



**INVESTOR CHARTER- SUBSTANTIAL ACQUISITION OF SHARES AND
TAKEOVERS**

VISION STATEMENT:

To continuously earn trust of investors and emerge as solution provider with integrity.

MISSION STATEMENT:

1. Act in investors' best interests by understanding needs and developing solutions.
2. Enhance and customise value generating capabilities and services.
3. Disseminate complete information to investors to enable informed investment decision.

DESCRIPTION OF ACTIVITIES / BUSINESS OF THE ENTITY

Act as Managers to Offer of Takeover of existing listed Company by an acquirer

SERVICES PROVIDED FOR INVESTORS

1. Letter of offer is dispatched through speed post/registered post/courier or email etc.
2. Detailed Public Statement, Offer Opening Advertisement, Independent Director's recommendation is published in the English, Hindi and Regional newspapers;
3. Background of Acquirer/PAC, object of the offer, offer price, status of frequently or infrequently traded, underlying transaction triggering open offer disclosed in the Offer Documents to enable shareholders take informed decision;
4. Merchant banker and the Registrar to the offer to help resolve any query in relation to non-receipt of letter of offer, tender form, process of tendering of shares for shares held in demat form viz-a-viz shares held in demat form etc.
5. Detailed process for tendering of shares and procedure for acceptance and settlement of shares is disclosed in the letter of offer;
6. Recommendation of independent directors of the target company published in the newspapers to enable shareholders make an informed decision;
7. Facility for Physical Shareholders to participate in the takeover process by submitting documents disclosed in the letter of offer;
8. All eligible shareholders may place orders in the Acquisition Window provided by stock exchange, through their respective stock brokers;
9. Offer closing advertisement is published in the newspapers.

TIMELINES - TAKEOVER

Sr. No.	Activity	Timeline for which activity takes place	Information where available
1	Filing of Public Announcement	0	Website of SEBI, Stock Exchanges
2	Filing of Detailed Public Statement	Within 5 WDs of filing PA with SEBI, Stock Exchange and Target Company	Website of SEBI, Stock Exchanges
3	Dispatch of Letter of Offer	Within 7 working days of receipt of observation letter from SEBI	Website of SEBI, Stock Exchanges



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4	Publication of Independent Director's recommendation	2 WDs prior to commencement of tendering period	Website of SEBI, Stock Exchanges
5	Offer Opening Ad	1 WDs prior to commencement of tendering period	Website of SEBI, Stock Exchanges
6	Offer Opens	not later than 12 WDs from the date of receipt of observation letter from SEBI	Website of Stock Exchanges
7	Availability of letter of offer and Form of Acceptance	Till offer closure date	Website of SEBI, Stock Exchanges
8	Availability of material documents for inspection by Shareholders	Till offer closure date	Address given in Letter of Offer
9	Closure of offer	Within 10 WDs of opening	Stock Exchanges website
10	Acceptance and Settlement of shares	Within 10 WDs of closure	Stock Exchanges website
12	Date of post offer advertisement	Within 5 WDs of payment to shareholders	Website of SEBI, Stock Exchanges

RIGHTS OF INVESTORS

1. All the Public Shareholders, who own fully paid equity shares of the Target Company any time before the closure of the Open Offer are eligible to participate in the Open Offer.
2. Shareholders have rights to inspect the material documents as listed out in the letter of offer during the tendering period.
3. Shareholders can obtain letter of offer along with tender forms from the Registrar to the offer or Manager to the offer and can also download from the website of the Stock Exchanges.

DO's and DON'Ts FOR INVESTORS

Dos

1. Ensure to submit tender forms on time;
2. Ensure the demat account and the PAN belong to the same eligible shareholder;
3. Physical shareholder should ensure that the correct share certificates are attached along with the Tender Form
4. Ensure that the signatures registered with the Company and the signature on the Tender Form are the same.
5. In case any person has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Offer before Offer Closing Date.



Don'ts

1. Offer from shareholders will be rejected if the terms or the process mentioned in the Letter Of Offer is not followed
2. Shareholders who are holding Physical Shares as on the Record Date should not submit incomplete Tender Form and other documents for placing their bid in demat form;
3. There should be no name mismatch in the demat account of the Eligible Shareholder and PAN; or
4. There should not be any restraint order of a Court/any other competent authority for transfer/disposal/sale
5. The title to the Equity Shares should not be under dispute and there should not be any restraint.

INVESTOR GRIEVANCE REDRESSAL MECHANISM AND HOW TO ACCESS IT

