

Public Announcement (“PA”) under Regulation 15(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

**FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF
SHENTRACON CHEMICALS LTD**

Open Offer for acquisition of upto 11,53,917 (Eleven Lakhs Fifty Three Thousand Nine Hundred and Seventeen) fully paid-up equity shares of face value of ₹ 10.00/- (Rupees Ten Only) each (‘Offer Shares’) representing 26.00% (Twenty-Six Percent) of the fully paid-up equity and voting share capital of Shentracon Chemicals Ltd. (‘Target Company’ or ‘SCL’) at an offer price of ₹ 0.50 (Rupees Zero Point Fifty Paise Only) per equity share, by Mr. Amit Jain (‘Acquirer 1’) and Mr. Hanissh Jaain (‘Acquirer 2’) (hereinafter collectively referred to as ‘Acquirers’) pursuant to and in compliance with the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (‘SEBI (SAST) Regulations’) (‘Offer’ or ‘Open Offer’)

This public announcement (‘**Public Announcement**’ / ‘**PA**’) is being issued by **Bonanza Portfolio Limited (‘BPL/ Manager to the Offer’)**, for and on behalf of the Acquirers, to the public shareholders (*as defined below*) of Target Company, pursuant to and in compliance with, amongst others, the provisions of Regulations 3(1) and 4, read with Regulations 13, 14, and 15(1) and other applicable regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (**hereinafter referred to as ‘SEBI (SAST) Regulations, 2011’**)

For the purpose of this Public Announcement, the following terms shall have the meanings assigned to them below:

- a) ‘**BSE**’ means BSE Limited;
- b) ‘**CSE**’ means The Calcutta Stock Exchange Limited;
- c) ‘**Equity Shares**’ means the fully paid-up equity shares of the Target Company of face value of ₹ 10/- each Fully Paid-up;
- d) ‘**Promoters/Promoter Group**’ shall mean all the existing promoters of the target company namely Jagdish Prasad Sureka HUF, Savitri Devi Sureka, Sanjay Sureka, Prismo (India) Limited, Shentracon Holdings Private Limited, Shentracon Finlease Private Limited, and Satya Leasing Company Limited;
- e) ‘**Public Shareholders**’ shall mean all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Open Offer, excluding the Acquirers, the existing promoters of the Target Company, and the parties to the Share Purchase Agreement including persons deemed to be acting in concert with such parties to the Share Purchase Agreement;
- f) ‘**SEBI**’ means the Securities and Exchange Board of India;
- g) ‘**Sellers/Selling Shareholders**’ shall mean Promoter Sellers, namely Jagdish Prasad Sureka Huf (‘**Seller 1**’), Savitri Devi Sureka (‘**Seller 2**’), Sanjay Sureka (‘**Seller 3**’), Prismo (India) Limited (‘**Seller 4**’), Shentracon Holdings Private Limited (‘**Seller 5**’), Shentracon Finlease Private Limited (‘**Seller 6**’) and Satya Leasing Company Limited (‘**Seller 7**’);
- h) ‘**Share Purchase Agreement**’ or ‘**SPA**’ refers to the share purchase agreement dated September 04, 2025 executed between the Acquirers and the Selling Shareholders, pursuant to which the Acquirers has agreed to acquire 23,17,343 (Twenty Three Lakhs Seventeen Thousand Three Hundred Forty Three Only) equity shares of ₹ 10/- each, representing 52.21% (Fifty Two Point Two One) of the equity and voting share capital of the Target Company from the Selling Shareholders at a price of ₹ 0.50 (Rupees Zero Point Fifty Paise Only) per equity share, aggregating to an amount of ₹ 11,58,671.50 (Rupees Eleven Lakh Fifty Eight Thousand Six Hundred Seventy One and Fifty paise Only);
- i) ‘**SEBI (LODR) Regulations**’ means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendment thereto.
- j) ‘**Stock Exchange**’ means BSE and CSE;
- k) ‘**Tendering Period**’ has the meaning ascribed to it under the SEBI (SAST) Regulations;
- l) ‘**Voting Share Capital**’ means the total voting equity share capital of the Target Company as of the 10th (Tenth) Working Day from the closure of the Tendering Period of the Offer;

m) **‘Working Day’** means any working day of the Securities and Exchange Board of India (Mumbai);

1. **Offer Details**

- 1.1. **Offer Size:** Upto 11,53,917 (Eleven Lakh Fifty Three Thousand Nine Hundred and Seventeen) equity shares of ₹ 10/- each representing 26.00% (Twenty Six Percent) of the equity and voting share capital of the Target Company, subject to the terms and conditions mentioned in this Public Announcement and to be set out in the Detailed Public Statement (**‘DPS’**) and the Letter of Offer (**‘LOO’**) proposed to be issued in accordance with the SEBI (**SAST**) Regulations;
- 1.2. **Offer Price/ Consideration:** The Open Offer is being made at a price of ₹ 0.50 (Rupees Zero Point Fifty Paise Only) per equity share of ₹ 10/- each, calculated in accordance with Regulation 8(2) of the SEBI (SAST) Regulations, 2011. Assuming full acceptance of the Open Offer, the total consideration payable by Acquirers under the Open Offer will be ₹ 5,76,958.50 (Rupees Five Lakh Seventy Six Thousand Nine Hundred and Fifty Eight Point Fifty Paise).
- 1.3. **Mode of Payment:** The Offer Price is payable in **Cash** in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
- 1.4. **Type of Offer:** This is a **Triggered Offer** made in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

2. **Transaction which has triggered the open offer obligations (Underlying Transaction)**

- 2.1 The Acquirers have entered into a Share Purchase Agreement (**“SPA”**) on September 04, 2025 with the Sellers pursuant to which the Acquirers have agreed to purchase 23,17,343 equity shares of ₹ 10/- each, representing 52.21% (Fifty Two Point Two One) of the equity and voting share capital at a price of ₹ 0.50 (Rupees Zero Point Fifty Paise Only) per equity shares aggregating to an amount of ₹ 11,58,671.50 (Rupees Eleven Lakh Fifty Eight Thousand Six Hundred and Seventy One Point Fifty paise Only) from the Sellers, subject to the terms and conditions set out in the SPA.
- 2.2 As the Acquirers have entered into SPA to acquire equity shares from the Sellers or Selling Shareholders and taking control over the Target Company, this Open Offer is being made under Regulations 3(1) and 4 of the SEBI (SAST) Regulations. Pursuant to the consummation of the Underlying Transaction (contemplated under the SPA) and subject to compliance with the SEBI (SAST) Regulations, the Acquirers will acquire substantial equity shares and take control over the Target Company and shall become the Promoter of the Target Company in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, and subsequent amendments thereto (**“SEBI (LODR) Regulations”**)
- 2.3 A summary of the underlying transaction is set out as 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/ VRs acquired (in ₹)	Mode of Payment (Cash/ securities)	Regulations which has triggered
		Number	% vis a vis total equity/ voting capital			
Direct	Share Purchase Agreement dated September 04, 2025	23,17,343 equity shares	52.21%	₹ 0.50	Cash	3(1) & 4 of SEBI (SAST) Regulations, 2011

3. Acquirers /PAC

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirers / PAC(s)	Mr. Amit Jain	Mr. Hanissh Jaain	2
Address	D-2803, Imperial Heights, Best Nagar, Behind Oshiwara Depot, Goregaon West, Motilal Nagar, Mumbai, Maharashtra 400 104	Flat No. 803, 8 th Floor, Anmol Prestige Co-op HSG Ltd, Anmol Complex S V Road, Opp Patel Petrol Pump, Goregaon West, Motilal Nagar, Mumbai, Maharashtra 400 104	-
Name(s) of persons in control/ promoters of Acquirer(s)/ PACs where Acquirer(s)/ PAC are companies	NA	NA	NA
Name of the Group, if any, to which the Acquirers/ (PAC) belongs to	None	None	None
Pre Transaction shareholding • Number	Nil	Nil	Nil
• % of total share capital	NA	NA	NA
Proposed shareholding after the acquisition of shares (through SPA), which triggered the Open Offer	11,58,672 26.105%	11,58,671 26.105%	23,17,343 52.21%
Any other interest in the TC	None	None	None

4. Details of selling shareholders

Name	Part of Promoter group	Details of Equity Shares / voting rights held by the Sellers			
		Pre-Transaction		Post-Transaction	
		No. of Equity Shares	% of total Equity / voting capital	No. of Equity Shares	% of total equity / voting capital
Jagdish Prasad Sureka Huf	Yes	1,50,000	3.38	0	0.00
Savitri Devi Sureka	Yes	6,10,700	13.76	0	0.00
Sanjay Sureka	Yes	1,59,267	3.59	0	0.00
Prismo (India) Limited	Yes	2,27,084	5.12	0	0.00
Shentracon Holdings Private Limited	Yes	3,72,750	8.40	0	0.00
Shentracon Finlease Private Limited	Yes	5,28,392	11.91	0	0.00
Satya Leasing Company Limited	Yes	2,69,150	6.06	0	0.00
Total		23,17,343	52.22	0	0.00

5. Target Company

Name of the Target Company	Shentracon Chemicals Ltd;
Corporate Identification Number	L24299WB1993PLC059449;
ISIN	INE0OUS01011;
Registered Office Address	6A, 3rd Floor, Kiran Shankar Roy Road, Near High Court Kolkata, Kolkata, West Bengal, 700001;
Contact No	033-22489731 / 9538
Email Id	investor@shentracon.com
Website	www.shentracon.com
Stock Exchange where listed	The Equity Shares of the Target Company are listed on BSE Limited and The Calcutta Stock Exchange Ltd;
Scrip Code for BSE Limited	530757
Scrip Code for Calcutta Stock Exchange Ltd	29095
Scrip ID for BSE Limited	SHENTRA

6. Other Details

- 6.1 The Detailed Public Statement to be issued pursuant to this Public Announcement in accordance with Regulations 13(4), 14(3), and 15(2) and other applicable regulations of the SEBI (SAST) Regulations and shall be published in newspapers, within 5 (Five) Working Days of this Public Announcement, *i.e.*, on or before Friday, September 12, 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, the Selling Shareholders, Background to the Offer, relevant conditions under the Share Purchase Agreement, statutory approvals required for this Offer, details of financial arrangements, and such other terms and conditions as applicable to this Offer.
- 6.2 The Acquirers intends to retain the listing status of the Target Company and no delisting offer is proposed to be made.
- 6.3 The Acquirers, accept full responsibility for the information contained in this Public Announcement.
- 6.4 The Acquirers has given an undertaking that he is aware of, and shall comply with, the obligations under the SEBI (SAST) Regulations and has adequate financial resources to meet the obligations under the SEBI (SAST) Regulations for the purpose of the Offer.
- 6.5 This Offer is not conditional upon any minimum level of acceptance as per Regulation 19(1) of the SEBI (SAST) Regulations.
- 6.6 This Public Announcement is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations and subsequent amendments thereto.
- 6.7 All the information pertaining to the Target Company and/or the Sellers in this Public Announcement has been obtained from publicly available sources or provided by the Target Company and/or the Sellers, as the case may be, and the accuracy thereof has not been independently verified by the Acquirers or the Manager to the Offer.
- 6.8 In this Public Announcement, all references to ₹ are references to the Indian Rupees.
- 6.9 In this Public Announcement, any discrepancy in any amounts as a result of multiplication and/or totaling is due to rounding off.

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRERS



BONANZA PORTFOLIO LIMITED

CIN: U65991DL1993PLC052280

Bonanza House, Plot No. M-2,

Cama Industrial Estate, Walbhat Road, behind The Hub,

Goregaon (East), Mumbai - 400 063

Contact Person: Ms. Swati Agrawal/ Mr. Abhay Bansal

Tel No.: +91 22 68363773/ +91 11 40748709

Email: swati.agrawal@bonanzaonline.com/ abhay.bansal@bonanzaonline.com

Investor Grievance Email: mbgrievance@bonanzaonline.com

SEBI Registration No.: INM000012306

For and on behalf of the Acquirers,

Sd/-

Amit Jain

Sd/-

Hanishh Jaain

Place : Mumbai

Date : September 04, 2025