

Pre- Offer Advertisement under Regulation 18(7) in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, and Corrigendum to the Detailed Public Statement for the attention of the public shareholders of



## PREM SOMANI FINANCIAL SERVICES LIMITED

(Corporate Identification Number: L67120RJ1991PLC006220)

Registered Office: 42, Jai Jawan Colony, Scheme No. 3, Durgapura, Jaipur-302 018, Rajasthan, India;  
Tel. No.: +91 98290 51268; Email: limitedpsfs@gmail.com; Website: www.psfs.co.in;

Open Offer by Zyden Technologies Private Limited ("Acquirer") to acquire upto 8,58,884 Equity shares of Rs. 10/- each for cash at a price of Rs. 3/- aggregating upto Rs. 25,76,652/- (Rupees Twenty Five Lacs Seventy Six Thousand Six Hundred Fifty Two only), to the Public shareholders of Prem Somani Financial Services Limited ("Target Company") in accordance with the extant Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations") ("Open Offer").

This Advertisement in accordance with Regulation 18(7) of the Takeover Regulations and Corrigendum to the Detailed Public Statement ("DPS") and is to be read together with: (a) the Public Announcement dated October 26, 2020 ("PA"); (b) the Detailed Public Statement published on October 29, 2020 in Financial Express (English daily) all editions, Jansatta (Hindi daily) all editions, Mumbai Lakshdeep (Marathi daily) Mumbai edition and Business Remedies (Hindi Regional daily at Jaipur, where the Registered Office of the Target Company is situated) ("DPS") (d) the Letter of Offer dated December 30, 2020 ("LOF") is being issued by Saffron Capital Advisors Private Limited, on behalf of the Acquirer in respect of the Open Offer ("Pre Offer Advertisement cum Corrigendum").

**The shareholders of the Target Company are requested to kindly note the following:**

- Offer Price is Rs. 3/- (Rupees Three Only) per Equity Share. There has been no upward revision in the Offer Price.
- Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company has recommended that the Offer is fair and reasonable and in line with the SEBI (SAST) Regulations. Further, IDC is of the view that the Offer Price is in line with the parameters prescribed by SEBI in the SEBI (SAST) Regulations. The IDC's recommendation was published on January 08, 2021 in the same newspapers in which the DPS was published.
- The Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.
- The dispatch of the LOF to all the Public Shareholders of the Target Company holding Equity Shares as on the Identified Date (being December 29, 2020) has been completed on January 05, 2021.
- Public Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer" at page 31 of the LOF in relation to inter alia the procedure for tendering their Equity Shares in the Open Offer and are required to adhere to and follow the procedure outlined therein.
- A copy of the LOF (which includes the Form of Acceptance) will also be available on the websites of SEBI (<https://www.sebi.gov.in>), the Target Company ([www.psfs.co.in](http://www.psfs.co.in)), the Registrar to the Offer ([www.bigshareonline.com](http://www.bigshareonline.com)), the Manager ([www.saffronadvisor.com](http://www.saffronadvisor.com)), BSE ([www.bseindia.com](http://www.bseindia.com)) from which the Public Shareholders can download / print the same.
- Instructions for Public Shareholders:  
**In case the Equity Shares are held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Open Offer through their respective Selling Broker by providing the relevant information and documents as mentioned on page 32 and page 33 of the LOF along with Form SH-4.  
**In case the Equity Shares are held in dematerialised form:** Public Shareholders who desire to tender their Equity Shares in the electronic / dematerialised form under the Offer would have to do so through their respective Selling Brokers by giving the details of Equity Shares they intend to tender under the Offer and as per the procedure specified on page 32 of the LOF. **The Public Shareholders holding Shares in Demat mode are not required to fill any Form of Acceptance.**  
In case of non-receipt of the LOF, the Public Shareholders holding the Equity Shares may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating name, address, number of Equity Shares held, client ID number, DP name, DP ID number, number of Equity Shares tendered and other relevant documents as mentioned in the LOF. Public Shareholders have to ensure that their order is entered in the electronic platform by the Selling Broker which will be made available by BSE before the closure of the Tendering Period.
- Status of Statutory and Other Approvals: As of the date of the LOF, to the best of the knowledge of the Acquirer, there are no statutory or other approvals required to complete the Offer.
- Material Updates (from the date of the DPS) There have been no material changes in relation to the Open Offer since the date of the DPS, saved as stated in the LOF and this Pre Offer Advertisement cum Corrigendum.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was submitted to SEBI on November 05, 2020. All observations received from SEBI by way of their letter no. SEBI/HO/CFD/DCR-2/OW/P/2020/22789/1 dated December 24, 2020 in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the LOF.
- Schedule of Activities:**

Activity	Original Day and Date	Revised Day and Date
Public Announcement (PA)	Monday, October 26, 2020	Monday, October 26, 2020
Publication of DPS in the newspapers	Tuesday, November 03, 2020	Thursday, October 29, 2020
Filing of the draft letter of offer with SEBI	Tuesday, November 10, 2020	Thursday, November 05, 2020
Last date for a competitive bid	Wednesday, November 25, 2020	Monday, November 23, 2020
Last date for SEBI observations on draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Thursday, December 03, 2020	Thursday, December 24, 2020
Identified Date*	Monday, December 07, 2020	Tuesday, December 29, 2020
Letter of Offer to be dispatched to Eligible Shareholders	Monday, December 14, 2020	Tuesday, January 05, 2021
Last date for revising the Offer price/ number of shares	Friday, December 18, 2020	Monday, January 11, 2021
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation	Thursday, December 17, 2020	Friday, January 08, 2021
Date of publication of Offer Opening Public Announcement	Friday, December 18, 2020	Monday, January 11, 2021
Date of commencement of Tendering Period (Offer Opening Date)	Monday, December 21, 2020	Tuesday, January 12, 2021
Date of Expiry of Tendering Period (Offer Closing Date)	Monday, January 04, 2021	Monday, January 25, 2021
Last Date for completion of all requirements including payment of consideration	Monday, January 18, 2021	Tuesday, February 09, 2021
Last date for issue of post-offer advertisement	Monday, January 25, 2021	Tuesday, February 16, 2021

\* Identified Date is only for the purpose of determining the Equity Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirer, Sellers and Promoter and Promoter group of the Target Company) are eligible to participate in this Offer any time before the closure of this Offer.

Capitalised terms used but not defined in this Pre Offer Advertisement cum Corrigendum Advertisement shall have the same meanings assigned to such terms in the Public Announcement and/or DPS and/or LOF. The Acquirer accepts full responsibility for the information contained in this Advertisement and also for the obligations of the Acquirer as laid down in SEBI (SAST) Regulations. This Advertisement will also be available on SEBI's website at [www.sebi.gov.in](http://www.sebi.gov.in).

Issued on behalf of the Acquirer by the Manager to the Offer	REGISTRAR TO THE OFFER
<p><b>SAFFRON CAPITAL ADVISORS PRIVATE LIMITED</b> 605, Sixth Floor, Centre Point, J.B. Nagar, Andheri (East), Mumbai - 400 059, India; Tel. No.: +91 22 4082 0906; Fax No.: +91 22 4082 0999; Email id: <a href="mailto:openoffers@saffronadvisor.com">openoffers@saffronadvisor.com</a>; Website: <a href="http://www.saffronadvisor.com">www.saffronadvisor.com</a>; Investor grievance: <a href="mailto:investorgrievance@saffronadvisor.com">investorgrievance@saffronadvisor.com</a>; SEBI Registration Number: INM 000011211; Validity: Permanent Contact Person: Varsha Gandhi</p>	<p><b>BIGSHARE SERVICES PRIVATE LIMITED</b> 1<sup>st</sup> floor, Bharat Tin Works Building, Opposite Vasant Oasis Makwana Road, Marol Andheri (East), Mumbai - 400059, Maharashtra, India. Tel. No.: +91 22 6263 8200; Fax: +91 22 6263 8299 Email id: <a href="mailto:openoffer@bigshareonline.com">openoffer@bigshareonline.com</a>; Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a> Investor Grievance: <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a> SEBI Registration Number: INR00001385; Validity: Permanent Contact Person: Ashish Bhope</p>

**Acquirer**  
**Zyden technologies Private Limited**  
Registered Office: 45/9, Arogya Sadan, J.B. Nagar, Andheri East, Mumbai - 400 059, Maharashtra, India  
Sd/-

Place: Mumbai, Maharashtra  
Date: January 08, 2021