

## POST BUY-BACK PUBLIC ANNOUNCEMENT

### FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF ORBIT EXPORTS LIMITED

This post buy-back public advertisement ("Post Buy-back Public Advertisement") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("SEBI Buy-back Regulations") regarding the completion of the Buy-back.

This Post Buy-back Public Advertisement should be read in conjunction with the public announcement dated February 02, 2024, published on February 05, 2024 ("Public Announcement") and the letter of offer dated February 15, 2024 ("Letter of Offer") issued in connection with the Buy-back.

Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to such terms in the Public Announcement and the Letter of Offer.

#### 1. THE BUYBACK:

- Orbit Exports Limited ("Company") had announced the offer to buy-back up to 6,00,000 (Six Lakh) fully paid-up equity shares of a face value of ₹ 10/- (Rupees Ten only) each of the Company ("Equity Shares"), representing 2.22% of the total number equity shares in the total paid-up equity share capital of the Company, from all Equity Shareholders / Beneficial Owner(s) of Equity Shares of the Company as on the Record Date, i.e., Tuesday, February 13, 2024, on a proportionate basis, through the tender offer method, at a price of ₹ 250/- (Rupees Two Hundred and Fifty only) per Equity Share, payable in cash, for an aggregate amount not exceeding ₹ 15,00,00,000/- (Rupees Fifteen Crore only) ("Buy-back") excluding the Transaction Costs, which represents 7.58% and 7.01% of the aggregate of the fully paid-up equity share capital and free reserves as per last audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023 i.e. the latest audited financial statements available as on the date of Board Meeting recommending the proposal of the Buy-back, respectively, which is within the statutory limit of 10% of the aggregate of the fully paid-up equity share capital and free reserves as per the last audited accounts of the Company for the financial year ended March 31, 2023, in compliance with the provisions of the Companies Act and the SEBI Buy-back Regulations.
- The Buy-back was implemented by the Company using the Mechanism for acquisition of shares through Stock Exchanges pursuant to Tender-Offer under Takeovers, Buy Back and Delisting ("Stock Exchange Mechanism") notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and the SEBI Circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments or statutory modifications for the time being in force ("SEBI Circulars"). For the purposes of the Buy-back, BSE Limited ("BSE") was the designated stock exchange.
- The Buy-back Opening Date was Tuesday, February 20, 2024 and the Buy-back Closing Date was Monday, February 26, 2024.

#### 2. DETAILS OF THE BUYBACK:

- 6,00,000 (Six Lakh) Equity Shares were bought back under the Buy-back, at a price of ₹ 250/- (Rupees Two Hundred and Fifty only) per Equity Share.
- The total amount utilized in the Buy-back is ₹ 15,00,00,000/- (Rupees Fifteen Crore only), excluding Transaction Costs.
- The Registrar to the Buy-back i.e., Link Intime India Private Limited ("Registrar"), considered a total of 5,880 valid bids for 2,39,71,039 Equity Shares in response to the Buy-back, which is approximately 39.95 times of the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category of Shareholders	Number of Equity Shares reserved in the Buy-back (A)	Number of valid Bids	Total Equity Shares Validly Tendered (B)	No. of Times (B/A)
Reserved Category for Small Shareholders	90,000	5,634	4,81,879	5.35
General Category for all other Eligible Shareholders	5,10,000	246	2,34,89,160	46.06
<b>TOTAL</b>	<b>6,00,000</b>	<b>5,880</b>	<b>2,39,71,039</b>	<b>39.95</b>

- All valid bids were considered for the purpose of acceptance in accordance with the SEBI Buy-back Regulations and the terms set out in the Letter of Offer. The communication of acceptance/rejection was dispatched by the Registrar, through email, to the relevant Eligible Shareholders (who have their e-mail IDs registered with the Company or the Depositories) on Monday, March 04, 2024. In cases where email IDs were not registered with the Company or the Depositories and email bounce cases, physical letters of acceptance/rejection will be dispatched to the Eligible Shareholders by the Registrar on Tuesday, March 05, 2024.
- The settlement of all valid bids was completed by Indian Clearing Corporation Limited and National Securities Clearing Corporation Limited (hereinafter collectively referred to as "Clearing Corporations") on Monday, March 04, 2024. The Clearing Corporations have made direct funds pay-out to the Eligible Shareholders, whose shares have been accepted under the Buy-back. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India / relevant bank(s), due to any reasons, then the amounts payable to the concerned Eligible Shareholders were transferred to the Shareholder's Broker for onward transfer to such Eligible Shareholders.
- Equity Shares in dematerialized form accepted under the Buy-back were transferred to the Company Demat Account on Monday, March 04, 2024. The unaccepted Equity Shares, if any, tendered by the Eligible Shareholders in dematerialized form have been unblocked in the account of respective Eligible Shareholders by the Clearing Corporation on Monday, March 04, 2024. No Equity Shares in physical form were validly tendered in the Buy-back.
- The extinguishment of 6,00,000 (Six Lakh) Equity Shares accepted under the Buy-back, comprising of 6,00,000 Demat Shares are currently under process and shall be completed on or before Thursday, March 14, 2024.

#### 3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

- The capital structure of the Company pre and post Buy-back is set forth below:

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

Particulars	Pre-Buy-back*		Post-Buy-back*	
	No. of Equity Shares	Amount (₹)	No. of Equity Shares	Amount (₹)
Authorised Share Capital	3,50,00,000	35,00,00,000	3,50,00,000	35,00,00,000
Issued, Subscribed and Paid-up Share Capital	2,70,23,402	27,02,34,020	2,64,23,402	26,42,34,020

\*As on Record Date i.e. Tuesday, February 13, 2024, as mentioned in the Letter of Offer;

\*Subject to extinguishment of 6,00,000 Equity Shares accepted in the Buy-back;

- Details of the Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back under the Buy-back are as mentioned below:

S. No.	Name of the Shareholder	No. of Equity Shares accepted under the Buy-back	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of total post Buy-back Equity Share Capital <sup>†</sup>
1.	Pankaj Seth along with Anisha Seth	1,35,152	22.53%	0.51%
2.	Pankaj Seth	1,03,821	17.30%	0.39%
3.	Anisha Seth	85,491	14.25%	0.32%
4.	Mediaman Multitrade Private Limited	55,119	9.19%	0.21%
5.	Kaushik Daga	43,377	7.23%	0.16%
6.	Varun Daga	39,701	6.62%	0.15%
7.	Paras Kumar Daga HUF	6,185	1.03%	0.02%
8.	Own Infracon Private Limited	5,972	1.00%	0.02%

\*Subject to extinguishment of 6,00,00 Equity Shares accepted in the Buy-back;

- The shareholding pattern of the Company Pre and Post Buy-back is set forth below:

Category of Shareholder	Pre - Buy-back*		Post - Buy-back*	
	No. of Equity Shares	% to the existing Equity Share Capital	No. of Equity Shares	% to the Post Buy-back Equity Share Capital
Promoter & Promoter Group	1,78,94,390	66.22	1,75,11,659	66.27
Foreign Investors (OCBs/FIIs/NRIs/Non-residents/Non-domestic companies)	46,054	0.17		
Indian Financial Institutions/ Banks/Mutual Funds/Govt. Companies	-	-	89,11,743	33.73
Public including other Bodies Corporate	90,82,958	33.61		
<b>Total</b>	<b>2,70,23,402</b>	<b>100.00</b>	<b>2,64,23,402</b>	<b>100.00</b>

\*As on Record Date i.e. Tuesday, February 13, 2024, as mentioned in the Letter of Offer;

\*Subject to extinguishment of 6,00,000 Equity Shares accepted in the Buy-back;

#### 4. MANAGER TO THE BUY-BACK:

**Saffron Capital Advisors Private Limited**  
605, Sixth Floor, Centre Point, Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai - 400 059, Maharashtra, India.  
Tel. No.: +91 22 49730394  
E-mail ID: buybacks@saffronadvisor.com  
Investor Grievance E-mail ID: investorgrievance@saffronadvisor.com  
Website: www.saffronadvisor.com  
Corporate Identification Number: U67120MH2007PTC166711  
SEBI Registration Number: INM000011211  
Contact Person: Narendra Kumar Gamini / Saurabh Gaikwad



#### 5. DIRECTOR'S RESPONSIBILITY:

As per Regulation 24(i)(a) of the SEBI Buy-back Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buy-back Public Advertisement and confirms that the information included herein contains true, factual and material information and does not contain any misleading information. This Post Buy-back Public Advertisement is issued under the authority of the Buy-back Committee in terms of the resolution passed by the Buy-back Committee on March 04, 2024.

#### FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF ORBIT EXPORTS LIMITED

Sd/- Pankaj Seth	Sd/- Anisha Seth	Sd/- Sonia Gupte
Chairman and Managing Director DIN: 00027554	Whole-Time Director DIN: 00027611	Company Secretary & Compliance Officer ICSI Membership Number: A43003