

Date: August 12, 2026

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Ref.: Pasupati Fincap Limited (Scrip Code: 511734)

Dear Sir/Madam,

SUBJECT: OPEN OFFER FOR ACQUISITION OF UPTO 12,22,000 (TWELVE LAKH TWENTY TWO THOUSAND) FULLY PAID-UP EQUITY SHARES FROM THE SHAREHOLDERS OF PASUPATI FINCAP LIMITED (HEREINAFTER REFERRED TO AS "TARGET COMPANY"/ "TARGET") BY UDAY NARANG (HEREINAFTER REFERRED TO AS "ACQUIRER")

We are pleased to submit Copy of Detailed Public Statement ("DPS") dated August 11, 2026 pursuant to and in compliance with Regulation 3(1) and Regulation 4 read with Regulation 13, 14, 15 and such other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The Detailed Public Statement has been published in the following newspapers on Wednesday, August 12, 2026:

S. No.	Name of the Newspaper	Language	Editions
1.	Financial Express	English	All Editions
2.	Jansatta	Hindi	All Editions
3.	Mumbai Lakshadeep	Marathi	Mumbai Edition

We are enclosing herewith a soft copy of newspaper clipping of the DPS published in Financial Express (English) for your kind perusal.

Kindly take the above information on your records.

Thanking You,
Yours faithfully

For Fintellectual Corporate Advisors Private Limited



Amit Puri
Director
DIN: 09081387

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 3(1)* AND REGULATION 4 READ WITH REGULATION 13(4), REGULATION 14(3), REGULATION 15(2) AND OTHER APPLICABLE REGULATIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, FOR THE ATTENTION OF PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF

PASUPATI FINCAP LIMITED

("TARGET COMPANY"/"TARGET")
CIN: L22207DL1996PLC461661
Registered Office: Shop No. 37, Shanker Market, Connaught Place, Janpath, New Delhi-110001;
Corporate Office: 3rd Floor 56/33, Site IV Industrial Area, I.E. Sahibabad, Ghaziabad, Uttar Pradesh-201010;
Phone: 9211515079; Email Id: pasupatifincaplimited@gmail.com; Website: www.pasupatifincap.co.in;

OPEN OFFER FOR ACQUISITION OF UPTO 12.22,000 (TWELVE LAKH TWENTY TWO THOUSAND) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹10/- (RUPEES TEN ONLY) EACH, REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF PASUPATI FINCAP LIMITED (HEREINAFTER REFERRED TO AS "TARGET COMPANY" OR "TARGET") BY UDAY NARANG (HEREINAFTER REFERRED TO AS "ACQUIRER") PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1)* AND REGULATION 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")

This Detailed Public Statement ("DPS") is being issued by Fintellectual Corporate Advisors Private Limited ("Manager to the Offer" or "FCAPL") for and on behalf of Acquirer to the Public Shareholders of Target Company ("Public Shareholders") pursuant to, and in compliance with Regulation 3(1)* and Regulation 4 read with Regulation 13, 14, 15(2) and other applicable provisions of the SEBI (SAST) Regulations. This DPS is being issued pursuant to the Public Announcement ("PA") dated Wednesday, August 05, 2026, as filed with the Stock Exchange (as defined below), Securities and Exchange Board of India ("SEBI") and sent to Pasupati Fincap Limited (hereinafter referred to as "Target Company" or "Target") in terms of Regulation 3(1)* and 4 of the SEBI (SAST) Regulations.

*The underlying transaction, by itself, does not and will not result in the Acquirer acquiring 25% or more of the voting share capital of the Target Company. However, pursuant to this open offer, and subject to full acceptance of the offer shares by public shareholders, the Acquirer's shareholding may increase to 37.55% of the voting share capital of the Target Company.

For this Detailed Public Statement, the following terms shall have the meaning assigned to them herein below:-

Definitions & Abbreviations	Particulars
Acquirer	Uday Narang, son of Late. Satya Pal Narang, aged 56 years, having PAN: AAFPN6407K, under the Income Tax Act, 1961 and residing at House No. D-1104, 1st Floor, New Friends Colony, Delhi-110025.
Agreement	The Share Purchase Agreement is hereinafter referred to as the Agreement.
Board	The Board means the board of directors of the Target Company.
BSE Limited	BSE Limited is the stock exchange where presently the Equity shares of the Target Company are listed.
Equity Shares	Equity Shares shall mean the fully paid-up equity shares of the face value of ₹10/- (Rupees Ten Only) each.
ISIN	International Securities Identification Number
Negotiated Price	A negotiated price of ₹12/- (Rupees Twelve Only) per Sale Share, aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only) for the sale of 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, representing 11.55% of the Voting Share Capital of the Target Company, by Promoter Seller to the Acquirer, pursuant to the execution of the Share Purchase Agreement.
Offer Period	The period of entering into an agreement to acquire the Equity Shares and Voting Share Capital, in or control over, the Target Company requiring a Public Announcement or the date on which the Public Announcement is being issued by the Acquirer, i.e. August 05, 2026 (Wednesday), and the date on which the payment of consideration to the Public Shareholders whose Equity Shares are validly accepted in this Offer, is made, or the date on which this Offer is withdrawn, as the case may be.
Offer Price	An offer price of ₹12/- (Rupees Twelve Only) per Offer Share.
Offer Shares	Open Offer for acquisition of up to 12,22,000 (Twelve Lakh Twenty Two Thousand) Equity Shares of the face value of ₹10/- each, representing 26.00% of the Voting Equity Share Capital of the Target Company at a price of ₹12/- (Rupees Twelve Only) per fully paid-up Equity Share payable in cash.
PA/Public Announcement	Public Announcement dated August 05, 2026 (Wednesday).
Promoter and Promoter Group	The existing promoter and promoter group of the Target Company, in accordance with the provisions of Regulation 2 (1)(s) and 2 (1)(t) of the SEBI (SAST) Regulations, read with Regulation 2 (1)(oo) and 2 (1)(pp) of the SEBI (ICDR) Regulations, in this case, namely being, Dinesh Pareekh, Sangeta Pareekh, Prakash Chandra Pareekh, Rakesh Chandra Pareekh, Uma Pareekh, Bimla Devi Sharma, Anil Sharma, Parikaj Sharma, Race Eco Chain Limited, Gen Enviro Management Limited, Geocoo Green Energy Limited, Race Gateway Limited, Securcroop Securities India Private Limited, BLP Equity Research Private Limited, BGP 11 Analytics Private Limited, Securcroop Business Re-Engineering Private Limited, Sangok Creatives Private Limited and Race Groop Logistix Private Limited.
Promoter Seller	The existing promoter of the Target Company who has entered in a Share Purchase Agreement with the Acquirer, in this case, namely being, Dinesh Pareekh.
Public Shareholder(s)	All the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except (a) the promoter and members of the promoter group of the Target Company; (b) the Acquirer and any person deemed to be acting in concert with them; (c) the parties to the underlying Share Purchase Agreement; and (d) any person deemed to be acting in concert with the parties to the SPA, pursuant to and in compliance with the SEBI (SAST) Regulations.
SCRR	Securities Contract (Regulation) Rules, 1957, as amended.
SEBI	Securities and Exchange Board of India.
SEBI Act	Securities and Exchange Board of India Act, 1992, and subsequent amendments thereto.
SEBI (LODR) Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto.
SEBI (SAST) Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto.
Share Purchase Agreement/ SPA	The Share Purchase Agreement dated August 05, 2026 (Wednesday), executed between the Acquirer and the Promoter Seller, pursuant to which the Acquirer has agreed to acquire 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, representing 11.55% of the Voting Share Capital of the Target Company from the Promoter Seller at a negotiated price of ₹12/- (Rupees Twelve Only) per Sale Share, aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only).
Stock Exchanges	BSE Limited is the stock exchange on which the Equity Shares of the Target Company are presently listed.
Target Company/ Target	Pasupati Fincap Limited is a public limited company incorporated under the provision of the Companies Act, 1956, having its registered office at Shop No. 37 Shanker Market, Connaught Place, Janpath, New Delhi - 110001, its corporate office at 3rd Floor 56/33, Site IV Industrial Area, I.E. Sahibabad, Ghaziabad, Uttar Pradesh-201010 and bearing Corporate Identification Number- L22207DL1996PLC461661.
Tendering Period	The tendering period shall have the meaning ascribed to it under Regulation 21(1)(za) of the SEBI (SAST) Regulations.
Voting Share Capital/Share Capital	The total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) working day from the closure of the Tendering Period of the Open Offer.
Working Day	The working day shall have the meaning ascribed to it under Regulation 21(1)(zf) of the SEBI (SAST) Regulations.

I. ACQUIRER, SELLER, TARGET COMPANY AND OFFER

(A) Information about Acquirer: Uday Narang

- (i) **Nature of Entity:** Individual
- (ii) Uday Narang, son of Late. Satya Pal Narang, aged 56 years, having PAN: AAFPN6407K, under the Income Tax Act, 1961 and residing at House No. D-1104, 1st Floor, New Friends Colony, Delhi-110025. His email id is uday@anilnarnomega.net.
- (iii) Acquirer holds a degree of Master of Science from State University of New York (Stony Brook University) and have around 30 years of experience in business leadership, strategic management and supply chain management.
- (iv) Acquirer does not belong to any group.
- (v) The entities promoted, controlled or managed by Acquirer, along with his nature of interest and shareholding are tabled as below:

Sl. No.	Name of the Entities	CIN/LLPIN	Nature of Interest	Percentage Stake/ Holding
1.	Gopal Sons Steels Private Limited	U74899DL1972PTC006381	Managing Director	Nil
2.	Omega Bright Steel & Components Private Limited	U13203DL2007PTC162689	Director	Nil
3.	Omega Special Steels Private Limited	U68200DL2012PTC245032	Director	Nil
4.	Omega Seki Private Limited	U29300DL2018PTC330520	Promoter and Director	62.42%
5.	Unoxpress Mobility Private Limited	U63000DL2019PTC351549	Promoter and Director	91.25%
6.	OSM Jaesung Technologies Private Limited	U34100DL2022PTC396900	Director	Nil
7.	OSM Eco Car Private Limited	U34300DL2022PTC397228	Director	Nil
8.	Anglian Futures Advisory Private Limited	U74110DL2011FTC218402	Promoter and Director	89.99%
9.	Anglian Sports Management Group Private Limited	U92490DL2010PTC201308	Promoter and Director	87.61%
10.	Omega Bright Steel Private Limited	U74899DL1969PTC005183	Director	Nil
11.	Anglian Finvest Private Limited	U74899DL1995PTC067021	Promoter and Director	40.00%
12.	AgriNcent Platform Technologies (India) Private Limited	U74899DL2012PTC246163	Director	Nil
13.	Sooryaady Aerial Vehicles Private Limited	U26515DL2023PTC411380	Promoter and Director	99.99%
14.	Simsa Systems Limited	U28999HR2011PLC024739	Director	Nil
15.	AgriNcent Platform Technologies Pte. Ltd.	UEN201410825M	Promoter and Director	90.00%
16.	OSM Charitable Foundation	U85300HR2021NPL096136	Promoter	50.00%
17.	Omega Pathlab Private Limited	U85110DL2022PTC402219	Promoter	99.99%

- (vi) As on the date of this DPS, Acquirer does not hold any equity share capital/ voting share capital of the Target Company and has not acquired any equity shares of the Target Company during the 12 (Twelve) months period prior to the date of Public Announcement and has not acquired any Equity Shares from the date of Public Announcement till the date of this DPS.
- (vii) Acquirer undertakes that he will not sell any Equity Shares of the Target Company, held and acquired, if any, during the Offer period has no interest in the Target Company, except to the extent of acquiring the shareholding or voting share capital and control over the Target Company.
- (ix) Acquirer has not been prohibited by the SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended (the "SEBI Act") or any other regulations made under the SEBI Act.
- (x) Acquirer is not categorized as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India ("RBI"), in terms of Regulation 21(1)(ze) of the SEBI (SAST) Regulations.
- (xi) Acquirer is not categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), in terms of Regulation 21(1)(g) of the SEBI (SAST) Regulations.
- (xii) The Individual Net Worth of the Acquirer as on July 31, 2026 is ₹40,86,655/- as certified by Mr. Rajeev Sharma (Membership Number 075689), Partner of M/s. Kapil Kumar Aggarwal & Associates, Chartered Accountants (Firm Registration No. 008174C) vide certificate dated August 05, 2026 bearing Unique Document Identification Number (UDIN) 26075689FWXD46510. The registered office of the firm is located at No. 55, Third Floor, Saidulajab, Near West End Marg, New Delhi-110030 with E-mail ID being rakeshshyamandassocia@gmail.com.

(B) DETAILS OF SELLER:

- (i) The Acquirer has entered into the Share Purchase Agreement ("SPA") with the Promoter Seller, on August 05, 2026 (Wednesday), for acquisition of 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) equity shares constituting 11.55% (Eleven Point Fifty Five Percent) of the Voting Share Capital of the Target Company at a negotiated price of ₹12/- (Rupees Twelve Only) per equity share aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only), subject to the terms and conditions as mentioned in the SPA.
- (ii) The details of the Promoter Seller are stated as hereunder:

Sl. No.	Name and Address of the Promoter Seller	Nature of Entity	Part of Promoter/ Promoter group (Yes/No)	Details of Shares/ Voting Rights held by the Promoter Seller			
				Pre-Transaction		Post Transaction	
				No. of shares	%	No. of shares	%
1.	Dinesh Pareekh 202, Tower-2, The Castille, Jaypee Greens, Surajpur Kasna Road, Greater Noida, Birsakh, Gautam Buddha Nagar, Uttar Pradesh-201306	Individual	Yes	5,42,925	11.55%	Nil	Nil

(iii) Post-completion of the SPA transaction and compliance of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Acquirer shall be replaced as the Promoter of the Company and will exercise the control over the management and affairs of the Company and the Promoter and Promoter Group shall cease to be Promoter and Promoter Group of the Target Company.

(iv) The Promoter Seller has not been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

(C) PASUPATI FINCAP LIMITED ("TARGET COMPANY"/"TARGET"):

- (i) The Target Company was originally incorporated as a public limited Company with the name and style as "Pasupati Fincap Limited" vide Certificate of Incorporation no. 55-56690 dated December 30, 1993, and obtained Certificate for Commencement of Business on January 24, 1994.
- (ii) Presently, The Target Company is engaged inter alia in the business as manufacturers, dealers, stockists, importers, exporters, suppliers and commission agents in polyester filament yarn, twisting, dyeing, fancy twisted and blended yarn of polyester, viscose, art silk yarn, and rayon yarn, including any other varieties of yarn, fibers and cloth, cotton man-made fibres other fibres, cotton, yarn, stamp yarn, man-made fibres yarn, other fibres yarn, cloth, powerloom cloth and handloom cloth and to carry on the business of agency and manufacturer's representative of all or any of the above items.
- (iii) The Registered Office of the Target Company is currently situated at Shop No. 37, Shanker Market, Connaught Place, Janpath, New Delhi-110001. (Source: www.mca.gov.in/)
- (iv) As on date of the DPS, the authorized share capital of the Company is ₹5,00,00,000/- (Rupees Five Crore Only) divided into 50,00,000 (Fifty Lakh) Equity Shares of ₹10/- each and the issued, subscribed and paid-up capital of the Target Company is ₹4,70,00,000/- (Rupees Four Crore Seventy Lakh Only) divided into 47,00,000 (Forty Seven Lakh) equity shares of ₹10/- (Ten Only) each. (Source: www.mca.gov.in/ and Annual Report)
- (v) As on date of this DPS, the Target Company does not have any partly paid-up equity shares. There are no outstanding warrants or options or similar instruments convertible into equity shares at a later stage. No shares are subject to any lock in obligations. (Source: www.bseindia.com and Annual Report)
- (vi) As on date of this DPS, there is no subsidiary or holding Company of the Target Company. (Source: Annual Report)
- (vii) There has been no merger/de-merger, spin-off during the last three years involving the Target Company. (Source: Annual Report)
- (viii) The Board of Directors of the Target Company, at its meeting held on February 09, 2026, approved the proposed reduction of its share capital, which was subsequently approved by the shareholders at their meeting held on March 12, 2026. Pursuant thereto, the Target Company filed an application with the Hon'ble NCLT, New Delhi Bench, on June 22, 2026 seeking approval for the proposed capital reduction. As on the date of this Detailed Public Statement, the said application is pending before the NCLT. The proposed capital reduction is subject to the approval of the NCLT and completion of applicable statutory and regulatory formalities.
- (ix) The Equity Shares of the Target Company are presently listed on BSE Limited having symbol PASUFIN and Scrip Code 511734. The ISIN of Equity Shares of Target Company is **INE527C01010**. The Equity Shares of the Target Company are frequently traded on BSE Limited within the meaning of explanation to Regulation 21(1)(j) of the SEBI (SAST) Regulations. (Source: www.bseindia.com)
- (x) The key financial information of the Target Company based on the audited financials for the year ended March 31, 2026, March 31, 2025, and March 31, 2024, are as follows:

Particulars	Year ended (Audited)		
	March 31, 2026	March 31, 2025	March 31, 2024
Total Revenue	10.54	0.075	6.50
Net Income (PAT)	(29.54)	(35.19)	(11.52)
Earnings Per Share (EPS) (in Rs.)	(0.63)	(0.75)	(0.25)
Net worth/ Shareholders Funds	(89.17)	(59.62)	(24.42)

(Source: Annual Report and www.bseindia.com)

(D) Details of the Offer:

- (i) The offer is a triggered offer in terms of Regulation 3(1)* and 4 of the SEBI (SAST) Regulations, 2011.
*The underlying transaction, by itself, does not and will not result in the Acquirer acquiring 25% or more of the voting share capital of the Target Company. However, pursuant to this open offer, and subject to full acceptance of the offer shares by public shareholders, the Acquirer's shareholding may increase to 37.55% of the voting share capital of the Target Company.
- (ii) The Acquirer has made this open offer in terms of SEBI (SAST) Regulations to the shareholders of the Target Company to acquire up to 12,22,000 (Twelve Lakh Twenty Two Thousand) fully paid up equity shares of ₹10/- (Rupees Ten Only) each representing 26.00% of the Voting Share Capital of the Target Company ("Offer Size") at a price of ₹12/- (Rupees Twelve Only) per fully paid up equity share ("Offer Price"), payable in cash.
- (iii) The Offer is being made to all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, pursuant to and in compliance with the SEBI (SAST) Regulations. The Equity Shares of the Target Company under the Offer will be acquired by the Acquirer as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and right of other declared thereto.
- (iv) The Offer is being made at a price of ₹12/- (Rupees Twelve Only) per equity share fully paid-up, payable in cash, subject to the terms and conditions set out in the Public Announcement, this Detailed Public Statement and the Letter of Offer, that will be sent to the shareholders of the Target Company.
- (v) The payment to be made to the public shareholders shall be in cash only.
- (vi) As on the date of this DPS, there are no other statutory approvals required to acquire the Equity Shares tendered pursuant to this Open Offer. If any other statutory approvals are required or become applicable, the Open Offer would be subject to the receipt of such other statutory approvals also. The Acquirer will not proceed with the Open Offer in the event such statutory approvals are refused in terms of Regulation 23 of the SEBI (SAST) Regulations, 2011, as amended. This Open Offer is subject to all other statutory approvals that may become applicable at a later date before the completion of the Open Offer. In the event of withdrawal, a Public Announcement will be made within 2 (Two) working days of such withdrawal. In the same newspapers in which this DPS has been published and such public announcement will also be sent to SEBI, BSE and the registered office of the Target Company.
- (vii) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
- (viii) This is not a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.
- (ix) The Manager to the Offer, Fintellectual Corporate Advisors Private Limited, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the Equity Shares of the Target Company during the Offer Period.

- (E) As on the date of this DPS, the Acquirer does not have any intention to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of two years except in the ordinary course of business of the Target Company. The Target Company's future policy for disposal of its assets, if any, for two years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot in terms of Regulation 25(2) of SEBI (SAST) Regulations.

- (F) As per Regulation 38 of SEBI (LODR) Regulations, 2015 read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended (SCRR), the Target Company is required to maintain at least 25% Public Shareholding, on continuous basis for listing. Pursuant to completion of the Offer assuming full acceptance and the underlying transaction pursuant to the Share Purchase Agreement, the public shareholding is not envisaged to fall below the minimum public shareholding requirement as per SCRR as amended and the Listing Agreement.

II. BACKGROUND TO THE OFFER

- (i) The Offer is a Triggered Mandatory offer in terms of Regulation 3(1)* and Regulation 4 of SEBI (SAST) Regulations.
*The underlying transaction, by itself, does not and will not result in the Acquirer acquiring 25% or more of the voting share capital of the Target Company. However, pursuant to this open offer, and subject to full acceptance of the offer shares by public shareholders, the Acquirer's shareholding may increase to 37.55% of the voting share capital of the Target Company.
- (ii) The Acquirer has entered into the Share Purchase Agreement ("SPA") with the Promoter Seller on August 05, 2026 (Wednesday), for acquisition of 5,42,925 fully paid up equity shares ("Sale Shares") of face value ₹10/- each representing 11.55% of voting equity share capital of Target Company at a price of ₹12/- (Rupees Twelve Only) per equity share aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only), subject to the terms and Conditions as mentioned in the SPA, the details of which are specified as under:

Name of the Promoter Seller	No. of Equity Shares	% of total share capital of the company	Name of Acquirer	No. of Equity Shares	% of total share capital of the company
Dinesh Pareekh	5,42,925	11.55%	Uday Narang	5,42,925	11.55%

- (iii) This open offer is for acquisition of 26.00% of the paid-up and voting equity share capital of Target Company. After the Completion of this open offer and pursuant to acquisition of equity shares as assuming full acceptance, the Acquirer will become the largest equity shareholders with clear majority, by virtue of which he shall be in a position to exercise effective control over the management and affairs of the Target Company.
- (iv) The payment to be made to all the Public Shareholders who will validly tender their equity Shares and whose Equity Shares are accepted under this offer shall be in cash only.
- (v) The prime objective of the Acquirer for this open offer is substantial acquisition of equity Shares and voting rights and control over the management and affairs of the Target Company.
- (vi) The Acquirer will continue the existing line of business of the Target Company as per main objects and may diversify its business activities in future only with the prior approval of shareholders. However, depending on the requirements and expediency of the business situation and subject to the provisions of the Companies Act, 2013, Memorandum and Articles of Association of the Target Company and all applicable laws, rules and regulations, the Board of Directors of the Target Company will take appropriate business decisions from time to time in order to improve the performance of the Target Company. The Acquirer hereby commit to maintain the current workforce of the Target Company, and in case any changes are required in the future, he will take all necessary steps to ensure the welfare of the Target Company's employees. Furthermore, any such decisions will be implemented with due regard for the business needs and the long-term interests of the Target Company, its employees, and other stakeholders.
- (vii) The salient features of the Share Purchase Agreement are as follows:
 - (a) The seller is holding 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, representing 11.55% (Eleven Point Fifty Five Percent) of the Voting Share Capital of the Target Company.
 - (b) The Seller has agreed to sell 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares and the Acquirer has agreed to acquire 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, constituting 11.55% of the equity share capital/voting share capital of the Target Company, at a negotiated price of ₹12/- (Rupees Twelve Only) per equity share aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only), payable in accordance with terms and conditions stipulated in the Share Purchase Agreement.
 - (c) The shares sold are free from all charges, encumbrances, pledges, lien, attachments, and litigations are not subjects to any lock in period.
 - (d) Upon completion of acquisition of the Sale Shares of the Company and compliance of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Acquirer shall be replaced as the Promoter of the Company and will exercise the control over the management and affairs of the Company and the Promoter and Promoter Group shall cease to be Promoter and Promoter Group of the Target Company.

For further details of SPA, Public Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection at the office of the Manager to the Offer.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirer in the Target Company and the detail of its acquisition is as follows:

Details	Acquirer	
	Number of shares	%
Shareholding as on PA date	Nil	Nil
Shares acquired between the PA date and the DPS date	Nil	Nil
Shares to be acquired through Share Purchase Agreement	5,42,925	11.55%
Shares proposed to be acquired in the Open Offer	12,22,000	26.00%
Post Offer shareholding as of the 10th (Tenth) Working Day after the closure of the Offer (assuming the entire 26.00% is tendered in the Offer)	17,64,925	37.55%

IV. OFFER PRICE:

- (i) The equity shares of the Target Company are currently listed on BSE Limited.
- (ii) The total trading turnover in the Equity Shares of the Target Company on the Stock Exchange based on trading volume during the twelve calendar months prior to the month of Public Announcement (i.e., from August 01, 2025, to July 31, 2026) is as under:

Name of the Stock Exchange	Total No. of Equity Shares traded during the Twelve months prior to the month of PA	Total No. of Equity Shares listed	Total Trading Turnover (as % of total Equity Shares listed)
BSE Limited	11,44,274	47,00,000	24.35%

(Source: www.bseindia.com)

- (iii) Based on the above information available on the website of BSE Limited, Equity Shares of Target Company are frequently traded on the Stock Exchange within the meaning of Regulation 21(1)(j) of the SEBI (SAST) Regulations. The Offer Price of ₹12/- (Rupees Twelve Only) per Equity Share is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations, as it is higher of the following:

Sr. No.	Particulars	Price (in ₹)
A	Negotiated Price per Equity Share under the Share Purchase Agreement attracting the obligation to make a Public Announcement of an open offer	₹12/- per share
B	The volume-weighted average price paid or payable for acquisition by the Acquirer during 52 weeks immediately preceding the date of PA	Not Applicable
C	Highest price paid or payable for acquisitions by the Acquirer during 26 weeks immediately preceding the date of PA	Not Applicable
D	The Volume-Weighted Average Market Price of shares for a period of sixty trading days immediately preceding the date of the PA as traded on the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period, provided such shares are frequently traded	₹11.08/- per share
E	Where the shares are not frequently traded, the price determined by the acquirer and the manager to the open offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable, as the equity shares are frequently traded

- (iv) In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and Manager to the Offer, the Offer Price of ₹12/- (Rupees Twelve Only) per share being the highest of the prices mentioned above is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations.
- (v) As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(3) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirer in consultation with Manager to the Offer, in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls prior to 3 Working Days prior to the commencement of Tendering Period of the Offer.
- (vi) As on the date of this Detailed Public Statement, there is no revision in the Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirer shall comply with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations and other applicable provisions of the SEBI (SAST) Regulations.

- (vii) In terms of Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, the Offer Price or the Offer Size may be revised at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period. In the event of such revision:
 - (a) the Acquirer shall make corresponding increases to the Escrow Amount (as defined below);
 - (b) make a public announcement in the same newspapers in which this Detailed Public Statement has been published; and
 - (c) simultaneously with the issue of such public announcement, inform SEBI, the Stock Exchange and the Target Company at its registered office, of such revision.

- (viii) In the event of acquisition of the Equity Shares by the Acquirer, during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price per Equity Share, the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall:
 - (a) Make corresponding increases to the Escrow Amount.
 - (b) Make a public announcement in the same newspapers in which this Detailed Public Statement has been published; and
 - (c) simultaneously with the issue of such public announcement, inform SEBI, the Stock Exchange, and the Target Company at its registered office, of such revision.

However, the Acquirer shall not acquire any Equity Shares of the Target Company prior to 3 working days before the commencement of the Tendering Period of this Open Offer and until the expiry of the Tendering Period of this Open Offer.

- (ix) If the Acquirer acquires Equity Shares of the Target Company during the period of twenty-six weeks after the closure of the Tendering Period at a price higher than the Offer Price per Equity Share, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all the Public Shareholders whose shares have been accepted in the Open Offer within 60 days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another offer under the SEBI (SAST) Regulations, as amended from time to time or Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended from time to time or open market purchases made in the ordinary course on the Stock Exchange, not being a negotiated acquisition of the Equity Shares in any form.

V. FINANCIAL ARRANGEMENTS

- (i) The total funds required for implementation of the Offer (assuming full acceptance), i.e., for the acquisition of upto 12,22,000 (Twelve Lakh Twenty Two Thousand) Equity Shares at a price of ₹12/- (Rupees Twelve Only) per Equity Share is ₹1,46,64,000/- (Rupees One Crore Forty Six Lakh Sixty Four Thousand Only) ("Maximum Consideration").
- (ii) The Acquirer has adequate financial resources and has made firm financial arrangements for the implementation of the Offer in full, out of their own sources/net worth and no borrowings from any Bank and/or Financial Institutions are envisaged.
- (iii) Mr. Rajeev Sharma bearing Membership Number 075689, Partner of M/s. Kapil Kumar Aggarwal & Associates (Chartered Accountants) bearing firm registration number 008174C having their registered office located at No. 5, Third Floor Saidulajab, Near West End Marg, New Delhi-110030, with E-mail ID being rakeshshyamandassocia@gmail.com, has certified, bearing unique document identification number 26075689FWXNVEZ316 on August 05, 2026, that sufficient resources are available with the Acquirer for fulfilling the obligations under this Offer in full.
- (iv) In accordance with Regulation 1

PASUPATI FINCAP LIMITED

("TARGET COMPANY"/"TARGET")
 CIN: L22207DL1996PLC461661
 Registered Office: Shop No. 37, Shanker Market, Connaught Place, Janpath, New Delhi-110001;
 Corporate Office: 3rd Floor 56/33, Site IV Industrial Area, I.E. Sahibabad, Ghaziabad, Uttar Pradesh-201010;
 Phone: 9211515079; Email Id: pasupatifincaplimited@gmail.com; Website: www.pasupatifincap.co.in;

OPEN OFFER FOR ACQUISITION OF UPTO 12,22,000 (TWELVE LAKH TWENTY TWO THOUSAND) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹10/- (RUPEES TEN ONLY) EACH, REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF PASUPATI FINCAP LIMITED (HEREINAFTER REFERRED TO AS "TARGET COMPANY" OR "TARGET") BY UDAY NARANG (HEREINAFTER REFERRED TO AS "ACQUIRER") PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1)* AND REGULATION 4 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")

This Detailed Public Statement ("DPS") is being issued by Fintellectual Corporate Advisors Private Limited ("Manager to the Offer" or "FCAPL") for and on behalf of Acquirer to the Public Shareholders of Target Company ("Public Shareholders") pursuant to, and in compliance with Regulation 3(1)* and Regulation 4 read with Regulation 13, 14, 15(2) and other applicable provisions of the SEBI (SAST) Regulations. This DPS is being issued pursuant to the Public Announcement ("PA") dated Wednesday, August 05, 2026, as filed with the Stock Exchange (as defined below), Securities and Exchange Board of India ("SEBI") and sent to Pasupati Fincap Limited (hereinafter referred to as "Target Company" or "Target") in terms of Regulation 3(1)* and 4 of the SEBI (SAST) Regulations.

"The underlying transaction, by itself, does not and will not result in the Acquirer acquiring 25% or more of the voting share capital of the Target Company. However, pursuant to this open offer, and subject to full acceptance of the offer shares by public shareholders, the Acquirer's shareholding may increase to 37.55% of the voting share capital of the Target Company.

For this Detailed Public Statement, the following terms shall have the meaning assigned to them herein below:

Definitions & Abbreviations	Particulars
Acquirer	Uday Narang, son of Late. Satya Pal Narang, aged 56 years, having PAN: AAFPN6407K, under the Income Tax Act, 1961 and residing at House No. D-1104, 1st Floor, New Friends Colony, Delhi-110025.
Agreement	The Share Purchase Agreement is hereinafter referred to as the Agreement.
Board	The Board means the board of directors of the Target Company.
BSE Limited	BSE Limited is the stock exchange where presently the Equity shares of the Target Company are listed.
Equity Shares	Equity Shares shall mean the fully paid-up equity shares of the face value of ₹10/- (Rupees Ten Only) each.
ISIN	International Securities Identification Number
Negotiated Price	A negotiated price of ₹12/- (Rupees Twelve Only) per Sale Share, aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only) for the sale of 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, representing 11.55% of the Voting Share Capital of the Target Company, by Promoter Seller to the Acquirer, pursuant to the execution of the Share Purchase Agreement.
Offer Period	The period of entering into an agreement to acquire the Equity Shares and Voting Share Capital in, or control over, the Target Company requiring a Public Announcement or the date on which the Public Announcement is being issued by the Acquirer, i.e. August 05, 2026 (Wednesday), and the date on which the payment of consideration to the Public Shareholders whose Equity Shares are validly accepted in this Offer, is made, or the date on which this Offer is withdrawn, as the case may be.
Offer Price	An offer price of ₹12/- (Rupees Twelve Only) per Offer Share.
Offer Shares	Open Offer for acquisition of up to 12,22,000 (Twelve Lakh Twenty Two Thousand) Equity Shares of the face value of ₹10/- each, representing 26.00% of the Voting Equity Share Capital of the Target Company at a price of ₹12/- (Rupees Twelve Only) per fully paid-up Equity Share payable in cash.
PA/Public Announcement	Public Announcement dated August 05, 2026 (Wednesday).
Promoter and Promoter Group	The existing promoter and promoter group of the Target Company, in accordance with the provisions of Regulation 2 (1)(i) and 2 (1)(j) of the SEBI (SAST) Regulations, read with Regulation 2 (1)(oo) and 2 (1)(pp) of the SEBI (ICDR) Regulations, in this case, namely, being, Dinesh Pareekh, Sangeta Pareekh, Prakash Chandra Pareekh, Rakesh Chandra Pareekh, Uma Pareekh, Bimla Devi Sharma, Anil Sharma, Pankaj Sharma, Race Eco Chain Limited, Gem Enviro Management Limited, Geocore Green Energy Limited, Race Gateway Limited, Securcorp Securities India Private Limited, BLP Equity Research Private Limited, BOP 11 Analytics Private Limited, Securcorp Business Re-Engineering Private Limited, Sangok Creations Private Limited and Race Green Logistix Private Limited.
Promoter Seller	The existing promoter of the Target Company who has entered in a Share Purchase Agreement with the Acquirer, in this case, namely being, Dinesh Pareekh.
Public Shareholder(s)	All the equity shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except: (a) the promoter and members of the promoter group of the Target Company; (b) the Acquirer and any person deemed to be acting in concert with them; (c) the parties to the underlying Share Purchase Agreement; (d) any person deemed to be acting in concert with the parties to the SPA, pursuant to and in compliance with the SEBI (SAST) Regulations.
SCRR	Securities Contract (Regulation) Rules, 1957, as amended.
SEBI	Securities and Exchange Board of India.
SEBI Act	Securities and Exchange Board of India Act, 1992, and subsequent amendments thereto.
SEBI (LODR) Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereto.
SEBI (SAST) Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares' and Takeovers) Regulations, 2011 and subsequent amendments thereto.
Share Purchase Agreement/ SPA	The Share Purchase Agreement dated August 05, 2026 (Wednesday), executed between the Acquirer and the Promoter Seller, pursuant to which the Acquirer has agreed to acquire 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, representing 11.55% of the Voting Share Capital of the Target Company from the Promoter Seller at a negotiated price of ₹12/- (Rupees Twelve Only) per Sale Share, aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only).
Stock Exchanges	BSE Limited is the stock exchange on which the Equity Shares of the Target Company are presently listed.
Target Company/Target	Pasupati Fincap Limited is a public limited company incorporated under the provision of the Companies Act, 1956, having its registered office at Shop No. 37 Shanker Market, Connaught Place, Janpath, New Delhi - 110001, its corporate office at 3rd Floor 56/33, Site IV Industrial Area, I.E. Sahibabad, Ghaziabad, Uttar Pradesh-201010 and bearing Corporate Identification Number- L22207DL1996PLC461661.
Tendering Period	The tendering period shall have the meaning ascribed to it under Regulation 2(1)(za) of the SEBI (SAST) Regulations.
Voting Share Capital/Share Capital	The total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) working day from the closure of the Tendering Period of the Open Offer.
Working Day	The working day shall have the meaning ascribed to it under Regulation 2(1)(zf) of the SEBI (SAST) Regulations.

I. ACQUIRER, SELLER, TARGET COMPANY AND OFFER

(A) Information about Acquirer: Uday Narang

- (i) Nature of Entity: Individual
- (ii) Uday Narang, son of Late. Satya Pal Narang, aged 56 years, having PAN: AAFPN6407K, under the Income Tax Act, 1961 and residing at House No. D-1104, 1st Floor, New Friends Colony, Delhi-110025. His email id is uday@anglanomega.net.
- (iii) Acquirer holds a degree of Master of Science from State University of New York (Stony Brook University) and have around 30 years of experience in business leadership, strategic management and supply chain management.
- (iv) Acquirer does not belong to any group.
- (v) The entities promoted, controlled or managed by Acquirer, along with his nature of interest and shareholding are tabled as below:

Sl. No.	Name of the Entities	CIN/LPIN	Nature of Interest	Percentage Stake/ Holding
1.	Gopal Sons Steels Private Limited	U74899DL1972PTC006381	Managing Director	Nil
2.	Omega Bright Steel & Components Private Limited	U13203DL2007PTC162689	Director	Nil
3.	Omega Special Steels Private Limited	U68200DL2012PTC0245032	Director	Nil
4.	Omega Seiki Private Limited	U29300DL2018PTC330520	Promoter and Director	62.42%
5.	Unxpress Mobility Private Limited	U63000DL2019PTC351549	Promoter and Director	91.25%
6.	OSM Jaesung Technologies Private Limited	U34100DL2022PTC396090	Director	Nil
7.	OSM Eco Car Private Limited	U34300DL2022PTC397228	Director	Nil
8.	Anglian Futures Advisory Private Limited	U74110DL2011FTC218402	Promoter and Director	89.99%
9.	Anglian Sports Management Group Private Limited	U92490DL2010PTC023108	Promoter and Director	87.61%
10.	Omega Bright Steel Private Limited	U74899DL1969PTC005183	Director	Nil
11.	Anglian Finvest Private Limited	U74899DL1995PTC067021	Promoter and Director	40.00%
12.	Agnicent Platform Technologies (India) Private Limited	U74999DL2012PTC246163	Director	Nil
13.	Sooryaday Aerial Vehicles Private Limited	U26515DL2023PTC411380	Promoter and Director	99.99%
14.	Simastra Systems Limited	U28999HR2011PLC042379	Promoter and Director	Nil
15.	Agnicent Platform Technologies Pte. Ltd.	UEN-201410825M	Promoter and Director	90.00%
16.	OSM Charitable Foundation	U85300HR2021NPL06136	Promoter	50.00%
17.	Omega Pathlab Private Limited	U85110DL2022PTC0402219	Promoter	99.99%

- (vi) As on the date of this DPS, Acquirer does not hold any equity share capital/ voting share capital of the Target Company and has not acquired any Equity shares of the Target Company during the 12 (Twelve) months period prior to the date of Public Announcement and has not acquired any Equity Shares from the date of Public Announcement till the date of this DPS.
- (vii) Acquirer undertakes that he will not sell any Equity Shares of the Target Company, held and acquired, if any, during the Offer period in terms of Regulation 25(4) of SEBI (SAST) Regulations.
- (viii) Acquirer has no interest in the Target Company, except to the extent of acquiring the shareholding or voting share capital and control over the Target Company.
- (ix) Acquirer has not been prohibited by the SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended (the "SEBI Act") or any other regulations made under the SEBI Act.
- (x) Acquirer is not categorized as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India ("RBI"), in terms of Regulation 2(1)(ze) of the SEBI (SAST) Regulations.
- (xi) Acquirer is not categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), in terms of Regulation 2(1)(ja) of the SEBI (SAST) Regulations.
- (xii) The Individual Net Worth of the Acquirer as on July 31, 2026 is ₹40,05,86,655/- as certified by Mr. Rajeev Sharma (Membership Number 075689), Partner of M/s. Kapil Kumar Agarwal & Associates, Chartered Accountants (Firm Registration No. 008174C) vide certificate dated August 05, 2026 bearing Unique Document Identification Number (UDIN) 26075689XFWXDA6510. The registered office of the firm is located at No. 55, Third Floor Saidulajab, Near West End Marg, New Delhi-110030 with E-mail id being rakeshshyamandassociates@gmail.com.

(B) DETAILS OF SELLER:

- (i) The Acquirer has entered into the Share Purchase Agreement ("SPA") with the Promoter Seller on August 05, 2026 (Wednesday), for acquisition of 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares constituting 11.55% (Eleven Point Fifty Five Percent) of the Voting Share Capital of the Target Company at a negotiated price of ₹12/- (Rupees Twelve Only) per equity share aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only), subject to the terms and conditions as mentioned in the SPA.
- (ii) The details of the Promoter Seller are stated as hereunder:

Sl. No.	Name and Address of the Promoter Seller	Nature of Entity	Part of Promoter/ Promoter group (Yes/No)	Details of Shares/ Voting Rights held by the Promoter Seller			
				Pre-Transaction		Post Transaction	
				No. of shares	%	No. of shares	%
1.	Dinesh Pareekh 202, Tower-2, The Castle, Jaypee Greens, Surajpur Kasna Road, Greater Noida, Bisrakh, Gautam Buddha Nagar, Uttar Pradesh-201306	Individual	Yes	5,42,925	11.55%	Nil	Nil

- (iii) Post completion of the SPA transaction and compliance of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Acquirer shall be replaced as the Promoter of the Company and will exercise the control over the management and affairs of the Company and the Promoter and Promoter Group shall cease to be Promoter and Promoter Group of the Target Company.
- (iv) The Promoter Seller has not been prohibited by SEBI, from dealing in securities, in terms of directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.

(C) PASUPATI FINCAP LIMITED ("TARGET COMPANY"/"TARGET"):

- (i) The Target Company was originally incorporated as a public limited Company with the name and style as "Pasupati Fincap Limited" vide Certificate of Incorporation No. 55-56690 dated December 30, 1993, and obtained Certificate for Commencement of Business on January 24, 1994.
- (ii) Presently, The Target Company is engaged inter alia in the business as manufacturers, dealers, stockists, importers, exporters, suppliers and commission agents in polyester filament yarn, twisting, dyeing, fancy twisted and blended yarn of polyester, viscose, art silk yarn, and rayon yarn, including any other varieties of yarn, fibres and cloth, cotton man-made fibres other fibres, cotton, yarn, stamp yarn, man-made fibres yarn, other fibres yarn, cloth, powerloom cloth and handloom cloth and to carry on the business of agency and manufacturer's representative of all or any of the above items.
- (iii) The Registered Office of the Target Company is currently situated at Shop No. 37, Shanker Market, Connaught Place, Janpath, New Delhi-110001. (Source: www.mca.gov.in)
- (iv) As on date of this DPS, the authorized share capital of the Company is ₹5,00,00,000/- (Rupees Five Crore Only) divided into 50,00,000 (Fifty Lakh) Equity Shares of ₹10/- each and the issued, subscribed and paid-up capital of the Target Company is ₹4,70,00,000/- (Rupees Four Crore Seventy Lakh Only) divided into 47,00,000 (Forty Seven Lakh) equity shares of ₹10/- (Ten Only) each. (Source: www.mca.gov.in and Annual Report)
- (v) As on date of this DPS, the Target Company does not have any partly paid-up equity shares. There are no outstanding warrants or options or similar instruments convertible into equity shares at a later stage. No shares are subject to any lock in obligations. (Source: www.bseindia.com and Annual Report)
- (vi) As on date of this DPS, there is no subsidiary or holding Company of the Target Company. (Source: Annual Report)
- (vii) There has been no merger/de-merger, spin-off during the last three years involving the Target Company. (Source: Annual Report)
- (viii) The Board of Directors of the Target Company, at its meeting held on February 09, 2026, approved the proposed reduction of its share capital, which was subsequently approved by the shareholders at their meeting held on March 12, 2026. Pursuant thereto, the Target Company filed an application with the Hon'ble NCLT, New Delhi Bench, on June 22, 2026 seeking approval for the proposed capital reduction. As on the date of this Detailed Public Statement, the said application is pending before the NCLT. The proposed capital reduction is subject to the approval of the NCLT and completion of applicable statutory and regulatory formalities.
- (ix) The Equity Shares of the Target Company are presently listed on BSE Limited having symbol PASUFIN and Scrip Code 511734. The ISIN of Equity Shares of Target Company is INE527CZ01010. The Equity Shares of the Target Company are frequently traded on BSE Limited within the meaning of explanation provided in Regulation 2(1)(i) of the SEBI (SAST) Regulations. (Source: www.bseindia.com)
- (x) The key financial information of the Target Company based on the audited financials for the year ended March 31, 2026, March 31, 2025, and March 31, 2024, are as follows:

Particulars	Year ended (Audited)		
	March 31, 2026	March 31, 2025	March 31, 2024
Total Revenue	10.54	0.075	6.50
Net Income (PAT)	(29.54)	(35.19)	(11.52)
Earnings Per Share (EPS) (in Rs.)	(0.63)	(0.75)	(0.25)
Net worth/ Shareholders Funds	(89.17)	(59.62)	(24.42)

(Source: Annual Report and www.bseindia.com)

(D) Details of the Offer:

- (i) The Offer is a triggered/ Mandatory offer in terms of Regulation 3(1)* and 4 of the SEBI (SAST) Regulations, 2011.
 - "The underlying transaction, by itself, does not and will not result in the Acquirer acquiring 25% or more of the voting share capital of the Target Company. However, pursuant to this open offer, and subject to full acceptance of the offer shares by public shareholders, the Acquirer's shareholding may increase to 37.55% of the voting share capital of the Target Company.
- (ii) The Acquirer has made this open offer in terms of SEBI (SAST) Regulations to the shareholders of the Target Company to acquire up to 12,22,000 (Twelve Lakh Twenty Two Thousand) fully paid up equity shares of ₹10/- (Rupees Ten Only) each representing 26.00% of the Voting Share Capital of the Target Company ("Offer Size") at a price of ₹12/- (Rupees Twelve Only) per fully paid up equity share ("Offer Price"), payable in cash.
- (iii) The Offer is being made to all the public shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, pursuant to and in compliance with the SEBI (SAST) Regulations. The Equity Shares of the Target Company under the Offer will be acquired by the Acquirer as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and right offer freed thereon.
- (iv) The Offer is being made at a price of ₹12/- (Rupees Twelve Only) per equity share fully paid-up, payable in cash, subject to the terms and conditions set out in the Public Announcement, this Detailed Public Statement and the Letter of Offer, that will be sent to the shareholders of the Target Company.
- (v) The payment to be made to the public shareholders shall be in cash only.
- (vi) As on the date of this DPS, there are no other statutory approvals required to acquire the Equity Shares tendered pursuant to this Open Offer. If any other statutory approvals are required or become applicable, the Open Offer would be subject to the receipt of such other statutory approvals also. The Acquirer will not proceed with the Open Offer in the event such statutory approvals are refused in terms of Regulation 23 of the SEBI (SAST) Regulations, 2011, as amended. This Open Offer is subject to all other statutory approvals that may become applicable at a later date before the completion of the Open Offer. In the event of withdrawal, a Public Announcement will be made within 2 (Two) working days of such withdrawal, in the same newspapers in which this DPS has been published and such public announcement will also be sent to SEBI, BSE and the registered office of the Target Company.
- (vii) The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
- (viii) This is not a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of Equity Shares of the Target Company.
- (ix) The Manager to the Offer, Fintellectual Corporate Advisors Private Limited, does not hold any Equity Shares in the Target Company as on the date of this DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the Equity Shares of the Target Company during the Offer Period.
- (E) As on the date of this DPS, the Acquirer does not have any intention to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of two years except in the ordinary course of business of the Target Company. The Target Company's future policy for disposal of its assets, if any, for two years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot in terms of Regulation 25(2) of SEBI (SAST) Regulations.
- (F) As per Regulation 38 of SEBI (LODR) Regulations, 2015 read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended (SCRR), the Target Company is required to maintain at least 25% Public Shareholding, on continuous basis for listing. Pursuant to completion of this Offer assuming full acceptance and the underlying transaction pursuant to the Share Purchase Agreement, the public shareholding is not envisaged to fall below the minimum public shareholding requirement as per SCRR as amended and the Listing Agreement.

II. BACKGROUND TO THE OFFER

- (i) The Offer is a Triggered/ Mandatory offer in terms of Regulation 3(1)* and Regulation 4 of SEBI (SAST) Regulations.
 - "The underlying transaction, by itself, does not and will not result in the Acquirer acquiring 25% or more of the voting share capital of the Target Company. However, pursuant to this open offer, and subject to full acceptance of the offer shares by public shareholders, the Acquirer's shareholding may increase to 37.55% of the voting share capital of the Target Company.
- (ii) The Acquirer has entered into the Share Purchase Agreement ("SPA") with the Promoter Seller on August 05, 2026 (Wednesday), for acquisition of 5,42,925 fully paid up equity shares ("Sale Shares") of face value ₹10/- each representing 11.55% of voting equity share capital of Target Company at a price of ₹12/- (Rupees Twelve Only) per equity share aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only), subject to the terms and Conditions as mentioned in the SPA, the details of which are specified as under:

Name of the Promoter Seller	No. of Equity Shares	% of total share capital of the company	Name of Acquirer	No. of Equity Shares	% of total share capital of the company
Dinesh Pareekh	5,42,925	11.55%	Uday Narang	5,42,925	11.55%

- (iii) This open offer is for acquisition of 26.00% of the paid-up and voting equity share capital of Target Company. After the Completion of this open offer and pursuant to acquisition of equity shares as assuming full acceptance, the Acquirer will become the largest equity shareholders with clear majority, by virtue of which he shall be in a position to exercise effective control over the management and affairs of the Target Company.
- (iv) The payment to be made to all the Public Shareholders who will validly tender their equity Shares and whose Equity Shares are accepted under this offer shall be in cash only.
- (v) The prime objective of the Acquirer for this open offer is substantial acquisition of equity Shares and voting rights and control over the management and affairs of the Target Company.
- (vi) The Acquirer will continue the existing line of business of the Target Company as per main objects and may diversify its business activities in future only with the prior approval of shareholders. However, depending on the requirements and expediency of the business situation and subject to the provisions of the Companies Act, 2013, Memorandum and Articles of Association of the Target Company and all applicable laws, rules and regulations, the Board of Directors of the Target Company will take appropriate business decisions from time to time to improve the performance of the Target Company. The Acquirer hereby commit to maintain the current workforce of the Target Company, and in case any changes are required in the future, he will take all necessary steps to ensure the welfare of the Target Company's employees. Furthermore, any such decisions will be implemented with due regard for the business needs and the long-term interests of the Target Company, its employees, and other stakeholders.
- (vii) The salient features of the Share Purchase Agreement are as follows:
 - (a) The seller is holding 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, representing 11.55% (Eleven Point Fifty Five Percent) of the Voting Share Capital of the Target Company.
 - (b) The seller has agreed to sell 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares and the Acquirer has agreed to acquire 5,42,925 (Five Lakh Forty Two Thousand Nine Hundred Twenty Five) Equity Shares, constituting 11.55% of the equity share capital/ voting share capital of the Target Company, at a negotiated price of ₹12/- (Rupees Twelve Only) per equity share aggregating to an amount of ₹65,15,100/- (Rupees Sixty Five Lakh Fifteen Thousand One Hundred Only), payable in accordance with terms and conditions stipulated in the Share Purchase Agreement.
 - (c) The shares sold are free from all charges, encumbrances, pledges, lien, attachments, and litigations are not subjects to any lock in period.
 - (d) Upon completion of acquisition of the Sale Shares of the Company and compliance of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Acquirer shall be replaced as the Promoter of the Company and will exercise the control over the management and affairs of the Company and the Promoter and Promoter Group shall cease to be Promoter and Promoter Group of the Target Company.

For further details of SPA, Public Shareholders of the Target Company may refer to the SPA, which would be available to them for inspection at the office of the Manager to the Offer.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed shareholding of the Acquirer in the Target Company and the detail of its acquisition is as follows:

Details	Acquirer	
	Number of shares	%
Shareholding as on PA date	Nil	Nil
Shares acquired between the PA date and the DPS date	Nil	Nil
Shares to be acquired through Share Purchase Agreement	5,42,925	11.55%
Shares proposed to be acquired in the Open Offer	12,22,000	26.00%
Post Offer shareholding as of the 10th (Tenth) Working Day after the closure of the Offer (assuming the entire 26.00% is tendered in the Offer)	17,64,925	37.55%

IV. OFFER PRICE:

- (i) The equity shares of the Target Company are currently listed on BSE Limited.
- (ii) The total trading turnover in the Equity Shares of the Target Company on the Stock Exchange based on trading volume during the twelve calendar months prior to the month of Public Announcement (i.e., from August 01, 2025, to July 31, 2026) is as under:

Name of the Stock Exchange	Total No. of Equity Shares traded during the Twelve months prior to the month of PA	Total No. of Equity Shares listed	Total Trading Turnover (as % of total Equity Shares listed)
BSE Limited	11,44,274	47,00,000	24.35%

(Source: www.bseindia.com)

- (iii) Based on the above information available on the website of BSE Limited, Equity Shares of Target Company are frequently traded on the Stock Exchange within the meaning of Regulation 2(1)(i) of the SEBI (SAST) Regulations. The Offer Price of ₹12/- (Rupees Twelve Only) per Equity Share is justified in terms of Regulation 8(2) of the SEBI (SAST), as it is higher of the following:

Sr. No.	Particulars	Price (in ₹)
A	Negotiated Price per Equity Share under the Share Purchase Agreement attracting the obligation to make a Public Announcement of an open offer	₹12/- per share
B	The volume-weighted average price paid or payable for acquisition by the Acquirer during 52 weeks immediately preceding the date of PA	Not Applicable
C	Highest price paid or payable for acquisitions by the Acquirer during 26 weeks immediately preceding the date of PA	Not Applicable
D	The Volume-Weighted Average Market Price of shares for a period of sixty trading days immediately preceding the date of the PA as traded on the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period, provided such shares are frequently traded	₹11.08/- per share
E	Where the shares are not frequently traded, the price determined by the acquirer and the manager to the open offer taking into account valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	Not Applicable, as the equity shares are frequently traded

- (iv) In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and Manager to the Offer, the Offer Price of ₹12/- (Rupees Twelve Only) per share being the highest of the prices mentioned above is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations.
- (v) As on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be adjusted by the Acquirer in consultation with Manager to the Offer, in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls prior to 3 Working Days prior to the commencement of Tendering Period of the Offer.
- (vi) As on the date of this Detailed Public Statement, there is no revision in the Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirer shall comply with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations and other applicable provisions of the SEBI (SAST) Regulations.

- (vii) In terms of Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations, the Offer Price or the Offer Size may be revised at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period. In the event of such revision:
 - (a) the Acquirer shall make corresponding increases to the Escrow Amount (as defined below);
 - (b) make a public announcement in the same newspapers in which this Detailed Public Statement has been published; and
 - (c) simultaneously with the issue of such public announcement, inform SEBI, the Stock Exchange and the Target Company at its registered office, of such revision.
- (viii) In the event of acquisition of the Equity Shares by the Acquirer, during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price per Equity Share, the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall:
 - (a) Make corresponding increases to the Escrow Amount;
 - (b) Make a public announcement in the same newspapers in which this Detailed Public Statement has been published; and
 - (c) simultaneously with the issue of such public announcement, inform SEBI, the Stock Exchange, and the Target Company at its registered office, of such revision.
- However, the Acquirer shall not acquire any Equity Shares of the target Company prior to 3 working days before the commencement of the Tendering Period of this Open Offer and until the expiry of the Tendering Period of this Open Offer.
- (ix) If the Acquirer acquire Equity Shares of the Target Company during the period of twenty-six weeks after the closure of the Tendering Period at a price higher than the Offer Price per Equity Share, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price, to all the Public Shareholders whose shares have been accepted in the Open Offer within 60 days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another offer under the SEBI (SAST) Regulations, as amended from time to time or Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended from time to time or open market purchases made in the ordinary course for the Stock Exchange, not being a negotiated acquisition of the Equity Shares in any form.

V. FINANCIAL ARRANGEMENTS

- (i) The total funds required for implementation of the Offer (assuming full acceptance), i.e., for the acquisition of upto 12,22,000 (Twelve Lakh Twenty Two Thousand) Equity Shares at a price of ₹12/- (Rupees Twelve Only) per Equity Share is ₹1,46,64,000/- (Rupees One Crore Forty Six Lakh Sixty Four Thousand Only) ("Maximum Consideration").
- (ii) The Acquirer has adequate financial resources and has made firm financial arrangements for the implementation of the Offer in full, out of their own sources/net worth and no borrowings from any Bank and/or Financial Institutions are envisaged.
- (iii) Mr. Rajeev Sharma bearing Membership Number 075689, Partner of M/s. Kapil Kumar Agarwal & Associates (Chartered Accountants) bearing firm registration number 008174C having their registered office located at No. 5, Third Floor Saidulajab, Near West End Marg, New Delhi-110030, with E-mail ID being rakeshshyamandassociates@gmail.com, has certified, bearing unique document identification number 26075689SKNVE2316 on August 05, 2026, that sufficient resources are available with the Ac