



TECHNOCRAFT INDUSTRIES (INDIA) LIMITED

Registered Office: A-25, Technocraft House, MIDC, Marol Industrial Area, Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai - 400 093
Corporate Identification Number (CIN): L28120MH1992PLC069252; Telephone: +91-22-4098-2222; Fax: +91-22-2835-6559; Email: investor@technocraftgroup.com; Website: www.technocraftgroup.com

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF TECHNOCRAFT INDUSTRIES (INDIA) LIMITED

This Public Announcement (the "Public Announcement") is being made pursuant to the provisions of Regulation 8(1) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 (the "Buyback Regulations") for the time being in force including any statutory modifications and amendments from time to time and contains the disclosures as specified in Part A of Schedule II to the Buyback Regulations. OFFER FOR BUYBACK OF 52,26,750 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT A PRICE OF ₹ 270 (RUPEES TWO HUNDRED AND SEVENTY ONLY) PER FULLY PAID-UP EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER PROCESS.

1 THE BUYBACK OFFER

- The Board of Directors of Technocraft Industries (India) Limited ("Technocraft" or "the Company"), at its meeting held on November 6, 2015 has approved the proposal for the buyback of the Company's equity shares and has sought approval from the shareholders of the company, by a special resolution, through the Postal Ballot Notice dated November 6, 2015 ("Postal Ballot Notice"), the results of which were announced on December 25, 2015. Through the Postal Ballot the shareholders of the Company have approved, by a special resolution, the buyback of the Company's fully paid-up equity shares of face value of ₹ 10/- (Rupees Ten) each ("Equity Shares") from the existing shareholders/beneficial owners, on a proportionate basis, through the tender offer process ("Buyback") pursuant to Article 61 of the Articles of Association of the Company and in accordance with Sections 68 and all other applicable provisions of the Companies Act, 2013 ("Companies Act" or "the Act") and the Buyback Regulations, at a price of ₹ 270/- (Rupees Two Hundred and Seventy Only) per Equity Share ("Buyback Price") payable in cash, for an aggregate of ₹ 141,12,22,500/- (Rupees One Hundred Forty One Crore Twelve Lakhs Twenty Two Thousand Five Hundred Only) ("Buyback Offer Size"). The Buyback Price per Equity Share and the Buyback Size do not include transaction costs including brokerage costs, securities transaction taxes, service tax, and stamp duty ("Transaction Costs").
- In terms of the Regulations, under tender offer route, the promoters have the option to participate in the Buyback. In this regard, promoter and promoter group have informed the Company vide their letter dated November 6, 2015 regarding their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in clause 3.4 of this announcement.
- The Buyback Offer price of ₹ 270/- (Rupees Two Hundred Seventy only) per Equity Share represents a premium of 43.6% and 44.3% over the volume weighted average price of the Equity Shares on BSE and on NSE respectively for 3 months preceding the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback and 33.2% and 33.0% over the volume weighted average price of the Equity Shares on BSE and on NSE respectively for 2 weeks preceding the date of intimation to the BSE for the Board Meeting to consider the proposal of the Buyback.
- The aggregate paid-up share capital and free reserves of the Company as on March 31, 2015 was ₹ 585.40 crore and under the provisions of the Act, the funds deployed for Buyback shall not exceed 25% of the paid-up capital and free reserves of the Company under Shareholder approval route. Accordingly, the maximum amount that can be utilised in the present Buyback is ₹ 146.35 crore. The aggregate amount proposed to be utilised for the Buyback is ₹ 141.12 crore, which is within the maximum amount as aforesaid.
- Further, under the Act, the number of equity shares that can be bought back during the financial year shall not exceed 25% of the paid-up equity shares of the Company. Accordingly, the number of equity shares that can be bought back during the financial year cannot exceed 78,81,687 equity shares being 25% of 3,15,26,750 equity shares of face value of ₹ 10/- each as per the audited balance sheet as on March 31, 2015. Since the Company proposes to Buy-back up to 52,26,750 equity shares, the same is within the aforesaid 25% limit.
- Pursuant to the proposed Buyback and depending on the response to the Buyback, the voting rights of the promoter group in the Company may increase over the existing 74.97% holding in the total equity capital and voting rights of the Company. The promoter group of the Company are already in control over the Company and therefore such further increase in voting rights of the promoter group will not result in any change in control over the Company. The promoter group has undertaken that in case there is an increase in voting rights of the promoter group beyond 75%, necessary steps will be taken to reduce the shareholding of the promoter group in accordance with the provisions contained under Rule 19A of the Securities Contract (Regulation) Rules, 1957, so that the Company is in due compliance of the Minimum Public Shareholding requirement. The Company and the promoters have undertaken to comply with the Minimum Public Shareholding requirements even after the Buyback. Further, the promoters and promoter group confirm that they have not voted in favour of the resolutions authorizing the Buyback under sections 68, 69 and 70 of the Companies Act, 2013.
- A copy of this Public Announcement is expected to be available on the Securities and Exchange Board of India ("SEBI") website www.sebi.gov.in during the period of the Buyback.

2 NECESSITY AND BASIS FOR BUYBACK

Share buyback is the acquisition by a company of its own shares. The objective is to return surplus cash to the Members holding equity shares of the Company. The Board at its meeting held on November 6, 2015, considered the increase in accumulated free reserves as well as the cash liquidity reflected in the audited accounts for the financial year ending March 31, 2015 and considering these, the Board decided to allocate a sum of ₹ 141,12,22,500 (Rupees One Hundred Forty One Crore Twelve Lakh Twenty Two Thousand Five Hundred only) for distributing to the Members holding equity shares of the Company through the Buyback. After considering several factors and benefits to the Members holding equity shares of the Company, the Board decided to recommend Buyback of not exceeding 52,26,750 (Fifty-Two Lakh Twenty-Six Thousand Seven Hundred and Fifty only) equity shares (representing 16.58% of the total number of equity shares in the paid-up equity share capital of the Company) at a price of ₹ 270/- (Rupees Two Hundred Seventy only) per equity share for an aggregate consideration of ₹ 141,12,22,500/- (Rupees One Hundred Forty One Crore Twelve Lakh Twenty Two Thousand Five Hundred Only). Buyback is a more efficient form of distributing surplus cash to the Members holding equity shares of the Company, inter-alia, for the following reasons:

- The Buyback will help the Company to distribute surplus cash to its Members holding equity shares broadly in proportion to their shareholding, thereby, enhancing the overall return to Members;
- The Buyback, which is being implemented through the Tender Offer route as prescribed under the Buyback Regulations, would involve allocation of 15% of the outlay to small shareholders. The Company believes that this reservation of 15% for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholder";
- The Buyback would help in improving return on equity, by reduction in the equity base, thereby leading to long term increase in shareholders' value;
- The Buyback gives an option to the Members holding equity shares of the Company, who can choose to participate and get cash in lieu of Equity Shares to be accepted under the Buyback Offer or they may choose to not participate and enjoy a resultant increase in their percentage shareholding, post the Buyback Offer, without additional investment;
- The Buyback Offer price of ₹ 270/- (Rupees Two Hundred Seventy only) per Equity Share represents a premium of 43.6% and 44.3% over the volume weighted average price of the Equity Shares on BSE and on NSE respectively for 3 months preceding the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback and 33.2% and 33.0% over the volume weighted average price of the Equity Shares on BSE and on NSE respectively for 2 weeks preceding the date of intimation to the BSE for the Board Meeting to consider the proposal of the Buyback.

3 DETAILS OF PROMOTER SHAREHOLDING AND INTENTION TO PARTICIPATE IN THE BUYBACK

3.1 The aggregate shareholding of the promoter group who are in control of the Company is as under:

Sr. No.	Name of Shareholder	No. of Shares held	Percentage
1	Ashish Kumar Saraf	70,742	0.22%
2	Navneet Kumar Saraf	11,24,280	3.57%
3	Nidhi Saraf	56,494	0.18%
4	Ritu Saraf	73,605	0.23%
5	Shakuntala Saraf	67,39,512	21.38%
6	Shantidevi Saraf	30,58,230	9.7%
7	Sharad Kumar Saraf	5,30,361	1.68%
8	Sharad Kumar Madhuprasad Saraf HUF	28,74,946	9.12%
9	Sudarshan Kumar Saraf	88,57,932	28.1%
10	Sudarshan Kumar Madhuprasad Saraf HUF	97,506	0.31%
11	Suman Saraf	1,52,954	0.49%
Total (#)		2,36,36,562	74.97%

3.2 None of the directors or key managerial personnel of the Company hold any Equity Shares in the Company except for the following:

Sr. No.	Shareholding of each Directors & each Key Managerial Personnel	No. of Shares held	Percentage
1	Sharad Kumar Saraf	5,30,361	1.68%
2	Sudarshan Kumar Saraf	88,57,932	28.1%
3	Ashish Kumar Saraf	70,742	0.22%
4	Navneet Kumar Saraf	11,24,280	3.57%

3.3 No Equity Shares of the Company have been purchased/sold by any member of the promoter/promoter group, directors and key managerial personnel of the Company during the period from twelve months preceding the date of the Board Meeting at which the Buyback was approved and from the date of the Board Meeting till the date of this Public Announcement, except for the following transactions:

Name of promoter group	Date of purchase/transfer	# of Equity Shares purchased	Details of transfer
Ms. Shantidevi Saraf			
Ms. Shantidevi Saraf	27.01.2015	94,759	Transmission of shares of Late Shri Madhuprasad Saraf, promoter of the company, to his wife
Mr. Sharad Kumar Saraf			
Mr. Sharad Kumar Saraf	11.08.2015	107,281	Transmission - Partition of Madhuprasad Shanati Devi Saraf HUF
Mr. Sudarshan Kumar Saraf			
Mr. Sudarshan Kumar Saraf	11.08.2015	107,280	Transmission - Partition of Madhuprasad Shanati Devi Saraf HUF
Shri Madhuprasad Saraf			
Shri Madhuprasad Saraf	27.01.2015	(94,759)	Transmission of shares of Late Shri Madhuprasad Saraf, promoter of the company, to his wife
Madhuprasad Shanati Devi Saraf HUF			
Madhuprasad Shanati Devi Saraf HUF	11.08.2015	(107,281)	Transmission to Mr. Sharad Kumar Saraf following partition of Madhuprasad Shanati Devi Saraf HUF
Madhuprasad Shanati Devi Saraf HUF	11.08.2015	(107,280)	Transmission to Mr. Sudarshan Kumar Saraf following partition of Madhuprasad Shanati Devi Saraf HUF

3.4 In terms of the Buyback Regulations, under the Tender Offer route, the promoter and promoter group of the Company have the option to participate in the Buyback. In this regard, the promoter and promoter group as listed in paragraph 3.1 above have expressed their intention vide their letter dated November 6, 2015, to participate in the Buyback and offer up to an aggregate maximum number of 52,26,789 Equity Shares as mentioned below or such lower number of shares as required in compliance with the Buyback Regulations/terms of the Buyback.

Details of the date and price of acquisition of the Equity Shares that promoters intend to tender are set-out below:

Date	# of Shares	Nominal Value (₹)	Issue Price/Transfer Price (₹)	Consideration
19.03.1994	78	780	-	Amalgamation
01.09.1994	7,020	7,020	Nil	Bonus
07.10.1994	35,490	3,54,900	Nil	Bonus
05.01.1998	17,815	1,78,150	10/-	Transfer
06.03.2002	(6,040)	(60,400)	218/-	Buyback
27.06.2002	(8,155)	(81,550)	238/-	Buyback
07.02.2003	(818)	(8,180)	305/-	Buyback
11.03.2003	13,972	1,39,720	Nil	Bonus
10.03.2005	59,362	5,93,620	Nil	Bonus
28.02.2006	89,043	8,90,430	Nil	Bonus

18.11.2008	7,395	73,950	22.00	Open Market
19.11.2008	6,891	68,910	22.91	Open Market
20.11.2008	2,077	20,770	22.91	Open Market
21.11.2008	672	6,720	22.80	Open Market
26.11.2008	65,000	650,000	27.25	Open Market
28.01.2009	15,000	150,000	23.17	Open Market
28.01.2009	5,000	50,000	23.00	Open Market
29.01.2009	25,000	250,000	22.75	Open Market
30.01.2009	25,000	250,000	22.25	Open Market
03.02.2009	24,800	248,000	22.50	Open Market
04.02.2009	24,999	249,990	22.75	Open Market
06.02.2009	13,479	134,790	22.50	Open Market
11.08.2015	107,281	1,072,810	NIL	Transmission - Partition of HUF
Total (#)	530,361			
Maximum # of Equity Shares intended to be tendered				Up to 117,279

Mr. Sudarshan Kumar Saraf				
28.10.1992	3,450	34,500	10	Cash
19.03.1994	63	630	NIL	Amalgamation
01.09.1994	316,170	3,161,700	NIL	Bonus
07.10.1994	1,598,415	15,984,150	NIL	Bonus
16.02.1998	830,888	8,308,880	10	Rights Issue
09.10.1999	(307,420)	(3,074,200)	NIL	Transfer (Gift)
06.03.2002	(244,157)	(2,441,570)	218	Buyback
27.06.2002	(331,486)	(3,314,860)	238	Buyback
07.02.2003	(1,060)	(10,600)	305	Buyback
11.03.2003	574,038	5,740,380	NIL	Bonus
10.03.2005	2,438,901	24,389,010	NIL	Bonus
28.02.2006	3,658,351	36,583,510	NIL	Bonus
18.11.2008	7,112	71,120	22	Open Market
19.11.2008	8,449	84,490	23	Open Market
20.11.2008	2,460	24,600	23	Open Market
21.11.2008	13	130	23	Open Market
24.11.2008	1	10	23	Open Market
26.11.2008	65,742	657,420	27	Open Market
28.01.2009	5,000	50,000	23	Open Market
28.01.2009	15,496	154,960	23	Open Market
29.01.2009	25,000	250,000	23	Open Market
30.01.2009	24,594	245,940	22	Open Market
03.02.2009	25,000	250,000	23	Open Market
04.02.2009	24,500	245,000	23	Open Market
06.02.2009	11,132	111,320	23	Open Market
11.08.2015	107,280	1,072,800	NIL	Transmission - Partition of HUF
Total (#)	8,857,932			
Maximum # of Equity Shares intended to be tendered				Up to 1,958,793

Ms. Shakuntala Saraf				
28.10.1992	3,450	34,500	10/-	Cash
19.03.1994	75	750	-	Amalgamation
01.09.1994	3,17,250	31,72,500	NIL	Bonus
07.10.1994	16,03,875	1,60,38,750	NIL	Bonus
06.03.2002	(1,92,465)	(19,24,650)	218/-	Buyback
27.06.2002	(2,59,828)	(25,98,280)	238/-	Buyback
11.03.2003	4,53,218	45,32,180	NIL	Bonus
10.03.2005	19,25,575	1,92,55,750	NIL	Bonus
28.02.2006	28,88,362	2,88,83,620	NIL	Bonus
Total (#)	6,739,512			
Maximum # of Equity Shares intended to be tendered				Up to 1,490,307

Ms. Shantidevi Saraf				
28.10.1992	1,475	14,750	10/-	Cash
19.03.1994	75	750	-	Amalgamation
01.09.1994	3,17,250	31,72,500	NIL	Bonus
07.10.1994	16,03,875	1,60,38,750	NIL	Bonus
06.03.2002	(1,92,465)	(19,24,650)	218/-	Buyback
27.06.2002	(2,59,828)	(25,98,280)	238/-	Buyback
11.03.2003	4,53,218	45,32,180	NIL	Bonus
10.03.2005	19,25,575	1,92,55,750	NIL	Bonus
28.02.2006	28,88,362	2,88,83,620	NIL	Bonus
Total (#)	6,739,512			
Maximum # of Equity Shares intended to be tendered				Up to 1,490,307

Ms. Shantidevi Saraf				
28.10.1992	1,475	14,750	10/-	Cash
19.03.1994	75	750	-	Amalgamation
01.09.1994	3,17,250	31,72,500	NIL	Bonus
07.10.1994	16,03,875	1,60,38,750	NIL	Bonus
06.03.2002	(1,92,465)	(19,24,650)	218/-	Buyback
27.06.2002	(2,59,828)	(25,98,280)	238/-	Buyback
11.03.2003	4,53,218	45,32,180	NIL	Bonus
10.03.2005	19,25,575	1,92,55,750	NIL	Bonus
28.02.2006	28,88,362	2,88,83,620	NIL	Bonus
27.01.2015	94,759	947,590	NIL	Transmission of shares of Late Shri Madhuprasad Saraf to his wife
Total (#)	3,058,230			
Maximum # of Equity Shares intended to be tendered				Up to 676,266

Sharad Kumar Madhuprasad Saraf HUF				
28.10.1992	1,475	14,750	10/-	Cash
01.09.1994	1,32,750	13,27,500	NIL	Bonus
07.10.1994	6,71,125	67,11,250	NIL	Bonus
05.01.1998	(17,815)	(1,78,150)	10/-	Transfer
06.03.2002	(66,086)	(6,60,860)	218/-	Buyback
27.06.2002	(93,370)	(9,33,700)	238/-	Buyback
11.03.2003	1,93,334	19,33,340	NIL	Bonus
10.03.2005	8,21,413	82,14,130	NIL	Bonus
28.02.2006	12,32,120	1,23,21,200	NIL	Bonus
Total (#)	2,874,946			
Maximum # of Equity Shares intended to be tendered				Up to 635,736

Ms. Suman Saraf				
19.03.1994	80	800	-	Amalgamation
01.09.1994	7,200	72,000	NIL	Bonus
07.10.1994	36,400	3,64,000	NIL	Bonus
06.03.2002	(4,368)	(43,680)	218/-	Buyback
27.06.2002	(5,897)	(58,970)	238/-	Buyback
11.03.2003	10,286	1,02,860	NIL	Bonus
10.03.2005	43,701	4,37,010	NIL	Bonus
28.02.2006	65,552	6,55,520	NIL	Bonus
Total (#)	1,52,954			
Maximum # of Equity Shares intended to be tendered				Up to 33,823

Sudarshan Kumar Madhuprasad Saraf HUF				
28.10.1992	50	500	10/-	Cash
19.03.1994	1	10	-	Amalgamation
01.09.1994	4,590	45,900	NIL	Bonus
07.10.1994	23,205	2,32,050	NIL	Bonus
06.03.2002	(2,785)	(27,850)	218/-	Buyback
27.06.2002	(3,759)	(37,590)	238/-	Buyback
11.03.2003	6,557	65,570	NIL	Bonus
10.03.2005	27,859	2,78,590	NIL	Bonus
28.02.2006	41,788	4,17,880	NIL	Bonus
Total (#)	97,506			
Maximum # of Equity Shares intended to be tendered				Up to 21,561

Ms. Ritu Saraf				
17.06.1993	50	500	10/-	Transfer from Eskidde Metal Crafts Pvt Ltd (Cash)
19.03.1994	25	250	-	Amalgamation
01.09.1994	6,750	67,500	NIL	Bonus
07.10.1994	34,125	3,41,250	NIL	Bonus
06.03.2002	(4,095)	(40,950)	218/-	Buyback
27.06.2002	(20,375)	(2,03,750)	238/-	Buyback
07.02.2003	(400)	(4,000)	305/-	Buyback
08.03.2003				

9.6.2 The Seller Member would be required to transfer the number of Equity Shares by using the settlement number and the procedure prescribed by the Clearing Corporation of India Ltd. ("**Clearing Corporation**") for the transfer of the Equity Shares to the Special Account of the Clearing Corporation before placing the bids/orders and the same shall be validated at the time of order entry.

9.6.3 The details of the Special Account of Clearing Corporation shall be informed in the issue opening circular that will be issued by BSE Limited/Clearing Corporation.

9.6.4 For Custodian Participant orders for demat Equity Shares early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed Custodian Participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

9.6.5 Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip ("**TRS**") generated by the Exchange Bidding System to the shareholder. TRS will contain the details of order submitted like Bid ID No., Application No., DP ID, Client ID, No. of Equity Shares tendered etc.

9.7 Procedure to be followed by Registered Equity Shareholders holding Equity Shares in the Physical form:

9.7.1 Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Seller Member along with the complete set of documents for verification procedures to be carried out including the (i) original share certificate(s), (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e. by all registered shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favor of the Company, (iii) self-attested copy of the shareholder's PAN Card, (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of the Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

9.7.2 Upon placing the bid, the Seller Member shall provide a TRS generated by the Exchange Bidding System to the Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.

9.7.3 The Seller Member/Shareholder has to deliver the original share certificate(s) & documents (as mentioned in Paragraph 9.7.1 above) along with TRS either by registered post or courier or hand delivery to the Registrar and Transfer Agent ("**RTA**") (at the address mentioned at paragraph 13 below or the collection centres of the RTA details of which will be included in the Letter of Offer) within 2 (two) days of bidding by Seller Member. The envelope should be super scribed as "Technocraft Buyback Offer 2015". One copy of the TRS will be retained by RTA and it will provide acknowledgement of the same to the Seller Member/Shareholder.

9.7.4 Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. RTA will verify such bids based on the documents submitted on a daily basis and till such time the BSE Limited shall display such bids as 'unconfirmed physical bids'. Once, RTA confirms the bids it will be treated as 'Confirmed Bids'

9.8 Modification/cancellation of orders will be allowed during the tendering period of the Buyback.

9.9 The cumulative quantity tendered shall be made available on BSE Limited's website - www.bseindia.com throughout the trading session and will be updated at specific intervals during the tendering period.

10 METHOD OF SETTLEMENT

10.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

10.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

10.1.2 The Company will pay the consideration to the Company's Broker on or before the pay-in date for settlement. For Equity Shares accepted under the Buyback, the Seller Member will receive funds payout in their settlement bank account.

10.1.3 The Equity Shares bought back in the demat form would be transferred directly to the demat account of the Company (the "**Company Demat Account**") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Stock Exchange.

10.1.4 Excess demat Equity Shares or unaccepted demat Equity Shares, if any, tendered by the Shareholders would be returned to the Selling Member by Clearing Corporation in payout. Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned back to the Shareholders directly by RTA.

10.1.5 The Seller Member would issue contract note & pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients. Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

10.1.6 Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges and expenses (including brokerage) that may be levied by the Seller Member upon the selling Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders from their respective Seller Member, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling shareholders.

11 The Equity Shares lying to the credit of the Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

12 COMPLIANCE OFFICER/INVESTOR SERVICE CENTRE

In case of any queries, the shareholders may contact Investor Service Centre, from Monday to Friday between 10 am to 5 pm on all working days, at the following address:

Name : Mr. Neeraj Rai
Designation : Company Secretary & Compliance Officer
Address : A-25, Technocraft House, MIDC, Marol Industrial Area, Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai - 400 093
Phone : +91 22-4098-2106; **Fax** : +91 22-2836-7037
Email : cs@technocraftgroup.com

13 REGISTRARS TO THE BUYBACK

The Company has appointed the following as the Registrars to the Buyback:

Name : Link Intime India Private Limited
Address : C- 13 Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West), Mumbai - 400 078
Phone : +91 22 6171 5400; **Fax** : +91 22 2596 0329
Email : technocraft.buyback@linkintime.co.in
Contact Person : Mr. Ganesh Mhatre

14 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

KOTAK MAHINDRA CAPITAL COMPANY LIMITED
27 BKC, 1st floor, Plot no. C-27, "G" Block,
Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Phone : +91-22-4336-0000; **Fax** : +91-22-6713-2447
Contact Person: Mr. Ganesh Rane
Email: project.technobuyback@kotak.com



15 DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors of the Company accepts responsibility for all the information contained in this Public Announcement.

For and on behalf of the Board of Directors of
Technocraft Industries (India) Limited

Sd/-
Sharad Kumar Saraf
Chairman & Managing Director

Sd/-
Sudarshan Kumar Saraf
Co-Chairman & Managing Director

Sd/-
Neeraj Rai
Company Secretary

Date : December 28, 2015

Place : Mumbai