

Tuesday, May 13, 2025

To,
Board of Directors,
M/s Chemo Pharma Laboratories Limited
5, Kumud Apartment, Co. Op. HSG. Soc. Ltd.,
Karnik Road, Chikan Ghar, Kalyan, Thane,
Maharashtra – 421 301, India

Subject : Submission of Letter of Offer to the Public Shareholders of the M/s Chemo Pharma Laboratories Limited.
Reference : Open Offer made by M/s Atibha Agriseeds Private Limited (Acquirer) for acquisition of up to 3,90,000 Offer Shares representing 26.00% of the Voting Share Capital from the Public Shareholders of M/s Chemo Pharma Laboratories Limited.

Dear Sir/ Madam,

We would like to inform you that, in accordance with the provisions of Regulation 12 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, including subsequent amendments ('SEBI (SAST) Regulations'), Swaraj Shares and Securities Private Limited, has been appointed as the Manager to the Offer ('Manager'), by M/s Atibha Agriseeds Private Limited ('Acquirer'). The Acquirer has announced an Open Offer in compliance with the provisions of Regulations 3 (1), and 4 and such other applicable regulations of the SEBI (SAST) Regulations, for the acquisition of up to 3,90,000 Offer Shares representing 26.00% of the Voting Share Capital of M/s Chemo Pharma Laboratories Limited ('Target Company') from its Public Shareholders. The Offer Price of ₹110.00/- has been determined in accordance with the parameters prescribed under Regulations 8 (1) and 8 (2) of the SEBI (SAST) Regulations per Offer Share, payable in cash, assuming full acceptance aggregating to a maximum consideration of aggregating to an amount of ₹4,29,00,000.00/- that will be offered to the Public Shareholders who validly tender their Offer Shares.

This Offer is triggered in compliance with the provisions of Regulations 3 (1), and 4 of the SEBI (SAST) Regulations, pursuant to the execution of the Share Purchase Agreement dated Tuesday, February 18, 2025, wherein the Acquirer has agreed to acquire 4,18,281 Sale Shares, representing 27.89% of the Voting Share Capital of the Target Company from the Selling Promoter Shareholders, namely being, M/s Citric India Limited (Selling Promoter Shareholder 1), and Mrs. Shanta Somani (Selling Promoter Shareholder 2) at a negotiated price of ₹100.00/- per Sale Share, aggregating to an amount of ₹4,18,28,100.00/-, payable subject to the terms and conditions specified in the said Share Purchase Agreement.


In this regard, and in compliance with the provisions and requirements under the SEBI (SAST) Regulations, we hereby submit a copy of the Letter of Offer for your records. We kindly request you to upload the Letter of Offer on your website at the earliest.

We trust that the above is in order and remain at your disposal should you require any further information.

Thank you for your attention to this matter.

Yours faithfully,


For Swaraj Shares and Securities Private Limited


Mr. Tanmoy Banerjee
(Director)
Encl.: As above

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