DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 13(4), REGULATION 14(3), REGULATION 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, TO THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF

GENOMIC VALLEY BIOTECH LIMITED

("GVBL/TARGET COMPANY/TARGET")
CIN: L01122HR1994PLC033029
Registered office: 4 K.M. Stone, Berri Chharra Road, Village Kherka, Musalman, P.O. Tandaheri, Teh Bahadu, Jhajjar, Haryana-124507;
Corporate office: G-74, Pushkar Enclave, Paschim Vihar, Delhi-110063;
Tel No.: 9811341542; Email Id: genomicvalley@gmail.com; Website: www.genomicvalley.com;

OPEN OFFER FOR ACQUISITION OF UPTO 7,94,170 (SEVEN LAKH NINETY FOUR THOUSAND ONE HUNDRED SEVENTY) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹10/- (RUPEES TEN ONLY) EACH, REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF GENOMIC VALLEY BIOTECH LIMITED (HEREINAFTER REFERRED TO AS "GVBL" OR "TARGET COMPANY" OR "TARGET") BY MR. PANKAJ GROVER ("ACQUIRER 1") AND MR. ABHISEK GUPTA ("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")

This Detailed Public Statement (**"DPS"**) is being issued by Fintellectual Corporate Advisors Private Limited (the **"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(2) and other applicable provisions of the SEBI (SAST) Regulations. This DPS is being issued in pursuant to the Public Announcement ("PA") dated October 19, 2026 (Monday) as filed with the Stock Exchange (as defined below) and the Securities and Exchange Board of India ("SEBI") and sent to Genomic Valley Biotech Limited (hereinafter referred to as "GVBL" or "Target Company" or "Target") in terms of Regulation 3(1) and 4 of the SEBI (SAST) Regulations respectively.

For this Detailed Public Statement, the following terms shall have the meaning assigned to them herein below:

Definitions & Abbreviations	Particulars
Acquirer 1	Mr. Pankaj Grover, son of Shri. Manohar Lal Grover, aged 48 years, Indian Inhabitant having PAN: AHIPG0883G, under the Income Tax Act, 1961 and residing at 207-B, 2nd Floor, I-Block, Near Water Tank, South City-II, Gurgaon, Haryana-122018.
Acquirer 2	Mr. Abhisek Gupta, son of Shri. Devendra Prakash, aged 42 years, Indian Inhabitant having PAN: BGXPG3508B, under the Income Tax Act, 1961 and residing at Flat No.-11164, Ats Advantage, Ahinsa Khand-1, Indirapuram, Sahibabad, Ghaziabad, Uttar Pradesh-201010.
Acquirers	Acquirer 1 and Acquirer 2 (collectively referred to as Acquirers).
Agreement	The Share Purchase Agreement is hereinafter referred to as the Agreement.
Board	The Board means the board of directors of the Target Company.
BSE Limited	BSE Limited is the stock exchange where presently the Equity shares of the Target Company are listed.
Equity Shares	Equity Shares shall mean the fully paid-up equity shares of the face value of ₹10.00/- (Rupees Ten Only) each.
ISIN	International Securities Identification Number
Negotiated Price	A negotiated price of ₹30/- (Rupees Thirty Only) per Sale Share, aggregating to an amount of ₹4,22,10,000/- (Rupees Four Crore Twenty Two Lakh Ten Thousand Only) for the sale of 14,07,000 (Fourteen Lakh Seven Thousand) Equity Shares, representing 46.06% 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 of entering into an agreement 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 is being issued by the Acquirers, i.e. October 19, 2026 (Monday), 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 ₹30/- (Rupees Thirty Only) per Offer Share.
Offer Shares	Open Offer for acquisition of up to 7,94,170 (Seven Lakh Ninety Four Thousand One Hundred Seventy) Equity Shares of the face value of ₹10/- each, representing 26.00% of the Voting Equity Share Capital of the Target Company at a price of ₹30/- (Rupees Thirty Only) per fully paid-up Equity Share payable in cash.
PA/ Public Announcement	Public Announcement dated October 19, 2026 (Monday).
Promoter and Promoter Group	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. Yogesh Agrawal, Mrs. Parul Agrawal and Mrs. Ojaswini Avantika.
Promoter Seller	The existing promoter of the Target Company who has entered a Share Purchase Agreement with the Acquirers, in this case, namely being, Mr. Yogesh Agrawal.
Public Shareholder(s)	All the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except: (a) the promoters and members of the promoter group of the Target Company; (b) the Acquirers and any person deemed to be acting in concert with them; (c) the parties to the underlying Share Purchase Agreement, (d) any person deemed to be acting in concert with the parties to the SPA, 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 amendments thereto.
SEBI (SAST) Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto.
Share Purchase Agreement/ SPA	The Share Purchase Agreement dated October 19, 2026 (Monday), executed between the Acquirers and the Promoter Seller, pursuant to which the Acquirers have agreed to acquire 14,07,000 (Fourteen Lakh Seven Thousand) Equity Shares, representing 46.06% (Forty Six Point Zero Six Percent) of the Voting Share Capital of the Target Company from the Promoter Seller at a negotiated price of ₹30/- (Rupees Thirty Only) per Sale Share, aggregating to an amount of ₹4,22,10,000/- (Rupees Four Crore Twenty Two Lakh Ten Thousand Only).
Stock Exchange	BSE Limited is the stock Exchange on which the Equity Shares of the Target Company are presently listed.
GVBL / Target Company/ Target	Genomic Valley Biotech Limited is a public limited company incorporated under the provision of the Companies Act, 1956, having its registered office situated at 4 K.M. Stone, Berri Chharra Road, Village Kherka, Musalman, P.O. Tandaheri Teh Bahadu, Jhajjar, Haryana-124507 and corporate office situated at G-74, Pushkar Enclave Paschim Vihar, Delhi-110063 and bearing Corporate Identification Number L01122HR1994PLC033029.
Tendering Period	The tendering period shall have the meaning ascribed to it under Regulation 2(1)(za) of the SEBI (SAST) Regulations.
Voting Share Capital/Share Capital	The total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) working day from the closure of the Tendering Period of the Open Offer.

I. ACQUIRERS, SELLER, TARGET COMPANY AND OFFER

(A) Information about Acquirer 1: Mr. Pankaj Grover

(i) **Nature of Entity:** Individual

(ii) **Mr. Pankaj Grover,** son of Shri Manohar Lal Grover, aged 48 years, Indian Inhabitant having PAN: AHIPG0883G, under the Income Tax Act, 1961 and residing at 207-B, 2nd Floor, I Block, Near Water Tank, South City-II, Gurgaon-122018. His email id is pankaj.grover@shivaturned.com.

(iii) Acquirer 1 has completed his ITI from Delhi in the year 1996. He has over 25 years of experience in the Metal components manufacturing industry. He commenced the business with the manufacturing of Metal Components for Automotive and Industrial application. In his present role, he oversees the overall operations of the manufacturing facility, production, business strategy and operational management.

(iv) Acquirer 1 does not belong to any group.

(v) As on the date of this DPS, Acquirer 1 does not hold any directorship in any Company/LLP.

(vi) As on the date of this DPS, Acquirer 1 does not hold any equity share capital/ voting share capital of the Target Company and has not acquired any Equity shares of the Target Company during the 12 (Twelve) months period prior to the date of Public Announcement and has not acquired any Equity Shares from the date of Public Announcement till the date of this DPS.

(vii) Acquirer 1 undertakes that he will not sell any Equity Shares of the Target Company, held and acquired, if any, during the Offer period in terms of Regulation 25(4) of SEBI (SAST) Regulations.

(viii) Acquirer 1 has no interest in the Target Company, except to the extent of acquiring the shareholding or voting share capital and control over the Target Company.

(ix) Acquirer 1 has not been prohibited by the SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended (the "SEBI Act") or any other regulations made under the SEBI Act.

(x) Acquirer 1 is not categorized as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India ("RBI"), in terms of Regulation 2 (1) (ze) of the SEBI (SAST) Regulations.

(xi) Acquirer 1 is not categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), in terms of Regulation 2 (1) (ja) of the SEBI (SAST) Regulations.

(xii) The Individual Net Worth of Acquirer 1 as on October 15, 2026, is ₹351.06 Lakhs as certified by Mr. Lalit (Membership Number 550138), Partner of M/s. MSRK & Associates, Chartered Accountants (Firm Registration No. 028389C) vide certificate dated October 19, 2026 bearing Unique Document Identification Number (UDIN) 26550138FEPBMK6918. The office of the firm is located at C-408, 4Th Floor, M3M Corner Walk, Sector-74, Gurgaon-122004 (HR).

(B) Information about Acquirer 2: Mr. Abhisek Gupta

(i) **Nature of Entity:** Individual

(ii) **Mr. Abhisek Gupta,** son of Shri Devendra Prakash, aged 42 years, Indian Inhabitant having PAN: BGXPG3508B, under the Income Tax Act, 1961 and residing at Flat No. 11164, ATS Advantage, Ahinsa Khand-1, Indirapuram, Sahibabad, Ghaziabad, Uttar Pradesh-201010. His email id is abhi83gpt@gmail.com.

(iii) Acquirer 2 is a graduate from Chaudhary Charan Singh University, Meerut and having experience of around 21 years in loan consultancy service provider dedicated to assisting individuals, self-employed professionals, business owners, and corporate clients in identifying suitable financing options according to their financial requirements.

(iv) Acquirer 2 does not belong to any group.

(v) Name(s) of the Companies/ LLP in which Acquirers 2 holds Directorship:

Sl. No.	Name of the Entities	CIN/LLPIN	Nature of Interest
1.	Fruitery Agrofresh Private Limited	U46301UP2023PTC190569	Director
2.	Fruitery Agro LLP	AAX-7998	Designated Partner

(vi) As on the date of this DPS, Acquirer 2 does not hold any equity share capital/ voting share capital of the Target Company and has not acquired any Equity shares of the Target Company during the 12 (Twelve) months period prior to the date of Public Announcement and has not acquired any Equity Shares from the date of Public Announcement till the date of this DPS.

(vii) Acquirer 2 undertakes that he will not sell any Equity Shares of the Target Company, held and acquired, if any, during the Offer period in terms of Regulation 25(4) of SEBI (SAST) Regulations.

(viii) Acquirer 2 has no interest in the Target Company, except to the extent of acquiring the shareholding or voting share capital and control over the Target Company.

(ix) Acquirer 2 has not been prohibited by the SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended (the "SEBI Act") or any other regulations made under the SEBI Act.

(x) Acquirer 2 is not categorized as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India ("RBI"), in terms of Regulation 2 (1) (ze) of the SEBI (SAST) Regulations.

(xi) Acquirer 2 is not categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), in terms of Regulation 2 (1) (ja) of the SEBI (SAST) Regulations.

(xii) The Individual Net Worth of Acquirer 2 as on September 30, 2026, is ₹295.43 Lakhs as certified by Mr. Abhishek Goel (Membership Number 519478), Partner of M/s. AGSJ & Co., Chartered Accountants (Firm Registration No. 018096C) vide certificate dated October 19, 2026 bearing Unique Document Identification Number (UDIN) 26519478ILUWEU8938. The office of the firm is located at No. 104, First Floor Pinnacle Tower, A-42/6 Sector-62, Noida, Uttar Pradesh-201309 with E-mail ID being info@agsj.in.

(C) DETAILS OF SELLER:

(i) The Acquirers have entered into the Share Purchase Agreement ("SPA") with the Promoter seller, on Monday, October 19, 2026, for acquisition of 14,07,000 (Fourteen Lakh Seven Thousand) Equity shares of face value of Rs. 10/- each, constituting 46.06% (Forty Six Point Zero Six Percent) of the Voting Share Capital of the Target Company at a negotiated price of ₹30/- (Rupees Thirty Only) per equity share aggregating to an amount of ₹4,22,10,000/- (Rupees Four Crore Twenty-Two Lakh Ten Thousand Only), subject to the terms and conditions as mentioned in the SPA.

(ii) The detail of the Seller is stated as hereunder:

Sl. No	Name and Address of the Promoter Seller	Nature of Entity	Part of Promoter/ Promoter group (Yes/No)	Details of Shares/ Voting Rights held by the Promoter Seller			
				Pre-Transaction		Post Transaction	
				No. of shares	%	No. of shares	%
1.	**Mr. Yogesh Agrawal** G-74, Pushkar Enclave, Paschim Vihar, Delhi-110063	Individual	Yes	14,07,000	46.06%	Nil	Nil

(iii) Post completion of the SPA transaction and compliance of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Acquirers shall be replaced as the Promoter and Promoter Group of the Company and will exercise the control over the management and affairs of the Company and the current Promoter and Promoter Group shall cease to be Promoter of the Target Company and reclassify themselves in Public Category.

(iv) The Promoter Seller has not been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

(D) GENOMIC VALLEY BIOTECH LIMITED ("GVBL"/ "TARGET COMPANY"/ "TARGET"):

(i) The Target Company was originally incorporated as a public limited Company with the name and style as "Tushar Agri-Business Consortium (India) Limited" on May 16, 1994, and obtained Certificate for Commencement of Business on July 21, 1994. Thereafter, the name of the Target Company was changed to "Genomic Valley Biotech Limited" pursuant to fresh certificate of incorporation dated March 26, 2001, consequent upon change of name.

(ii) Presently, the Target Company is engaged inter alia in the business of providing consultancy in Horticultural and Agricultural products and also trading in Horticultural and Agricultural products. *(Source: Annual Report)*

(iii) The Registered Office of the Target Company is currently situated at K.M. Stone, Berri Chharra Road, Village Kherka, Musalman, P.O. Tandaheri Teh Bahadu, Jhajjar, Haryana-124507. *(Source: www.mca.gov.in)*

(iv) As on date of this DPS, the Authorized Share Capital of the Target Company is ₹9,00,00,000 /- (Rupees Nine Crore only) divided into 90,00,000 (Ninety Lakh) Equity Shares of face value of ₹10/- (Rupees Ten Only) each and the Paid-up Share Capital of the Target Company is ₹3,05,45,000 (Rupees Three Crore Five Lakh Forty Five Thousand Only) comprising of 30,54,500 (Thirty Lakh Fifty Four Thousand Five Hundred) fully paid-up Equity Shares of face value of ₹10/-each. *(Source: www.mca.gov.in and Annual Report).*

(v) As on date of this DPS, the Target Company does not have any partly paid-up equity shares. There are no outstanding warrants or options or similar instruments convertible into equity shares at a later stage. No shares are subject to any lock in obligations. *(Source: www.bseindia.com and Annual Report)*

(vi) As on date of this DPS, there is no subsidiary or holding company of the Target Company. *(Source: Annual Report)*

(vii) There has been no merger/de-merger, spin-off during the last three years involving the Target Company. *(Source: Annual Report)*

(viii) The Equity Shares of the Target Company are presently listed on BSE Limited having symbol **GVBL** and Scrip Code 539206. The ISIN of Equity Shares of Target Company is **INE574D01010**. The Equity Shares of the Target Company are frequently traded on BSE Limited within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations. *(Source: www.bseindia.com)*

(ix) The key financial information of the Target Company based on the audited result for the year ended March 31, 2026, March 31, 2025, and March 31, 2024 are as follows:

(Figures in "Rupees Lakh")

Particulars	Year ended (Audited)		
	March 31, 2026	March 31, 2025	March 31, 2024
Total Revenue	26.75	84.84	16.65
Net Income (PAT)	3.03	35.60	1.51
Earnings Per Share (EPS) (in Rs.)	0.10	1.17	0.05
Net worth/ Shareholders Funds	392.84	389.81	354.20

(Source: Annual Report and www.bseindia.com)

(E) Details of the Offer:

(i) The offer is a triggered offer in terms of Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011.

(ii) The Acquirers have made this open offer in terms of SEBI (SAST) Regulations to the shareholders of the Target Company to acquire up to 7,94,170 (Seven Lakh Ninety Four Thousand One Hundred Seventy) fully paid up equity shares of ₹10/- (Rupees Ten Only) each representing 26% of the Voting Share Capital of the Target Company ("Offer Size") at a price of ₹30/- (Rupees Thirty Only) per fully paid up equity share ("Offer Price"), payable in cash.

(iii) The Offer is being made to all the public 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, pursuant to and in compliance with the SEBI (SAST) Regulations. The Equity Shares of the Target Company under the Offer will be acquired by the 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 right offer declared thereof.

(iv) The Offer is being made at a price of ₹30/- (Rupees Thirty Only) per equity share fully paid-up, payable in cash, subject to the terms and conditions set out in the PA, this Detailed Public Statement and the Letter of Offer, that will be sent to the shareholders of the Target Company.

(v) The payment to be made to the public shareholders shall be in cash only.

(vi) As on the date of this DPS, there are no other statutory approvals required to acquire the Equity Shares tendered pursuant to this Open Offer. If any other statutory approvals are required or become applicable, the Open Offer would be subject to the receipt of such other statutory approvals also. The Acquirers will not proceed with the Open Offer in the event such statutory approvals are refused in terms of Regulation 23 of the SEBI (SAST) Regulations, 2011, as amended. This Open Offer is subject to all other statutory approvals that may become applicable at a later date before the completion of the Open Offer. In the event of withdrawal, a Public Announcement will be made within 2 (Two) working days of such withdrawal, in the same newspapers in which this DPS has been published and such public announcement will also be sent to SEBI, BSE and the registered office of the Target Company.

(vii) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.

(viii) This is not a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.

(ix) The Manager to the Offer, Fintellectual Corporate Advisors Private Limited, does not hold any Equity Shares in the Target Company as on the date of this 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.

(F) As on the date of this DPS, the Acquirers do not have any intention to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of two years except in the ordinary course of business of the Target Company. The Target Company's future policy for disposal of its assets, if any, for two years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot in terms of Regulation 25(2) of SEBI (SAST) Regulations.

(G) As per Regulation 38 of SEBI (LODR) Regulations, 2015 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. Pursuant to completion of this Offer, assuming full acceptance, and the underlying transaction pursuant to the Share Purchase Agreement, the public shareholding is not envisaged to fall below the minimum public shareholding requirement as per SCRR as amended and the Listing Agreement.

II. BACKGROUND TO THE OFFER

(i) The Offer is a Triggered/ Mandatory offer in terms of Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations.

(ii) The Acquirers have entered into the Share Purchase Agreement ("SPA") with the Promoter seller, on Monday, October 19, 2026, for acquisition of 14,07,000 fully paid up equity shares ("Sale Shares") of face value ₹10/- each representing 46.06% of voting equity share capital of Target Company at a price of ₹30/- (Rupees Thirty Only) per equity share aggregating to an amount of ₹4,22,10,000/- (Rupees Four Crore Twenty Two Lakh Ten Thousand Only) subject to the terms and Conditions as mentioned in the SPA, the details of which are specified as under:

Name of the Promoter Seller	No. of Equity Shares	% of total share capital of the company	Name of Acquirer	No. of Equity Shares	% of total share capital of the company
Mr. Yogesh Agrawal	14,07,000	46.06%	Mr. Pankaj Grover	9,07,000	29.69%
			Mr. Abhisek Gupta	5,00,000	16.37%
TOTAL	**14,07,000**	**46.06%**	**TOTAL**	**14,07,000**	**46.06%**

(iii) This open offer is for acquisition of 26.00% of the paid-up and voting equity share capital of Target Company. After the Completion of this open offer and pursuant to acquisition of equity shares as assuming full acceptance, the Acquirers will become the largest equity shareholders with clear majority, by virtue of which they shall be in a position to exercise effective control over the management and affairs of the Target Company.

(iv) The payment to be made to all the Public Shareholders who will validly tender their equity Shares and whose Equity Shares are accepted under this offer shall be in cash only.

(v) The prime objective of the Acquirers for this open offer is substantial acquisition of equity Shares and voting rights and control over the management and affairs of the Target Company.

(vi) The Acquirers will continue the existing line of business of the Target Company as per main objects and may diversify its business activities in future only with the prior approval of shareholders. However, depending on the requirements and expediency of the business situation and subject to the provisions of the Companies Act, 2013, Memorandum and Articles of Association of the Target Company and all applicable laws, rules and regulations, the Board of Directors of the Target Company will take appropriate business decisions from time to time in order to improve the performance of the Target Company. The Acquirers hereby commit to maintain the current workforce of the Target Company, and in case any changes are required in the future, they will take all necessary steps to ensure the welfare of the Target Company's employees. Furthermore, any such decisions will be implemented with due regard for the business needs and the long-term interests of the Target Company, its employees, and other stakeholders.

(vii) The salient features of the Share Purchase Agreement are as follows:

(a) The seller is holding 14,07,000 (Fourteen Lakh Seven Thousand) Equity Shares, representing 46.06% (Forty Six Point Zero Six Percent) of the Voting Share Capital of the Target Company.

(b) The seller has agreed to sell 14,07,000 (Fourteen Lakh Seven Thousand) Equity Shares and the Acquirers have agreed to acquire 14,07,000 (Fourteen Lakh Seven Thousand) Equity Shares, constituting 46.06% of the equity share capital/voting share capital of the Target Company, at a negotiated price of ₹30/- (Rupees Thirty Only) per equity share aggregating to an amount of ₹4,22,10,000/- (Rupees Four Crore Twenty Two Lakh Ten Thousand Only), payable in accordance with terms and conditions stipulated in the Share Purchase Agreement.

(c) The shares sold are free from all charges, encumbrances, pledges, lien, attachments, and litigations are not subjects to any lock in period.

(d) Upon completion of acquisition of the Sale Shares of the Company and compliance of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Acquirers shall be replaced as the Promoters of the Company and will exercise the control over the management and affairs of the Company and the Promoter and Promoter Group shall cease to be Promoter of the Target Company.

(e) The Acquirer shall get name of the company changed within the period of Six months from the date of change in Management.

For further details of SPA, Public Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection at the office of the Manager to the Offer.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirers in the Target Company and the detail of their acquisition are as follows:

Details	Acquirer	
	Number of shares	%
Shareholding as on PA date	Nil	Nil
Shares acquired between the PA date and the DPS date	Nil	Nil
Shares to be acquired through Share Purchase Agreement	14,07,000	46.06%
Shares proposed to be acquired in the Offer	7,94,170	26.00%
Post Offer shareholding as of the 10th (Tenth) Working Day after the closure of the Offer (assuming the entire 26.00% is tendered in the Offer)	22,01,170	72.06%

IV. OFFER PRICE:

(i) The equity shares of the Target Company are currently listed on BSE Limited.

(ii) The total trading turnover in the Equity Shares of the Target Company on the Stock Exchange based on trading volume during the twelve calendar months prior to the month of Public Announcement (i.e., from October 01, 2025, to September 30, 2026) is as under:

Name of the Stock Exchange	Total No. of Equity Shares traded during the Twelve months prior to the month of PA	Total No. of Equity Shares listed	Total Trading Turnover (as % of total Equity Shares listed)
BSE Limited	6,32,764	30,54,500	20.72%

(Source: www.bseindia.com)

(iii) Based on the information available on the website of BSE Limited, Equity Shares of Target Company are frequently traded on the Stock Exchange within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations. The Offer Price of ₹30/- (Rupees Thirty Only) per Equity Share is justified in terms of Regulation 8(2) of the SEBI (SAST) as it is higher of the following:

Sr. No.	Particulars	Price (in ₹)
A	Negotiated Price per Equity Share under the Share Purchase Agreement attracting the obligation to make a Public Announcement of an open offer	₹30/- per share
B	The volume-weighted average price paid or payable for acquisition by the Acquirers during 52 weeks immediately preceding the date of PA	Not Applicable
C	Highest price paid or payable for acquisitions by the Acquirers during 26 weeks immediately preceding the date of PA	Not Applicable
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	Rs. 29.62/- per share
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, as the equity shares are frequently traded.

(iv) In view of the parameters considered and presented in the table above, in the opinion of the Acquirers and Manager to the Offer, the Offer Price of ₹30/- (Rupees Thirty Only) per share being the highest of the prices mentioned above is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations. The Offer Price of ₹30/- (Rupees Thirty Only) per equity shares has been calculated, in accordance with the provisions of Regulation 18 (11A) of the SEBI (SAST) Regulations.

(v) As on the date of this Detailed Public Statement, 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 3 Working Days prior to the commencement of Tendering Period of the Offer.

(vi) As on the date of this Detailed Public Statement, 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 shall comply with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations and other applicable provisions of the SEBI (SAST) Regulations.

(vii) In terms of Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, the Offer Price or the Offer Size may be revised at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period. In the event of such revision:

(a) the Acquirers shall make corresponding increases to the Escrow Amount (as defined below);

(b) make a public announcement in the same newspapers in which this Detailed Public Statement has been published; and

(c) simultaneously with the issue of such public announcement, inform SEBI, the Stock Exchange and the Target Company at its registered office, of such revision.

(viii) In the event of acquisition of the Equity Shares by the Acquirers, during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price per Equity Share, the 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. In the event of such revision, the Acquirers shall:

(a) Make corresponding increases to the Escrow Amount;

(b) Make a public announcement in the same newspapers in which this Detailed Public Statement has been published; and

(c) simultaneously with the issue of such public announcement, inform SEBI, the Stock Exchange, and the Target Company at its registered office, of such revision.

However, the Acquirers shall not acquire any Equity Shares of the target Company prior to 3 working days before the commencement of the Tendering Period of this Open Offer and until the expiry of the Tendering Period of this Open Offer.

(ix) If the Acquirers acquire Equity Shares of the Target Company during the period of twenty-six weeks after the closure of the Tendering Period at a price higher than the Offer Price per Equity Share, then the Acquirers shall pay the difference between the highest acquisition price and the Offer Price, to all the Public Shareholders whose shares have been accepted in the Open Offer within 60 days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another offer under the SEBI (SAST) Regulations, as amended from time to time or Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended from time to time or open market purchases made in the ordinary course on the Stock Exchange, not being a negotiated acquisition of the Equity Shares in any form.

V. FINANCIAL ARRANGEMENTS

(i) The total funds required for implementation of the Offer (assuming full acceptance), i.e., for the acquisition of upto 7,94,170 (Seven Lakh Ninety Four Thousand One Hundred Seventy) Equity Shares at a price of ₹30/- (Rupees Thirty Only) per Equity Share is ₹2,38,25,100/- (Rupees Two Crore Thirty Eight Lakh Twenty Five Thousand One Hundred Only) (**"Maximum Consideration"**).

(ii) The Acquirers have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full, out of their own sources/net worth and no borrowings from any Bank and/or Financial Institutions are envisaged.

(iii) Mr. Prashant Kumar Jha bearing Membership Number 574161, Partner of M/s. PMSR & Co. (Chartered Accountants) bearing firm registration number 036057C having their office located at Second Floor, B-21, Block-B, Preet Vihar, New Delhi-110092, with contact details being +91-8802022740, and E-mail: caprashantkumarjha@gmail.com, has certified, bearing unique document identification number 26574161QWDIXI6913 on October 19, 2026, that sufficient resources are available with the Acquirers for fulfilling the obligations under this Offer in full.

(iv) In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirers have opened an Escrow Account in the name and style of "GVB OPEN OFFER ESCROW ACCOUNT" bearing account number - 078566200000096, with Yes Bank Limited, having its registered office at YES Bank House, 5th Floor Off Western Express highway, Santacruz East, Mumbai - 400055, India, and Branch Office at Yes Bank, JMD Galleria Sohna Road, Sector-48, Gurgaon- 122018, holding SEBI Registration for Bankers to Issue (Code: INBI00000935)(hereinafter referred to as the "Escrow Banker") and deposited therein an amount of ₹60,00,000/- (Rupees Sixty Lakh Only), in cash, being more than 25% of the Maximum Consideration payable under the Offer.

(v) The Manager to the Offer is authorized to operate the above-mentioned Escrow Account and has been duly empowered to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.

(vi) Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirers to implement the Offer in accordance with the SEBI (SAST) Regulations. Further, the Manager to the Offer confirms that firm arrangement for funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

VI. STATUTORY AND OTHER APPROVALS

(i) As on date, there are no statutory or regulatory approvals required to acquire the equity shares tendered pursuant to this Offer. However, if any other statutory approvals are required or become applicable prior to completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.

(ii) If the holders of the Equity Shares who are not persons resident in India (including NRIs, OCBs and FIIs) had required any approvals (including from the RBI, the 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.

(iii) Subject to the receipt of statutory and other approvals, if any, the acquirers shall complete all requirements relating to this Offer including payment to the shareholders who have accepted the Open Offer within 10 working days from the date of Closure of the Tendering Period.

(iv) In case of delay / non-receipt of any approval, SEBI may, if satisfied that non receipt of the requisite approvals was not attributable to any wilful default, failure or neglect on the part of the Acquirers to diligently pursue such approvals, grant extension of time for the purpose of making the payments, subject to the Acquirers agreeing to pay interest to the Equity Shareholders as directed by SEBI, in terms of regulation 18(11) of the SEBI (SAST) Regulations. However, where the statutory approvals extend to some but not all holders of the Equity Shares, the Acquirers have the option to make payment to such holders of the Equity Shares in respect of whom no statutory approvals are required in order to complete this Offer.

(v) There are no conditions stipulated in the Share Purchase Agreement between the Seller and the Acquirers, the meeting of which would be outside the reasonable control of the Acquirers and in view of which the offer might be withdrawn under Regulation 23 of the SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF ACTIVITY

Nature of Activity	Day and Date*
Date of the Public Announcement	Monday, 19 October 2026
Last date of publication of the Detailed Public Statement	Tuesday, 27 October 2026
Last date of filing of Draft Letter of Offer with SEBI	Tuesday, 03 November 2026
Last date for a Competing Offer	Wednesday, 18 November 2026
Identified Date#	Monday, 30 November 2026
Last Date by which Letter of Offer will be dispatched to the Shareholders	Monday, 07 December 2026
Last date by which an independent committee of the Board of Target Company shall give its recommendation	Wednesday, 09