**POST OFFER PUBLIC ANNOUNCEMENT**
**FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF**

GOLDCREST
CORPORATION LIMITED
A TANNA ENTERPRISE

# GOLDCREST CORPORATION LIMITED

**Corporate Identification Number:** L74999MH1983PLC029408,
**Registered Office:** 3rd Floor, Devidas Mansion, Mereweather Road, Colaba, Apollo Bunder, Mumbai, Maharashtra, 400039, India. **Contact details Tel. No.:** +91-22-22837489 / 22837490,
**Email id:** office@goldcrestgroup.com; **Website:** www.goldcrestgroup.com

**Company Secretary and Compliance Officer: Marisa Eldin Ferreira**

This Post Offer Public Announcement (**"Post Offer Public Announcement"** or **"Post Offer PA"**) is being issued by Vivro Financial Services Private Limited (**"Manager "** or **"Manager to the Delisting Offer"**) for and on behalf of one of the promoters of Goldcrest Corporation Limited viz., Nita Tushar Tanna (**"Acquirer"**), along with Anupa Tanna Shah (**"PAC 1"**), Namrata Tushar Tanna (**"PAC 2"**), Hansa Tulsidas Tanna (**"PAC 3"**) and Goldcrest Global Trading Private Limited *(formerly known as Goldcrest Securities & Commodities Private Limited)* (**"PAC 4"**), person acting in concert with the Acquirer (collectively **"PACs"**), to the public shareholders, as defined under Regulation 2(1)(t) of the Securities and Exchange Board of India (Delisting of Equity Shares), Regulations, 2021, as amended (**"Public Shareholders"**) of Goldcrest Corporation Limited, Corporate Identification Number: L74999MH1983PLC029408 (**"Company"**) in regard to the proposed acquisition of fully paid-up equity shares having face value of ₹10/- (Indian Rupees Ten only) each (**"Equity Shares"**) held by the Public Shareholders, and consequent voluntary delisting of the Equity Shares from the BSE Limited (**"BSE"**), the only stock exchange where the Equity Shares of the Company are presently listed in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended (**"Delisting Regulations"**) and in accordance with the terms and conditions set out in (a) Detailed Public Announcement dated August 05, 2022 (**"DPA"**), which was published on August 08, 2022; and (b) the Letter of Offer dated August 06, 2022 (**"LOF"**), (**"Delisting Offer" or "Offer"**).

This Post Offer PA is in continuation of and should be read in conjunction with the DPA and LOF.

Capitalized terms used in this Post Offer PA shall have the same meaning as ascribed to it in the DPA and LOF.

The Acquirer and PACs through the Manager to the Delisting Offer issued DPA and LOF to acquire up to 15,44,223 (Fifteen Lakhs Forty-Four Thousand Two Hundred Twenty Three) Equity Shares (**"Offer Shares"**) representing 27.14% of the total issued and paid-up equity share capital of the Company from the Public Shareholders pursuant to Part B of the Chapter III read with Chapter IV of the Delisting Regulations on such terms and condition as set out in DPA and LOF. The Public Shareholders holding Equity Shares of the Company were invited to tender their Equity Shares (**"Bids"**) pursuant to the reverse book-building process (**"RBBP"**) as prescribed in Delisting Regulations through Stock Exchange Mechanism during the bid period starting from Friday, August 19, 2022 to Thursday, August 25, 2022 (**"Bid Period"**).

**1. DISCOVERED PRICE AND EXIT PRICE**

1.1. In terms of Regulation 20(1) read with Schedule II of the Delisting Regulations, the Discovered Price is ₹ 200/- (Indian Rupees Two Hundred Only) per Equity Share. The Acquirer and PACs have decided to offer ₹ 200/- (Indian Rupees Two Hundred Only) per Equity Share as the final exit price (**"Exit Price"**) for accepting Equity shares successfully tendered in the Delisting Offer at or below the Exit Price.

**2. SUCCESS OF THE DELISTING OFFER**

2.1. In accordance with Regulation 21(a) of the Delisting Regulation and as stated in the DPA and LOF, the Delisting Offer would be deemed to be successful only if a minimum number of Offer Shares were tendered and acquired in the Delisting Offer at or below the Exit Price so as to cause the cumulative number of Equity Shares held by the Acquirer along with the PACs post acquisition through the Acquisition Window Facility constituting 90% of the paid-up equity shares capital of the Company excluding such Equity Shares in terms of Regulation 21(a) of the Delisting Regulations.

2.2. The Acquirer and/or PACs shall acquire 10,02,002 (Ten Lakhs Two Thousand and Two) Equity Shares validly tendered at or below the Exit Price in the RBBP and post completion of acquisition, the shareholding of the Acquirer along with PACs shall be 90.47 % of the total issued and paid-up equity share capital of the Company and which has exceeded the minimum number of Equity Shares required for the Delisting Offer to be successful in terms of Delisting Regulations. The shareholding of the Acquirer along with PACs determined in accordance with the Regulation 21(a) of the Delisting Regulations is 91.77%.

2.3. To the best of our knowledge, except for 80,749 equity shares constituting 1.42% of the issued and paid-up equity share capital of the Company transferred to Investors Education and Protection Fund (**"IEPF"**), there are no inactive shareholders of the Company.

2.4. The Letter of Offer and Bid Form was despatched to all the Public Shareholders as on specified date i.e. Monday, August 8, 2022 in accordance with Regulation 16 of the Delisting Regulations.

2.5. The Delisting Offer is thus deemed to be successful.

2.6. All the Public Shareholders of the Company who have validly tendered their Equity Shares at or below the Exit Price will be paid the consideration at the Exit Price of ₹ 200/- (Indian Rupees Two Hundred Only) per Equity Share. The last date for payment of consideration to all the Public Shareholders (in respect of whom no regulatory approvals are required) and whose Bids have been accepted will be on or before Monday, August 29, 2022. Clearing Corporation will make direct fund pay-out to Public Shareholders whose Equity Shares have been accepted under the Delisting Offer. If bank account details of any Public Shareholders are not available or if the funds transfer instruction is rejected by the Reserve Bank of India / relevant bank(s), due to any reason, then the amount payable to the concerned Public Shareholder will be transferred to the Seller Members for onward transfer to such Public Shareholders.

2.7. Total 10,06,289 (Ten Lakhs Six Thousand Two Hundred Eighty Nine) Equity Shares with 69 (Sixty Nine) bids were received between the price range of ₹ 192.66 (Indian Rupees One Hundred Ninety Two and Paisa Sixty Six) per equity share to ₹ 230/- (Indian Rupees Two Hundred Thirty Only) per equity share (both inclusive) consisting of 10,03,189 (Ten Lakhs Three Thousand One Hundred Eighty Nine) equity shares with 50 (Fifty) bids in demat form and 3,100 (Three Thousand and One Hundred) equity shares with 19 bids in physical form. Total 2,187 (Two Thousand One Hundred and Eighty Seven) equity shares with 4 (Four) bids were received in demat form above Discovered Price and thus same shall not be accepted. Further, bids for 2,100 (Two Thousand One Hundred) Equity Shares received from 12 bidders holding Equity Shares in physical form are rejected by the RTA due to non-matching of signature and/or non-receipt of requisite documents by the RTA in terms of the instructions specified in DPA and/or LOF.

2.8. The Equity Shares of the Public Shareholders whose Bids have been rejected in the RBBP, their demat shares or the physical shares would be returned to them in accordance with Methods of Settlement contained in the Detailed Public Announcement and Letter of Offer read along with SEBI Circulars. Public Shareholders will have to ensure that they keep their depository participant account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or non acceptance of Equity Shares under the Delisting Offer.

2.9. The Company will initiate the necessary steps to delist its Equity Shares from BSE. The date of delisting of Equity Shares shall be announced in the same newspaper in which the DPA and this Post Offer PA has been published.

**3. OUTSTANDING EQUITY SHARES AFTER DELISTING OFFER**

3.1. In accordance with Regulation 26 of the Delisting Regulations, all Public Shareholders who continue to hold Equity Shares after the Delisting Offer (**"Residual Shareholders"**) will be able to offer their Equity Shares to the Acquirer/PACs at the Exit Price for a period of one year following the date of the delisting of Equity Shares from the Stock Exchange viz. BSE Limited (**"Exit Window"**).

3.2. The Acquirer/PACs shall ensure that the rights of the Residual Shareholders are protected and shall be responsible for compliance with Regulation 27 of the Delisting Regulations and Stock Exchange shall monitor the compliance of the same.

3.3. If any Public Shareholders has any queries regarding the Delisting Offer, he/she should consult the Manager to the Delisting Offer or the Registrar to the Delisting Offer. All terms and conditions of the Delisting Offer as set forth in the DPA and LOF remain unchanged. The Post Offer PA is also expected to be available on the website of the Stock Exchange (www.bseindia.com).

3.4. The Acquirer/PACs accepts full responsibility for the information contained in this Post Offer PA and confirm that such information is true, fair and adequate in all material aspects.

**Contact details of Registrar to Delisting Offer are as follows:**

**PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED**
**Address:** 9, Shiv Shakti Industrial Estate, Ground Floor, Sitaram Mill Compound, J.R. Boricha Marg, Lower Parel (East), Mumbai – 400 011, Maharashtra, India.
**Telephone No.:** 022 – 2301 6761 / 2301 8261 **Email id:** support@purvashare.com
**Website:** www.purvashare.com **SEBI Registration No.:** INR000001112
**CIN:** U67120MH1993PTC074079 **Contact Person :** Purva Shah

**ISSUED BY MANAGER TO THE DELISTING OFFER**

VIVRO

**VIVRO FINANCIAL SERVICES PRIVATE LIMITED**
**Address:** 607/608 Marathon Icon, Opp. Peninsula Corporate Park Off. Ganpatrao Kadam Marg, Veer Santaji Lane, Lower Parel Mumbai 400 013, Maharashtra, India.
**Telephone No.:** +91 22 6666 8040/ 41/ 42 **Email ID:** investors@vivro.net
**Website:** www.vivro.net **SEBI Registration No.:** INM000010122
**CIN:** U67120GJ1996PTC029182 **Contact Person:** Jay Shah / Viral Shah

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|---|---|---|---|
| Sd/- | Sd/- | Sd/- | Sd/- |
| Acquirer | PAC 1 | PAC 2 | PAC 3 |
| **Nita Tushar Tanna** | **Anupa Tanna Shah** | **Namrata Tushar Tanna** | **Hansa Tulsidas Tanna** |

For and on behalf of the **Goldcrest Global Trading Private Limited (PAC 4)**

| | |
|---|---|
| Sd/- | Sd/- |
| **Nita Tushar Tanna** | **Anupa Tanna Shah** |
| (DIN: 00170591) | (DIN: 01587901) |

**Date:** August 26, 2022 **Place:** Mumbai