

**PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND 4 READ WITH REGULATION 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 ("REGULATIONS")**

**Open offer for acquisition of 8,06,000 Equity Shares of Face Value of Rs. 10 (Rupees Ten only) each of Crown Tours Limited ("Crown"/"Target Company") by Mr. Ranjith Soman (hereinafter referred to as "Acquirer")**

This Public Announcement ("PA") is being issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") for and on behalf of the Acquirer to the Public shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ["SEBI (SAST) Regulations, 2011"/"Regulations"].

**1) OFFER DETAILS:**

**1.1 Offer Size:** The Acquirer hereby make this Open Offer ("Open Offer") to the Public Shareholders of the Target Company to acquire 8,06,000 Equity Shares of face value of Rs. 10 (Rupees Ten only) each of the Target Company ("Equity Share") representing 26% of the Equity Share Capital/Voting Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement ("PA"), Detailed Public Statement ("DPS") that will be published and the Letter of Offer ("LoF") which will be sent to the Equity Shareholders of the Target Company, in accordance with the Regulations.

**1.2 Offer Price / Consideration:** The Offer Price of Rs. 19.25 (Rupees Nineteen and Paise Twenty Five only) per Equity Share of Face Value of Rs. 10 (Rupees Ten only) each, is in compliance with Regulation 8 of the Regulations ("Offer Price"), aggregating to a consideration of Rs. 1,55,15,500 (Rupees One Crore Fifty Five Lakhs Fifteen Thousand Five Hundred only), assuming full acceptance in the Open Offer ("Offer Size").

**1.3 Mode of Payment:** The Offer Price will be paid in cash, in accordance with Regulation 9(1) (a) of the Regulations.

**1.4 Type of Offer:** This is a triggered offer under Regulation 3(1) and 4 of the Regulations.

**2) TRANSACTION WHICH HAS TRIGGERED THE OPEN-OFFER OBLIGATIONS (UNDERLYING TRANSACTION):**

Details of Underlying Transaction							
Type of Transaction (Direct/Indirect)	Mode of Transaction (Agreement/Allotment/Market Purchase)		Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/Voting Rights (VR) acquired (Rs. in Lakhs)	Mode of Payment (Cash/Securities)	Regulations which has Triggered
			Number	% vis a vis total Equity Capital			
Direct Acquisition	Share Purchase Agreement ("SPA") dated August 05, 2020		10,42,525	33.63%	182.44	Cash	3(1) and 4

**3) DETAILS OF THE ACQUIRER(S) AND PAC(S):**

Details	Acquirer	Total
Name of the Acquirer(s)/PAC(s)	Mr. Ranjith Soman	1
PAN	AEJPS9754A	-
Address	Shri Ganesh Aarti CHS, Flat No. 003, Plot No. 150/151, Sector 10, New Panvel (East), Raigarh-410 206 India	-
Name(s) of Persons in control/Promoters of Acquirer(s)/PAC(s) where Acquirer(s)/PAC(s) are Companies	Not Applicable	-
Name of the Group, if any, to which the Acquirer(s)/PAC(s) belongs to	Not Applicable	-
Pre-Transaction Shareholding • Number	6,80,074*	6,80,074*





Details	Acquirer	Total
• % of Equity Share Capital	21.94%	21.94%
<b>Proposed Shareholding after acquisition of Shares which triggered the Open Offer</b>		
• Number	17,22,599*	17,22,599*
• % of Equity Share Capital	55.57%	55.57%
<b>Any other interest in the TC</b>	Nil	-

\* Includes 5,34,657 Equity Shares representing 17.25% of the Equity Share Capital/Voting Capital of the Target Company held by his wife, Mrs. Veena Ranjith Soman.

#### 4) DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre-Transaction		Post Transaction	
			No of Shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
1)	<b>Mrs. Shaila Bhandari</b>  <i>PAN:</i> AARPB6448A  <i>Address:</i> 10, Parivahan Marg, Chomu House Area, C-Scheme, Jaipur-302 001, Rajasthan	Yes	4,17,845	13.48%	Nil	N.A.
2)	<b>Mrs. Abhilasha Bhandari</b>  <i>PAN:</i> AUMPM9452E  <i>Address:</i> 10, Parivahan Marg, Chomu House Area, C-Scheme, Jaipur-302 001, Rajasthan	Yes	2,82,721	9.12%	Nil	N.A.
3)	<b>Mr. Bharat Raj Bhandari</b>  <i>PAN:</i> AENPB9533L  <i>Address:</i> 10, Parivahan Marg, Chomu House Area, C-Scheme, Jaipur-302 001, Rajasthan	Yes	2,33,744	7.54%	Nil	N.A.
4)	<b>Mr. Vipul Bhandari</b>  <i>PAN:</i> AIQPB3674D  <i>Address:</i> 10, Parivahan Marg, Chomu House Area, C-Scheme, Jaipur-302 001, Rajasthan	Yes	53,959	1.74%	Nil	N.A.
5)	<b>Mrs. Suman Bhandari</b>  <i>PAN:</i> AARPB6447R  <i>Address:</i> 10, Parivahan Marg, Chomu House Area, C-Scheme, Jaipur-302 001, Rajasthan	Yes	44,419	1.43%	Nil	N.A.
6)	<b>Mr. Kamlesh Bhandari</b>  <i>PAN:</i> ACSPB7148Q	Yes	9,837	0.32%	Nil	N.A.





Sr. No.	Name, PAN & Address	Part of Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholders			
			Pre-Transaction		Post Transaction	
			No of Shares	% vis a vis total Share Capital	No of Shares	% vis a vis total Share Capital
	Address: 10, Parivahan Marg, Chomu House Area, C-Scheme, Jaipur-302 001, Rajasthan					
	<b>TOTAL</b>		<b>10,42,525</b>	<b>33.63%</b>	<b>Nil</b>	<b>N.A.</b>

**5) DETAILS OF THE TARGET COMPANY:**

- 5.1 Name : Crown Tours Limited  
5.2 CIN : L63040RJ1989PLC004942  
5.3 ISIN : INE969E01010  
5.4 Registered Office Address : Opp. Hotel Rajputana Sheraton Hotel, Palace Road, Jaipur-302 006, Rajasthan  
5.5 Stock Exchange(s) where Listed : BSE Limited, Mumbai ("BSE") with Scrip Code as 538521

**6) OTHER DETAILS:**

- 6.1 The details of the Open Offer will be published in the newspapers in terms of the provisions of Regulations 13 (4) and 14 (3) of the Regulations vide a Detailed Public Statement ("DPS") on or before August 12, 2020 (Wednesday).
- 6.2 The Acquirer undertakes that he is aware of and will comply with his obligations under the Regulations and has adequate financial resources to meet the Offer obligations in terms of Regulation 25(1) of the Regulations in relation to the Offer.
- 6.3 In this PA, any discrepancy in any table between the total and sums of the percentage listed is due to rounding off.
- 6.4 This Offer is not subject to any minimum level of acceptance.
- 6.5 This PA is not being issued pursuant to a competing offer in terms of Regulation 20 of the Regulations.

**Issued by the Manager to the Offer on behalf of the Acquirer:**



**Mark Corporate Advisors Private Limited**  
CIN: U67190MH2008PTC181996  
SEBI Regn No.: INM000012128  
404/1, The Summit Business Bay,  
Sant Janabai Road (Service Lane),  
Off Western Express Highway,  
Vile Parle (East), Mumbai-400 057.  
**Contact Person:** Mr. Manish Gaur  
**Tel. No.:** +91 22 2612 3207/08  
**E-Mail ID:** openoffer@markcorporateadvisors.com  
**Website:** www.markcorporateadvisors.com

**Acquirer:**  
Sd/-  
**Ranjith Soman**

**Place :** Mumbai

**Date :** August 05, 2020

