

KEYNOTE

Ref # Buyback/CPL/Let/SEBI&SE/Ad(13)

September 08, 2023

The Manager
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir,

Reg: Buy-Back of equity shares by Control Print Limited (the “Company”)

This has a further reference to the captioned Buyback offer where we are acting as “Manager to the Offer”. The offer opened on Thursday, August 24, 2023, and closed on Wednesday, August 30, 2023.

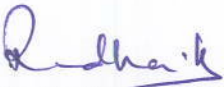
In response to the Buyback offer for 3,37,500 equity shares of ₹ 10/- each, the Company received 20,37,770 valid equity shares in the Offer. The settlement of bids was completed through the settlement process of BSE Limited, on Wednesday, September 06, 2023. All the equity shares accepted in the Offer will be extinguished on or before Friday, September 15, 2023.

We are enclosing herewith a copy of the post buyback public advertisement published today in compliance with regulation 24 (vi) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. The advertisement has been published in the same newspapers where the public announcement was published.

We request you to kindly take the above on record.

Thanking you and assuring you of our best co-operation at all times.

Yours sincerely,
For **KEYNOTE FINANCIAL SERVICES LIMITED**



Radha Kirthivasan
Head ECM-Execution

Keynote Financial Services Limited

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CIN-L67120MH1993PLC072407



Control Print Limited

Registered office: C- 106, Hind Saurashtra Industrial Estate, Andheri- Kuria Road, Marol Naka, Andheri (East), Mumbai-400059, Maharashtra
 Tele. No. (022) – 2859 9065/ 6893 8900; Fax: 022-28528272; Website: www.controlprint.com ;
 Email: companysecretary@controlprint.com; Contact Person: Akshay Satasiya, Company Secretary & Compliance Officer

POST BUY-BACK PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF THE ELIGIBLE SHAREHOLDERS/BENEFICIAL OWNERS OF THE EQUITY SHARES OF CONTROL PRINT LIMITED

This Post Buyback Public Announcement ("Advertisement") is made pursuant to Regulation 24 (vi) of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ("Buyback Regulations"). This Advertisement should be read in conjunction with the Public Announcement dated August 01, 2023 published on August 02, 2023, corrigendum to Public Announcement dated August 04, 2023 published on August 05, 2023 ("PA") and the Letter of Offer dated August 22, 2023 (the "Letter of Offer"/ "LOF") issued in connection with the Buyback of fully paid equity shares of ₹ 10/- each ("Equity Shares") of Control Print Limited (the "Company") through the Tender Offer route. All capitalized terms, unless defined herein, shall have the same meaning ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- The Company had announced the Buyback of up to 3,37,500 (Three Lakhs Thirty Seven Thousand Five Hundred) fully-paid-up Equity Shares of face value ₹ 10/- each from all the eligible shareholders/beneficial owners of Equity Shares as on record date i.e. August 18, 2023, on a proportionate basis, through the "Tender Offer" route at a price of ₹ 800/- (Rupees Eight Hundred Only) per equity share payable in cash, for an aggregate maximum consideration not exceeding ₹ 27,00,00,000/- (Rupees Twenty Seven Crores only) ("Buyback Size"). The Buyback Size does not include any expenses incurred or to be incurred for the Buyback including but not limited to filing fees payable to SEBI, brokerage, applicable taxes (such as income tax, buyback taxes, securities transaction tax, stamp duty and goods and service tax), advisors' fees, intermediaries' fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, as applicable (hereinafter referred to as "Transactions Costs").
- The Buyback size represents 9.57% and 9.68% of the aggregate total paid-up equity share capital and free reserves as per the audited standalone and consolidated financial statements of the Company as on March 31, 2023, respectively. The number of Equity shares bought back constituted 2.07% of the Pre-Buyback paid-up Equity shares of the Company.
- The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015, read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and SEBI circular CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 including any amendments thereof, issued by SEBI. For the purposes of the Buyback, BSE Limited was the designated stock exchange.
- The tendering Period for the Buyback Offer opened on Thursday, August 24, 2023 and closed on Wednesday, August 30, 2023.

2. DETAILS OF BUYBACK

- 3,37,500 (Three Lakhs Thirty Seven Thousand Five Hundred) fully-paid-up Equity Shares were bought back under the Buyback at a price of ₹ 800/- (Rupees Eight Hundred only) per Equity Share.
- The total amount utilized in the Buyback was ₹ 27,00,00,000/- (Rupees Twenty Seven Crores only) excluding Transaction Costs.
- The Registrar to the Buyback i.e. Bigshare Services Private Limited ("Registrar"), considered 6,357 valid bids for 20,37,770 Equity Shares in response to the Buyback resulting in the subscription of approximately 6.04 times the maximum number of Equity Shares proposed to be bought back.

The details of the applications considered by the Registrar are as under

Particulars	Number of Equity Shares available for Buyback	Total no. of bids received in the category	Total Equity Shares bid for in the category	Total valid Bids received in the category	Total valid Equity Shares received in the category**	No. of times (Total valid Equity Shares received in the category to the total no. of Equity Shares proposed to be bought back)
Small Shareholder Category	50,625	5975	1,05,670	5940	1,05,099	2.08
General Category	2,86,875	426	19,36,240	417	19,32,671	6.74
Not in Master file*		36	1,423			
Total	3,37,500	6,437	20,43,333	6,357	20,37,770	6.04

*36 bids for 1,423 Equity Shares were not considered since they were not shareholders as on Record Date.

**Excludes excess bid by 34 shareholders for 570 Equity Shares under Reserved Category and 5 shareholders for 359 Equity Shares under General Category, which were over and above their shareholding as on Record Date hence such equity shares have not been considered for acceptance.

Excludes 1 Bid for 1 Equity Share under Reserved Category and 4 Bids for 3,210 Equity Shares under General Category, which were rejected due to mismatch in PAN from the data as on Record date.

- All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar through email to the relevant Eligible Shareholders (who have their e-mail IDs registered with the Company) on September 06, 2023. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance / rejection are being dispatched to the Eligible Shareholders by the Registrar and the same shall be completed on or before September 08, 2023.
- The settlement of all valid bids was completed by the Indian Clearing Corporation Limited / BSE Limited on September 06, 2023. Clearing Corporation has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction were rejected by Reserve Bank of India or relevant bank due to any reason, then the amounts payable to Eligible Shareholders were transferred to the concerned Seller Member for onward transfer to such Eligible Shareholder.
- Demat Equity Shares accepted under the Buyback were transferred to the Company's Demat Escrow Account on September 06, 2023. The unaccepted demat Equity Shares have been unblocked in the account of respective Eligible Shareholders by Clearing Corporation on September 06, 2023.
- The extinguishment of 3,37,500 Equity Shares accepted under the Buyback shall be completed on or before September 15, 2023.
- The Company and its directors accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company pre and post the Buyback is as under:

(Equity Shares having face value of ₹10 /- each)

Sr. No.	Particulars	Pre-Buyback (As on the Record date i.e. August 18, 2023)		Post-Buyback	
		No. of Equity Shares	Amount (₹)	No. of Equity Shares	Amount (₹)
1	Authorized Share Capital	2,00,00,000	20,00,00,000	2,00,00,000	20,00,00,000
2	Issued, Subscribed and Paid-up Capital	1,63,31,712	16,33,17,120	1,59,94,212*	15,99,42,120*

*Subject to extinguishment of 3,37,500 Equity Shares

- Details of the eligible shareholders/beneficial owners from whom Equity Shares exceeding 1% (of the total equity shares bought back) have been accepted under the Buyback are as mentioned below:

Sr. No.	Name of the Shareholder	No. of Equity Shares accepted under Buyback	Equity Shares Accepted as a % of total Equity Shares bought back	Equity Shares accepted as % of Total Post buy back Equity Shares [†]
1	Baring Private Equity India AIF	50,724	15.03	0.32
2	Marytime Trimpex Private Limited	46,428	13.76	0.29
3	India Max Investment Fund Limited	44,413	13.16	0.28
4	Amisha Himatsingka	18,389	5.45	0.11
5	Rohini Himatsingka	13,634	4.04	0.09
6	Ritu Joshi	12,126	3.59	0.08
7	Skunk Agents Private Limited	10,488	3.11	0.07
8	Miura Trading And Finvest Private Limited	5,874	1.74	0.04
9	Surendra Nath Kapoor (HUF)	4,517	1.34	0.03
10	Pradip P Shah	4,054	1.20	0.03
11	Dolly Khanna	3,625	1.07	0.02

[†]Subject to extinguishment of 3,37,500 Equity Shares

- The shareholding pattern of the Company Pre-Buyback (as on Record date i.e. as on August 18, 2023) and Post Buyback, is as under:

Particulars	Pre-Buyback		Post Buyback [†]	
	No. of equity shares	% of existing equity share	No. of equity shares	% of Post-Buyback equity share
Promoters and Promoter Group	84,56,475	51.78	84,25,960*	52.68
Public				
1) Foreign Investors (including Non-Resident Indians, FIs)	11,68,023	7.15	75,68,252	47.32
2) Others (Public, Public Bodies Corporate etc.)	67,07,214	41.07		
Grand Total	1,63,31,712	100.00	1,59,94,212	100.00

[†]Subject to extinguishment of 3,37,500 Equity Shares

*Amisha Himatsingka Family Trust and Ritu Joshi, entities forming part of Promoter Group tendered their shares in the buyback and were accepted. The equity Shares tendered by remaining Promoter & Promoter Group entities were not bidded successfully and hence were not considered in the buyback offer.

4. MANAGER TO THE BUYBACK OFFER

KEYNOTE

Keynote Financial Services Limited
 The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai – 400 028
 Tel: +91 22 6826 6000-3; E-mail: mbd@keynoteindia.net
 Website: www.keynoteindia.net; Contact Person: Sunu Thomas
 SEBI Registration No.: INM 000003606
 CIN: - L67120MH1993PLC072407

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirm that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of Board of Directors of

Control Print Limited

Sd/- Basant Kabra Managing Director	Sd/- Shiva Kabra Joint Managing Director	Sd/- Akshay Satasiya Company Secretary and Compliance Officer
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Date: September 07, 2023

Place: Mumbai

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