

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF
CONSTRONICS INFRA LIMITED ("CIL" / "TARGET COMPANY" / "TC")**

CIN No.: L45100TN1992PLC022948

Registered Office: No.3/2, Third Floor, Narasimmapuram, Sai Baba Colony,
Mylapore, Chennai, Tamil Nadu – 600 004 **Website:** www.constronicsinfra.com

E-mail Id: info@constronicsinfra.com **Contact No:** 044 – 4858 9999

OPEN OFFER FOR ACQUISITION OF 28,85,000 (TWENTY EIGHT LAKHS EIGHTY FIVE THOUSAND ONLY) EQUITY SHARES FROM SHAREHOLDERS OF CONSTRONICS INFRA LIMITED ("CIL") BY MR. VISHNU VARDHAN (HEREIN AFTER COLLECTIVELY REFER TO AS "ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1) & 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS 2011, AS AMENDED ("SEBI (SAST) REGULATIONS").

1) OFFER DETAILS

- **Size:** This Open Offer is being made for 28,85,000 Equity Shares of face value of Rs.10/- (Rupees Ten Only) each of the Target Company ("Equity Shares") constituting 40.02% of the fully diluted Equity Share Capital of the Target Company, as of the 10th (tenth) working day from the closure of the Tendering Period ("Offer Size"), subject to the terms and conditions mentioned in this PA, the Detailed Public Statement that will be published and the Letter of Offer that is proposed to be issued in accordance with the SEBI (SAST) Regulations.
- **Price / Consideration:** This Open Offer is being made at a price of Rs. 5.70/- (Rupees Five & Seventy Paise Only) ("Offer Price") per fully diluted Equity Share of the Target Company aggregating to Rs. 1,64,44,500 (Rupees One Crore Sixty Four Lakhs Forty Four Thousand Five Hundred Only) ("Offer Consideration")
- **Mode of Payment:** The Offer Price is payable in cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- **Type of Offer:** This is a Triggered Offer, being made by the Acquirer in accordance with Regulations 3(1) & 4 of the SEBI (SAST) Regulations.

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

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 (Rs. in Lakhs)	Mode of payment (Cash / Securities)	Regulation which has triggered
		Number	% vis a vis total Equity / Share Capital			
Direct Acquisition	Share Purchase Agreement ("SPA") dated February 22, 2021	9,10,533 Equity Shares	12.63%	Rs. 51.90 Lakhs	Cash	Reg. 3(1) & 4

3) ACQUIRER(S) / PAC

Details	Acquirer	PAC	Total
Name of Acquirer	Mr. Vishnu Vardhan	NA	NA
Address	9/1C, Block-A, Vaanams Primero, South Sivan Kovil Street, Near Best Hospital, Kodambakkam, Chennai – 600024	NA	NA
Names of Persons in Control / Promoters of Acquirers where Acquirer are Companies	NA	NA	NA
Name of the Group, if any, to which the Acquirer belongs to	NA	NA	NA
Pre Transaction Shareholding			
Number	1,24,229	NA	1,24,229
% of total Equity Shares Capital	1.72%	NA	1.72%
Proposed shareholding after the acquisition of shares which triggered the Open Offer			
Number	10,34,762	NA	10,34,762
% of total Equity Shares Capital	14.35%	NA	14.35%
Any other interest in the TC	Nil	NA	Nil

Note: Due to the operation of Regulations 2(1)(q) of the SEBI (SAST) Regulations, there could be persons who could be deemed to be acting in concert with the Acquirer. However, such persons are not persons acting in concert for the purposes of this Open Offer.

4) DETAILS OF SELLING SHAREHOLDERS:

Name of Sellers	Part of Promoter Group (Yes / No)	Details of shares held by the Sellers			
		Pre Transaction		Post Transaction	
		Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company	Number of Equity Shares	% of fully diluted Equity Share Capital of the Target Company
Mr. R. Sundara Raghavan	Yes	79,936	1.11%	Nil	Nil
Mr. Sathish Kumar	Yes	10,30,683	14.30%	2,00,086	2.78%
Total	Yes	11,10,619	15.41%	2,00,086	2.78%

5) TARGET COMPANY

Name:	Constronics Infra Limited
CIN No:	L45100TN1992PLC022948
Registered Office:	No.3/2, Third Floor, Narasimmapuram, Sai Baba Colony, Mylapore, Chennai, Tamil Nadu – 600 004
Exchange where the Equity shares of the Target Company are listed	BSE Limited (Scrip Code: 523844)

6) OTHER DETAILS

- The Detailed Public Statement pursuant to this Public Announcement and in terms of the provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 shall be published on or before March 01, 2021 in all editions of any one English national daily with wide circulation, any one Hindi national daily with wide circulation, any one Marathi language daily newspaper – Mumbai edition and any one Tamil language daily newspaper – Chennai edition.
- The Acquirer undertakes that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011.
- The Acquirer have adequate financial resources and have made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations. This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

ISSUED BY MANAGER TO THE OFFER:



Aryaman Financial Services Limited

(CIN No.: L74899DL1994PLC059009)

60, Khatau Building, Alkesh Dinesh Modi Marg,
Opp. P. J. Towers (BSE Building), Fort, Mumbai – 400 001.

Tel: 022 – 6216 6999; Fax: 022 – 2263 0434

Website: www.afsl.co.in; Email: info@afsl.co.in

Contact Person: Mr. Pranav Nagar

For and on behalf of the Acquirer:

Mr. Vishnu Vardhan
9/1C, Block-A, Vaanams Primero, South Sivan Kovil Street, Near Best Hospital, Kodambakkam, Chennai – 600024

Place: Mumbai

Date: February 22, 2021