

Tuesday, November 01, 2022

To,
BSE Limited
P.J. Towers, Dalal Street,
Mumbai – 400001, Maharashtra India.

Respected Sir/ Ma'am,

Open offer made by the Promoter Acquirers for acquisition of up to 66,05,150 Equity Shares representing 26.00% of the Voting Share Capital from the Public Shareholders of TTI Enterprise Limited.

We would like to inform you that, Mr. V S Ranganathan ('Promoter Acquirer 1'), Ms. Bindu KC ('Promoter Acquirer 2') and Ms. Kanakavally Prathapan ('Promoter Acquirer 3') (Promoter Acquirer 1, Promoter Acquirer 2 and Promoter Acquirer 3 are hereinafter collectively referred to as the 'Promoter Acquirers'), have entered into a Share Purchase Agreement dated Wednesday, July 06, 2022, with Kashyapi Advisors LLP ('Deemed PAC 1') and Pragnay Advisors LLP ('Deemed PAC 2'), the present Public Shareholders of the Target Company (Deemed PAC 1 and Deemed PAC 2 are hereinafter collectively referred to as 'Deemed PACs'), for acquisition of 51,43,803 (Fifty-One Lakhs Forty-Three Thousand Eight Hundred and Three) Equity Shares, of face value of ₹10.00/- (Rupees Ten Only) each ('Equity Shares'), representing 20.25% (Twenty Point Two Five Percent) of the Voting Share Capital of TTI Enterprise Limited, a public limited company incorporated under the provisions of the Companies Act, 2013.

In accordance with the provisions of Regulation 12 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and subsequent amendments thereto ('SEBI (SAST) Regulations'), we are pleased to inform you that we, CapitalSquare Advisors Private Limited, have been appointed as the Manager to the Offer by the Promoter Acquirers ('Manager'), and pursuant to the execution of the Share Purchase Agreement, the Promoter Acquirers have announced an open offer in compliance with the provisions of Regulations 3(2) and 4 and such other applicable regulations of the SEBI (SAST) Regulations for acquisition of up to 66,05,150 (Sixty-Six Lakhs Five Thousand One Hundred and Fifty) Equity Shares, representing 26.00% (Twenty Six percent) of the Voting Share Capital of the Target Company from the Public Shareholders of the Target Company.

In light of the above, the said Letter of Offer Dispatch Confirmation Advertisement has been published today i.e., on Tuesday, November 01, 2022, in Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (All India Edition), Duranta Barta (Bengali daily) (Kolkata Edition) and Mumbai Lakshadep (Marathi Daily) (Mumbai Edition) ('Newspapers').

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For CapitalSquare Advisors Private Limited.


Mrs. Neha Agrawal
(Executive)

Encl: As Above

CAPITAL SQUARE ADVISORS PRIVATE LIMITED

FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF
TTI ENTERPRISE LIMITED

A public limited company incorporated under the provisions of the Companies Act, 1956
Corporate Identification Number: L67120WB1981PLC033771;

Registered Office: 1 R.N. Mukherjee Road, Martin Bum House, 4th Floor, Suite No. 22, Kolkata-700001, West Bengal, India;
Contact Number: +033-22109197; E-mail Address: tt1711@gmail.com; Website: www.ttienterprise.net.

Open Offer for acquisition of up to 66,05,150 (Sixty-Six Lakhs Five Thousand One Hundred And Fifty) Equity Shares, representing 26.00% (Twenty Six Percent) of the Voting Share Capital of the Target Company, TTI Enterprise Limited, at an offer price of ₹13.50/- (Rupees Thirteen and Fifty Paise Only) per offer share to the public shareholders of the target company, made by, Mr. V S Ranganathan (Promoter Acquirer 1), Ms. Bindu K C (Promoter Acquirer 2), and Ms. Kanakavally Prathapan Karumanthra (Promoter Acquirer 3) (Hereinafter collectively referred to as the 'Promoter Acquirers'), in accordance with the provisions of Regulations 3 (2) and 4, and such other applicable provisions of The Securities And Exchange Board of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011, and subsequent amendments thereto, (SEBI (SAST) Regulations) ('Offer').

This dispatch confirmation advertisement of the Letter of Offer ('Letter of Offer Dispatch Confirmation Advertisement') is being issued by CapitalSquare Advisors Private Limited, the Manager to the Offer ('Manager') on behalf of the Promoter Acquirers and the said should be read in conjunction with the:

- Public Announcement dated Wednesday, July 06, 2022 ('Public Announcement');
- Detailed Public Statement dated Tuesday, July 12, 2022, which was published on Wednesday, July 13, 2022, in the newspapers, namely being Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (All India Edition), Duranta Barta (Bengali daily) (Kolkata Edition) and Mumbai Lakshadep (Marathi Daily) (Mumbai Edition) ('Newspapers') ('Detailed Public Statement');
- Draft Letter of Offer dated Wednesday, July 20, 2022 ('Draft Letter of Offer');
- Letter of Offer dated Friday, October 21, 2022, along with the Form of Acceptance-cum-Acknowledgement and Form No. SH-4 Securities Transfer Form ('Letter of Offer');
- Corrigendum to the Offer Documents dated Monday, October 31, 2022, which is being published on Tuesday, November 01, 2022, in the Newspapers ('Corrigendum'); and
- Recommendations of the Committee of Independent Directors dated Monday, October 31, 2022, which is being published on Tuesday, November 01, 2022, in the Newspapers ('Recommendations of IDC').

(The Public Announcement, Draft Letter of Offer, Letter of Offer, Corrigendum and IDC are hereinafter referred to as 'Offer Documents').

The terms used in this Letter of Offer Dispatch Confirmation Advertisement have the same meaning assigned to them in the Offer Documents unless otherwise specified.



1) Completion of Dispatch of the Letter of Offer

The dispatch of the Letter of Offer to Public Shareholders as on Identified Date being Tuesday, October 18, 2022, for the purpose of this Offer, has been completed on Saturday, October 29, 2022, the details of which has been summarized herewith as below:

Sr. No.	Particulars	Mode of Dispatch	No. of Public Shareholders
1.	Letter of Offer (Through Demat mode)	Email	8,962
2.	Letter of Offer (To Demat Non-Email cases and all Physical cases)	Registered Post	264
3.	Letter of Offer (Email Bounce cases)	Registered Post	100
Total			9,326

2) Availability of the Letter of Offer

- Public Shareholders may access the Letter of Offer on the websites of SEBI at www.sebi.gov.in, BSE at www.bseindia.com, Target Company at www.ttienterprise.net, Registrar at www.purvashare.com, and Manager at www.capitalsquare.in.
- In case of non-receipt of the Letter of Offer, Public Shareholders, including those who have acquired the Equity Shares after the Identified Date, if they so desire, may download the Letter of Offer from the websites indicated above or obtain a copy of the same from the Manager or the Registrar at:

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
 CAPITALSQUARE® Teaming together to create value MANAGER TO THE OFFER CAPITALSQUARE ADVISORS PRIVATE LIMITED 205-209, 2 nd Floor, AARPEE Center, MIDC Road No 11, CTS 70, Andheri (East), Mumbai – 400093, Maharashtra, India; Contact Number: +91-22-6684-9999 Contact Person: Mr. Viveka Singhal Email Address: mb@capitalsquare.in Website: www.capitalsquare.in SEBI Registration Number: INM000012219 Validity: Permanent Corporate Identification Number: U65999MH2008PTC187863	 REGISTRAR TO THE OFFER PURVA SHAREREGISTRY (INDIA) PRIVATE LIMITED 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opposite Kasturba Hospital Lane, Lower Parel (East), Mumbai – 400011, Maharashtra, India Telephone Number: +022-2301-2518/6761 E-mail Address: support@purvashare.com Website: www.purvashare.com Contact Person: Ms. Deepali Dhuri SEBI Registration Number: INR000001112 Validity: Permanent Corporate Identification Number: U67120MH1993PTC074079

3) Schedule of Activities for the purpose of this Offer

Kindly note the schedule of the major activities set forth below:

Schedule of Activities	Day and Date
Last date of publication in the Newspapers of Recommendations of the Committee of Independent Directors of the Target Company for this Offer	Tuesday, November 01, 2022
Last date for upward revision of the Offer Price and/or the Offer Size	Wednesday, November 02, 2022
Date of publication of opening of Offer public announcement in the Newspapers	Wednesday, November 02, 2022
Date of commencement of Tendering Period	Thursday, November 03, 2022
Date of closing of Tendering Period	Thursday, November 17, 2022
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Thursday, December 01, 2022

4) Other Information

- The details relating to the procedure for tendering the Equity Shares are more particularly set out in the Letter of Offer.
- The Letter of Offer Dispatch Confirmation Advertisement shall also be available and accessible on the website of SEBI at www.sebi.gov.in, BSE at www.bseindia.com, Target Company at www.ttienterprise.net, and Manager at www.capitalsquare.in.

Issued by the Manager to the Offer on behalf of the Promoter Acquirers


CAPITALSQUARE®
 Teaming together to create value

CAPITALSQUARE ADVISORS PRIVATE LIMITED
 205-209, 2nd Floor, AARPEE Center, MIDC Road No 11, CTS 70, Andheri (East), Mumbai – 400093, Maharashtra, India
Contact Number: +91-22-66849999
Contact Person: Mr. Viveka Singhal
Email Address: mb@capitalsquare.in
Website: www.capitalsquare.in
SEBI Registration Number: INM000012219
Validity: Permanent
Corporate Identification Number: U65999MH2008PTC187863

For and On behalf of all the Promoter Acquirers
 Sd/-
V S Ranganathan
 (Promoter Acquirer 1)

Date: Monday, October 31, 2022
 Place: Mumbai