

SHENTRACON CHEMICALS LIMITED

Corporate Identification Number: L24299WB1993PLC059449

Registered Office: 6A, 3rd Floor, Kiran Shankar Roy Road, Near High Court Kolkata, Kolkata, West Bengal, 700001

Tel No.: 033-22489731 / 9538; Website: www.shentracon.co; Email: investor@shentracon.com

Recommendations of the Committee of Independent Directors ('IDC') of SHENTRACON CHEMICALS LIMITED ('SCL' or 'Target Company') on the Open Offer made by, Mr. Amit Lalit Jain ('Acquirer 1') and Mr. Hanishh Kanakraj Jaain ('Acquirer 2') (hereinafter referred to as "Acquirers") to the Shareholders of the Target Company under Regulation 26(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including subsequent amendments thereto ('SEBI (SAST) Regulations').

1.	Date	Thursday, January 08 ,2026
2.	Name of the Target Company	Shentracon Chemicals Limited
3.	Details of the Offer pertaining to the Target Company	This Offer is being made by Mr. Amit Lalit Jain ('Acquirer 1') and Mr. Hanishh Kanakraj Jaain ('Acquirer 2') pursuant to the provisions of Regulations 3 and 4 of the SEBI (SAST) Regulations, for acquisition of upto 11,53,917 (Eleven Lakh Fifty Three Thousand Nine Hundred and Seventeen) Equity Shares of ₹ 10/- each representing 26.00% of the fully Paid up Equity and Voting Share Capital of the Target Company, at a price of ₹ 0.50 (Rupees Zero Point Fifty Paisa Only) per Equity Share, payable in cash.
4.	Name of the Acquirer	Mr. Amit Lalit Jain ('Acquirer 1') and Mr. Hanishh Kanakraj Jaain ('Acquirer 2')
5.	Name of the Manager to the Offer	Bonanza Portfolio Limited CIN: U65991DL1993PLC052280 Bonanza House, Plot No. M-2, Cama Industrial Estate, Walbhat Road, Behind The Hub, Goregaon (East), Mumbai - 400 063
6.	Members of the Committee of Independent Directors	1. Mr. Ashish Bakliwal ,Chairperson 2. Ms. Madhuri Toshniwal, Member
7.	IDC Member's relationship with the Target Company (Directors, Equity Shares owned, any other contract/ relationship), if any	a) IDC members are Independent and Non-Executive Directors on the Board of the Target Company. b) None of the IDC member holds Equity Shares in the Target Company. c) None of the IDC member holds any contract or relationship with the Target Company at present.
8.	Trading in the Equity Shares/ other securities of the Target Company by IDC Members	None of the IDC members have traded any Equity Shares/ other securities of the Target Company during a period of 12 months prior to the date of Public Announcement till the date of this recommendation.
9.	IDC Member's relationship with the Acquirer (Directors, Equity Shares owned, any other contract/ relationship)	None of the IDC members have any relationship with the Acquirer at present.
10.	Trading in the Equity Shares/ other securities of the Acquirer by IDC Members	Nil
11.	Recommendation on the Offer, as to whether the Offer, is or is not, fair, and reasonable	The IDC members have reviewed the following documents issued by the Manager on behalf of the Acquirer (collectively referred to as the "Offer Documents"): (a) the Public Announcement dated Thursday, September 04, 2025; (b) the Detailed Public Statement published in newspaper on Friday, September 12, 2025; (c) the Draft Letter of Offer dated Friday, September 19, 2025; and (d) the Letter of Offer dated Monday, January 05,2025). The IDC members believe that Offer is fair and reasonable, in accordance with the provisions of SEBI (SAST) Regulations.
12.	Summary of Reasons of Recommendation	Based on the review of the Offer Documents, the IDC members are of the opinion that the Offer Price of ₹ 0.50 per Equity Shares, offered by the Acquirers is in line with Regulation 8(2) of SEBI (SAST) Regulations and prima facie appears to be justified. The Committee considered the following facts: a) The Equity Shares of the Company are infrequently traded on BSE within the meaning of Regulation 2(1)(j) of SEBI (SAST) Regulations; b) The Offer Price of ₹ 0.50 per Equity Shares is justified in terms of the parameters prescribed under Regulations 8(2) of the SEBI (SAST) Regulations. Keeping in view of the above fact, the IDC members are of the opinion that the Offer Price of ₹ 0.50 (Rupees Zero Point Fifty Paisa Only) payable in cash per Equity Share to the Shareholders of the Target Company for this Offer is fair and reasonable. However, the Shareholders should independently evaluate the Offer and take informed decision on the matter.
13.	Details of Independent Advisors, if any	Nil
14.	Disclosure of Voting Pattern of the meeting in which the open offer proposal was discussed	The recommendations were unanimously approved by the members of the IDC
15.	Any other matter to be highlighted	Nil

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true, correct, and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under SEBI (SAST) Regulations.

**For and on behalf of
Committee of Independent Directors
Shentracon Chemicals Limited**

**Sd/-
Ashish Bakliwal
(Chairperson of IDC)**

Place: Mumbai

Date: January 07, 2026