detailed Public Statement to be issued pursuant to this Public Announcement in accordance with the provisions of Regulations 13(4), 14(3), 15(2), and other applicable regulations of the SEBI (SAST) Regulations shall be published in newspapers, within 5 (Five) Working Days of this Public Announcement, i.e., on or before Wednesday April 30, 2025. The Detailed Public Statement shall, inter alia, contain details of the Offer including the detailed information of the Offer Price, the Acquirers, the Target Company, background to the Offer, statutory approvals required for this Offer, details of financial arrangements, and such other terms and conditions as applicable to this Offer.
- d. The completion of this Offer and the Underlying Transaction is subject to the satisfaction of certain conditions precedent as set out in the Share Purchase Agreement. Further, in

compliance with the SEBI (SAST) Regulations, the Underlying Transaction under the Share Purchase Agreement referred to hereinabove may be completed prior to completion of the Offer. Further, this Offer is subject to the terms and conditions mentioned in this Public Announcement, and the Offer Documents that are proposed to be issued in accordance with the SEBI (SAST) Regulations.

- e. The Acquirers has given an undertaking that they are aware of, and will comply with, their obligations as laid down under the SEBI (SAST) Regulations and have adequate financial resources to meet the obligations under the SEBI (SAST) Regulations for the purpose of this Offer.
- f. The Offer is not conditional upon any minimum level of acceptance in accordance with Regulation 19(1) of the SEBI (SAST) Regulations.
- g. The Offer is not a competing offer in accordance with Regulation 20 of the SEBI (SAST) Regulations.
- h. All the information pertaining to the Target Company in this Public Announcement has been obtained from publicly available sources or provided by the Target Company and the accuracy thereof related to all has not been independently verified by the Manager.

Issued by the Manager to the Open Offer



Fintellectual Corporate Advisors Private Limited

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Contact Person: Mr. Amit Puri

SEBI Registration Number: MB/INM000012944

Validity: Permanent

CIN: U74999DL2021PTC377748

Sd/-
Shweta Kalra
(Acquirer 1)

Sd/-
Rachna Kalra
(Acquirer 2)

Place: Gurgaon
Date: April 23, 2025