

Request Letter for availing Tender Offers under Open /Takeover Offer

To,
National Securities Depository Limited
4th Floor, Trade World, A Wing,
Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel, Mumbai-400014

Dear Sir,

Securities & Exchange Board of India (SEBI) vide its Circular No. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, has provided guidelines on the Mechanism for the Acquisition of shares through the Stock Exchange pursuant to Open Offer under Takeovers, ~~Buyback and Delisting~~ to facilitate Tendering of Shares by the Shareholders and Settlement of the same, through the Stock Exchange Mechanism.

In view of the aforesaid, We, Mr. Dhruvin Dakshesh Shah (“Acquirer 1”), Mr. Sagar Samir Shah (“Acquirer 2”) along with Mrs. Sheetal Dakshesh Shah (“Persons Deemed To Be Acting In Concert” or “PAC”) an intending to make an Offer to Buy 61,62,455 Equity Shares representing 65% of total paid-up equity shares of Target Company at a price of Rs. 10/- per Equity Shares of Madhuveer Com 18 Network Limited having a Face Value of Rs. 10/- each.

In this context, I am availing the Open Offer facility provided by BSE Limited for acquiring Shares as per the above SEBI guidelines. As per the SEBI guidelines, during the Tendering Period, shares would be transferred to a special account of the clearing corporation specifically created for this purpose. We, therefore, request you to permit the transfers of shares in respect of the Equity Shares of Target Company identified by ISIN: INE312M01016 only to the special account of the clearing corporation opened for this purpose. The details of the Takeover Offer are enclosed in Annexure.

We undertake to comply with all terms and conditions of the ‘Tender Offer Facility’ scheme as per SEBI guidelines from time to time.

We shall ensure that the acquisition of securities will be in compliance with SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Companies Act 2013, and other applicable regulations /guidelines/circulars as may be issued by SEBI from time to time.

For providing the above-mentioned services, We shall bear all the expenses relating to the Open/Takeover Offer including fees as prescribed by NSDL from time to time.

Thanking you.

Yours faithfully

For and on behalf of the Acquirers and PAC

Dhruvin Dakshesh Shah
Acquirer 1
Date: January 19, 2024

Annexure
Open/Takeover Offer details

To,
National Securities Depository Limited
4th Floor, Trade World, A Wing,
Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel, Mumbai-400014

Dear Sir,

We, Mr. Dhruvin Dakshesh Shah (“Acquirer 1”), Mr. Sagar Samir Shah (“Acquirer 2”) along with Mrs. Sheetal Dakshesh Shah (“Persons Deemed To Be Acting In Concert” or “PAC”), want to acquire Shares of Madhuveer Com 18 Network Limited intends to use the ‘Open / Tender Offer Facility’ for our upcoming Open/Takeover Offer under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011. The details of the offer are as under:

Tender offer type	Open Offer
Security name	Madhuveer Com 18 Network Limited
Scrip Code	MADHUVEER, 531910
Listed on	BSE Limited (BSE)
ISIN	INE312M01016
Offer Quantity	61,62,455 Equity Shares
Face Value	₹ 10/- (Rupee Ten Only)
Floor Price/Offer Price	₹ 10/- (Rupees Ten Only)
Offer start date	30/01/2024
Offer end date	12/02/2024
Buyer Member name	Ratnakar Securities Private Limited
Buyer Member Code	BSE Member Code: 3251 NSE Member Code: 07780 SEBI Registration Number: INZ000191735
Target Company email id	Madhuveer Com 18 Network Limited Email: tohealpharmachem@gmail.com ;
Merchant banker email id	Kunvarji Finstock Private Limited Email: niraj.thakkar@kunvarji.com
RTA Name and email id	BIGSHARE SERVICES PRIVATE LIMITED Email: openoffer@bigshareonline.com
Acquirer’s Contact Person for grievance redressal	MR. DHRUVIN DAKSHESH SHAH (“ACQUIRER 1”) Email: dhruvindds9@gmail.com MR. SAGAR SAMIR SHAH (“ACQUIRER 2”) Email: sagar@seraphiminc.in

The information furnished above is true to the best of our knowledge and belief and I undertake to inform you that all necessary checks have been performed by me.

Yours sincerely,

For and on behalf of the Acquirers and PAC

Dhruvin Dakshesh Shah
Acquirer 1
Date: January 19, 2024