

PUBLIC ANNOUNCEMENT UNDER REGULATIONS 13(1) AND 15 (1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI SAST REGULATIONS, 2011")

Open Offer for acquisition of 30,39,868 (Thirty lakhs thirty-nine thousand eight hundred sixty-eight) fully paid-up equity shares of Rs.10/- each from equity shareholders of Dynamic Portfolio Management & Services Limited (hereinafter referred to as "Target Company" or "DYNAMICIP") except parties to Share Purchase Agreement ("SPA") dated 07-03-2021 by Rajesh Gupta (Hereinafter referred to as "Acquirer") pursuant to and in accordance with Regulations 3(1) and 4 of the SEBI SAST Regulations, 2011.

1. OFFER DETAILS

- 1.1 **Size:** The Acquirer is hereby making a mandatory Open Offer in terms of SEBI SAST Regulations, 2011 to the equity shareholders of the Target Company to acquire up to **30,39,868 (Thirty lakhs thirty-nine thousand eight hundred sixty-eight)** fully paid-up equity shares ("**Offer Size**") bearing a face value of Rs.10/- each representing 26% of the total issued, subscribed, paid up and voting capital of the Target Company.
- 1.2 **Price/ consideration:** An offer price of Rs. 11/- (Rupees Eleven Only) per fully paid-up equity share of Rs.10/- each of the Target Company (hereinafter referred to as "**Offer Price**") will be offered to the equity shares tendered in the Offer. Assuming full acceptance, the total consideration payable by the Acquirer will be **Rs. ₹ 3,34,38,548.00/-** (Rupees Three Crores Thirty-Four Lakhs Thirty-Eight Thousand Five Hundred and Forty-Eight Only) (hereinafter referred to as "**Offer Consideration**").
- 1.3 **Mode of payment (cash/ security):** The Offer Price will be paid in cash, in accordance with the Regulation 9(1) (a) of the SEBI SAST Regulations, 2011.
- 1.4 **Type of offer (Mandatory):** This is a Mandatory Offer made under Regulation 3(1) and 4 of the SEBI SAST Regulations, 2011.

2. Transaction which has triggered the Open Offer obligations

Type of Transaction (Direct)	Mode of Transaction (Agreement)	Details of underlying transaction			Regulation which has triggered	
		Shares/Voting rights acquired/proposed to be acquired		Total Consideration for shares/ Voting Rights (VR) proposed to be acquired (In Rs.)		Mode of Payment (Cash/ Securities)
		Number	% Vis a vis total Issued, Subscribed and Voting capital			
Direct Acquisition	Share Agreement dated, 07-03-2022	66,81,500 Equity Shares at a price of Rs. 7.00/- per equity share	57.15% of Issued, Subscribed and Voting Capital	₹ 4,67,70,500.00	Cash Regulation 3(1) and 4	

3. Acquirers/PAC

Details	Acquirer
Name of the Acquirer/(s)	Mr. Rajesh Gupta
Address	H. No. 2, Road No 55, West Punjabi Bagh, New Delhi - 110026
Name(s) of persons in control/promoters of Acquirer/ PAC where Acquirers/PAC are companies	Not Applicable
Name of the Group, if any, to which the Acquirer/PAC belongs to	Not Applicable
Pre-Transaction shareholding:	
• Number	17,74,285 Shares
• % Of issued, subscribed share capital and voting capital	15.18%
Proposed shareholding after the acquisition of shares which triggered the Open Offer (not taking into account the equity shares validly accepted in the Open Offer, if any)	72.32
Any other interest in the Target Company	Nil

For the purpose of this Open Offer there is no Person Acting in Concert (PAC) with the Acquirer.

4. Details of Selling shareholders

Name	Part of Promoter Group (Yes/ No)	Details of shares/ voting rights held by the selling shareholders	
		Pre-Transaction	Post Transaction
		Number of shares	% Of total Issued, Subscribed, Paid-up and Voting capital
Ritesh Kumar Newatia	Yes	7,200	0.06
Rani Sati Mercantiles Pvt Ltd	Yes	2,17,500	1.86
Jwel Moulders Holding Pvt Ltd	Yes	3,74,500	3.20
Ritesh Real Estate Pvt Ltd	Yes	88,500	0.76
Darshan Vyaapar Pvt Ltd	Yes	1,97,600	1.69
Suresh Chand Garg	No	2,65,000	2.27
Dinesh Chand Garg	No	2,65,000	2.27
Swati Garg	No	2,64,500	2.26
Shyam Sunder Garg	No	2,64,500	2.26
Laxmi Devi Garg	No	2,63,500	2.25
Renu Garg	No	2,63,000	2.25
Naresh Chander Garg	No	2,63,000	2.25
		Nil	Nil

Jitin Garg	No	2,62,500	2.25	NIL	NIL
Akash Garg	No	2,62,500	2.25		
Anita Garg	No	2,59,150	2.22		
Saneh Garg	No	2,56,050	2.19		
Vipul Goel	No	1447500	12.38		
Pallavi Goel	No	1460000	12.49		
TOTAL		66,81,500.00	57.15		

5. Target Company

5.1 Name: Dynamic Portfolio Management & Services Limited was incorporated on 11th May, 1994 as a Public Company under the Indian Companies Act, 1956. The company got its NBFC certificate on 16th May 1998. The registered office of DYNAMICIP is situated at 1403, 14th floor, Vikaram Tower 16, Rajendra Place New Delhi, Delhi- 110008, India. The CIN of the Company is L74140DL1994PLC304881

5.2 Exchanges where equity shares of Target Company are listed: The equity shares of DYNAMICIP are listed since 23rd October, 2000, on BSE (Main Board) (Security ID: DYNAMICIP, Security Code: 530779) ISIN: INE118C01018 and CSE since 26th February, 1997 with Scrip code 14037 (currently suspended).

6. Other details

6.1 A Detailed Public Statement ("DPS") specifying the detailed terms and conditions of this Offer will be published as per Regulation 14(3) of SEBI SAST Regulations, 2011 on or before, 14-03-2022.

6.2 The Acquirer hereby undertakes that it is fully aware of and will comply with their obligations under the Regulations and have adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) under SEBI SAST Regulations, 2011.

6.3 This offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) and is not a competing bid in terms of Regulation 20 of SEBI SAST Regulations, 2011.

6.4 The Acquirer has no intention to delist the equity shares of the Target Company and intend to retain listed status on the stock exchange.

6.5 The Acquirer accepts full responsibility for the information contained in this Public Announcement.


ISSUED BY THE MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER:



Finshore Management Services Limited,
Anandlok, Block A, Room-207,
227, AJC Bose Road,
Kolkata-700020
Tel: 91 33 22895101/9831020743
www.finshoregroup.com

Investor Grievance email id: ramakrishna@finshoregroup.com
Contact Person: Mr. S Ramakrishna Iyengar
SEBI Registration No: INM000012185

For and on behalf of Acquirer:

Acquirer

Mr. Rajesh Gupta

Place: Kolkata
Date: 07-03-2022