THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This Exit Offer Letter **("Offer Letter" or "Exit Offer")** is being sent to you as a Share holder of "Teknomin Aqua Exports (India) Limited". Incase you have recently sold your Shares in the Company, please hand over the 'Offer Letter' and the accompanying documents to the person to whom the Sale was affected to.

EXIT OFFER

To the Share holders of

Teknomin Aqua Exports (India) Limited

CIN:U05005AP1991PLC013579; **ISIN:**INE0BQC01010

Registered Office: Door No. 59-11-5, Gayathri Nagar, 2nd Lane, VJ Polytechnic, Krishna, Vijayawada (Urban), Andhra Pradesh, 520008 India

Tel:......;Email: teknominaqua@gmail.com; **Website:** www.teknominaqua.co.in

From Mr. Mastan Rao Peram *("Offer or" or " Promoter")*

Inviting you to tender your Equity Sharesof Rs.10/-each of the Company to the Offeror at a Price of **Rs. 0.20 (Twenty paisa only)** per Equity Share

The equity shares of the company were compulsory delisted from BSE w.e.f. August 17, 2016

If you wish to tender your Equity Shares to the promoter, you should:

- ⇨ Read this Exit Letter of Offer and the instructions herein carefully;
- ⇨ Complete and sign the accompanying 'Exit Application Form' in accordance with the instructions therein and in this 'Offer Letter'.
- ⇨ Ensure that (a) in case of Equity Shares held in dematerialized form, you will credit your Equity Shares to the specified Depository Account (details of which are set out in paragraph VIII of this Exit Letter of Offer) or (b) in case of Equity Shares held in physical form, you will send the Exit Application Form together with the original share certificate and duly executed transfer deed along with other applicable documents to the Registrar to the Exit Offer;
- ⇨ Submit your 'Exit Application Form' by hand delivery as set out in this 'Offer Letter' or you may submit by registered post, speed post or courier only (at your own cost and risk), clearly marking the envelope"Teknomin aqua exports (India) Limited – EXIT OFFER" to Aarthi Consultants Private Limited,the Registrar to the Exit Offer, at 1-2-285, Domalguda, Hyderabad-500029, so that it is received on or before…..(Time) on the Closing ……..(Date) or any extended date, as the case may be.
- ⇨ In case of Shareholders who have not received the Exit Offer Letter and are holding Equity Shares in the dematerialized form may send their consent to the RTA on plain paper, stating the name, addresses, number of Equity Shares held, Depository name, Depository I.D., Client I.D., number of Equity Shares offered along with a photocopy of the original delivery instructions in "Off-market" mode or counterfoil of the delivery instruction slip in "Off market" mode (intra depository or inter-depository), duly acknowledged by the Depository Participant as specified above, so as to reach the RTA on or before the date of closing of the business hours on the date of closure of the Offer i.e…...
- ⇨ In case of Shareholders who have not received the Exit Offer Letter and are holding Equity Shares in the physical form may submit their consent on plain paper to the RTA, stating their name, address, and number of shares held, along with duly executed transfer deeds and original share certificates, self-attested copies of PAN and Aadhaar Card, self-attested address and identity proof, bank-attested signatures, a cancelled cheque, and duly filled Forms ISR-1, ISR-2, ISR-3, SH-4, and SH-13 (The said forms can be downloaded from the RTA's website), so as to reach the RTA on or before the close of business hours on the last date of the Exit Offer i.e. …
- ⇨ If the Registrar to the Exit Offer does not receive the documents as listed in this exit offer but receives the Equity Shares held by any Shareholders in the Escrow Depository Account, the Offer or may deem the Exit Offer to have been accepted by such Shareholders.

Note: All submission documents must be self-certified by the shareholder

Date of Opening of Exit Offer	
Date of Closure of Exit Offer	

REGISTRAR TO THE EXIT OFFER

Aarthi Consultants Private Limited
CIN: U74140TG1992PTC014044
SEBI Registration No.: INR000000379
Registered Office: 1-2-285, Domalguda, Hyderabad-500029
Phone No.: 040-27638111
Email id: info@aarthiconsultants.com Website: www.aarthiconsultants.com

To,
The Shareholders,
Teknomin Aqua Exports(India) Limited,

Subject: Exit Offer to the Shareholders of the Company pursuant to compulsory delisting of the Company in compliance with Chapter V of the SEBI (Delisting) Regulations, ("Delisting Regulations").

We wish to inform you that BSE Limited ("BSE") vide its letter reference no. LIST/COMP/AS/357/2016-17 dated 16.08.2016 ("BSE Order") has notified to delist the securities of Teknomin Aqua Exports (India) Limited ("Company") w.e.f. 17.08.2016 As per Chapter V of SEBI (Delisting of Equity shares) Regulations, read with SEBI circular no. SEBI/HO/CFD/DCR/CIR/P/2016/81, the promoter of the Company is hereby providing Exit Offer to the Shareholders of the compulsory delisted company at the exit price of Rs. 0.20(Twenty paisa) the fair value determined by the Independent Valuer appointed by BSE pursuant to regulations of SEBI (Delisting of Equity Shares) Regulations. In the interest of the Shareholders, Mr. Mastan Rao Peram ("Offeror") the Promoter of the Company have decided to offer Rs. 0.20(Twenty paisa) per Equity Share to the Shareholders of the Company for the purpose of Exit Offer.

Accordingly, the Offeror have given a public announcement containing inter-alia details of Opening and Closing of Offer, Exit Price, etc. for the attention of the Shareholders in the following newspapers

Name of the Newspaper	Language	Edition

I. BACKGROUND OF THE COMPANY

a) Teknomin aqua exports (India) Limited was incorporated on December 18, 1991 under the Companies Act, 1956 having its registered office at Door No. 59-11-5, Gayathri Nagar, 2nd Lane, Vj Polytechnic, Krishna, Vijayawada (Urban), Andhra Pradesh, 520008 India.

b) The paid-up share capital of the Company is Rs. 5,57,00,500 /- comprising of 55,70,050 Fully paid up Equity Shares of Rs. 10/- each.

II. EQUITY SHARE CAPITAL STRUCTURE OF THE COMPANY.

Particulars	No. of Equity Shares	Total Amount (in INR)
Authorized Capital (Face Value of Rs. 10/- each)	60,00,000	6,00,00,000/-
Fully Paid-up Capital	55,70,050	5,57,00,500

III. SHAREHOLDING PATTERN OF THE COMPANY

Category	No of Equity Share Holders	Number of Equity Shares held	of total Equity % Share Capital
Promoters and Promoter Group			
Public			
Total			

IV. BOARD OF DIRECTORS OF THE COMPANY

NO.	Name	Address	DIN	Designation	Date of Appointment
1	Mastan Rao Peram	Sri. P.M. Rao Garu, H. No: 15/213, Nehru Nagar, Post: Gudur – 524 101, Dist: Nellore	01485629	Managing Director	12/05/1993
2	Parandhamaiah Pinnamaneni	Sri. P. Parandhamaiah garu, H.NO: 59A-16-2, IIIrd Lane, R T C Colony, Vijayawada – 520 008.	01485629	Managing Director	12/05/1993
3	Satyanarayana Sama	Sri. Sama Satyanarayana garu, H.NO: 67-1-1J, Nagamatti Thota, Opp: Five Buildings, Kakinada.	02834897	Director	12/05/1993
4	Ramachandran Bhandhuvula	B.Ramchandran, 208, Priya Apartment, 1-1-560 Gandhi Nagar, Hyderabad – 500 020	06830743	Director	25/03/2023
5	Srilaxmi Peram	Peram Sri Lakshmi, 12/213, Nehru Nagar, Scoiety Colony, Gudur-524101 Nellore (Dist) A.P	01486164	Director	30/08/2023

V. BACKGROUND OF THE OFFERER

Mr. Mastan Rao Peram aged about 82 years, holding 6,00,050 Equity share representing 10.77% of the equity share capital of the Company. He is a Qualified Mining Engineer with post graduate degree in Mining, he worked 12 years in Hindustan Zinc Ltd in managerial Position. So far he has 40+ years industry experience in various business.

VI. EXIT PRICE AND FINANCIAL ARRANGEMENTS

1. The Company was compulsorily delisted from BSE in accordance with the applicable Delisting Regulations. An independent valuer appointed by BSE determined the fair value of the equity shares at Rs. 0.20 (Twenty paise) per share, which shall be paid by the Offeror to the shareholders under the Exit Offer. Accordingly, the Offeror shall acquire the equity shares tendered by the shareholders for cash at the said price.
2. To secure payment of consideration, the Promoter has opened a separate escrow account with IndusInd Bank Limited ("Escrow Bank") and deposited an amount of Rs. 9,30,000/- (Rupees Nine Lakhs Thirty Thousand only). Subject to fulfilment of the terms and conditions and receipt of necessary regulatory approvals (if any).
3. In case of joint holders, the payment instrument shall be issued in the name of the first named holder. If any defect is found in the Exit Application Form or supporting documents, the same shall be returned to the shareholders at their own risk.

VII. TERMS AND CONDITIONS RELATING TO ACCEPTANCE OF OFFER

a) The Exit Offer shall remain open for a period of one month commencing from … and closing on …. Public Shareholders are informed that those who are unable to tender their Equity Shares during the Exit Offer Period or whose tenders are rejected as invalid may tender their Equity Shares during the subsequent exit window period of one year from the closure of the Exit Offer Period, i.e., from [●] to [●] ("Exit Window Period"), at the same price of Rs. 0.20 (Twenty paise) per Equity Share. The procedure for tendering shares during the Exit Window Period shall remain the same, and the consideration shall be paid on a monthly basis, within a maximum of 15 working days from the end of the relevant calendar month in which the shares are validly tendered by the remaining shareholders ("Monthly Payment Cycle").The consideration shall be paid by the Acquirer by way of electronic transfer, pay order, or demand draft, as applicable. Payments will be made on a monthly basis within a maximum of 15 working days from the end of the relevant calendar month in which the shares are validly tendered.

b) All the Shareholders of the Company are eligible to participate in this Exit Offer. Shareholders have an option to either participate in the Exit Offer by tendering their Equity Shares or retain their Equity Shares in the Company.

c) The Exit Application Form will be dispatched to the Shareholders along with Exit Offer Letter. Alternatively, the Shareholders may download the Form from the website of the RTA i.e. Aarthi Consultants Private Limited or ask from RTA by mail.

d) The Acquirer will not accept any Equity Shares offered for Exit Offer where there exists any restraint order from the Court or any other competent authority for transfer / disposal/ sale or where loss of share certificates has been notified to the Company or where the title to the Equity Shares is under dispute or otherwise not clear or where any other restraint subsists.

e) The Acquirer will not accept locked-in Equity Shares and non-transferrable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferrable.

f) The acceptance of the Exit Offer made by the Acquirer is entirely at the discretion of the Shareholders of the Company. The Acquirer and the Company does not accept any responsibility for the decision of any Shareholder to either participate or to not participate in the Exit Offer. The Acquirer and the Company will not be responsible in any manner for any loss of share certificate(s) and other documents during transit and the Shareholders are advised to adequately safeguard their interest in this regard.

g) Equity Shares held in dematerialized form, to the extent not accepted (for invalid application), will be credited back to the beneficial owner's depository account with the respective depository participant as per the details furnished by the beneficial owner in the Exit Offer Application or otherwise. It will be the responsibility of the shareholders to ensure that the unaccepted shares are accepted by the respective DPs when transferred.

h) If the Registrar to the Exit Offer does not receive the documents listed in this exit offer but receives the Equity Shares held by any Shareholders in the Escrow Depository Account, the Acquirer may deem the Exit Offer to have been accepted by such Shareholders

VIII. PROCEDURE TO OPT FOR EXIT OFFER

1. Shareholder holding equity shares in Demat form: Shareholders desirous of tendering their Equity Shares in dematerialized form under the Exit Offer must submit the duly filled and signed Exit Application Form along with a self-certified copy of the delivery instruction slip/inter-depository instruction (or a computer-generated confirmation, if transferred online) evidencing transfer of shares to the Escrow Demat Account of the Offer or. The documents should be sent by hand delivery, registered post, speed post, or courier (at the shareholder's own risk) in an envelope marked "Teknomin Aqua Exports (India) Limited – Exit Offer", so as to reach the Registrar on or before [•] (last date of the Exit Offer Period).
2. The Equity Shares must be transferred from the shareholder's demat account to the Escrow Demat Account in off-market mode. Shareholders must ensure that the shares are credited to the Escrow Demat Account and the application is received by the Registrar within the prescribed timeline, failing which the tender may be treated as invalid. The shares will be held in the Escrow Demat Account until payment is made, and any unaccepted shares will be credited back to the shareholder's demat account.
3. If shares are received in the Escrow Demat Account without the required documents, the Acquirer may treat the transfer as a valid acceptance. Non-resident shareholders must submit documents as applicable. For any clarification, shareholders may contact the Registrar to the Exit Offer.

ESCROW DEMAT ACCOUNT DETAILS OF THE OFFEROR	
Account Name	
Depositary Name	
Depository Participant Name	
Depository identification No.	
Client Identification No.	
ISIN of the Company	

4. Shareholders holders / holding in physical form: Shareholders desirous of tendering their Equity Shares in physical form under the Exit Offer must submit the duly filled and signed Exit Application Form, original share certificates along with duly executed transfer deeds, self-attested copies of PAN and Aadhaar Card, self-attested address and identity proof (such as Aadhaar Card, Voter ID, Passport, etc.), bank-attested signatures, and a cancelled cheque. These documents must be sent by hand delivery, registered post, speed post, or courier (at the shareholder's own risk) in an envelope marked "Teknomin Aqua Exports (India) Limited – Exit Offer", so as to reach the Registrar to the Offer on or before [•] (last date of the Exit Offer Period).
5. Shareholders should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of such shares shall be subject to verification by the Registrar and Transfer Agent (RTA), and upon confirmation, the bid will be accepted; otherwise, it will be rejected and reflected accordingly on the RTA's website.

XI. GENERAL DISCLAIMER

Shareholders desirous of availing the Exit Offer may do so based on their own independent inquiry, investigation, and analysis, and shall not have any claim against the Acquirer, Registrar, or the Company for any loss arising in connection with the Exit Offer or the tendering of Equity Shares, whether due to anything stated or omitted herein or otherwise.

Pursuant to the compulsory delisting of the Company's Equity Shares from BSE and cessation of trading, the Promoter is providing an opportunity to shareholders to exit the Company by tendering their Equity Shares under this Exit Offer. Shareholders are requested to kindly consider and respond to the Exit Offer.

For any further assistance regarding the Exit Offer, shareholders may contact Aarthi Consultants Private Limited, the Registrar and Share Transfer Agent (RTA) of the Company, at 1-2-285, Domalguda, Hyderabad–500029 (Tel: 040-27638111); Email: info@aarthiconsultants.com; Website: www.aarthiconsultants.com

Thanking you,

Promoter of Teknomin Aqua Exports (India) Limited – Exit Offer
Sd/-

Mr. Mastan Rao Peram
Acquiring Promoter

Date:
Place:

EXIT APPLICATION FORM

FOR TENDERING EQUITY SHARES OF FACE VALUE OF Rs. 10/- EACH OF TEKNOMIN AQUA EXPORTS (INDIA) LIMITEDAT THE EXIT PRICE OF RS. 0.20/- (TWENTY PAISA ONLY)) PER EQUITY SHARE PURSUANT TO EXIT OFFER BY MR. MASTAN RAO PERAM ("OFFEROR" OR " PROMOTER")

Please read this document along with the public announcement dated ….. ("Public Announcement"), the letter of offer dated …..("Letter of Offer"), issued by Mr. Mastan Rao Peram (the "Acquirer").

Day and Date of Opening of Exit Offer	
Day and Date of Closure of Exit Offer	
Exit Price per Equity Share	

Shareholders should ensure that their Exit Application Form together with necessary enclosures is delivered by hand or sent by registered / speed post or courier (at the Shareholders' sole cost and risk) to the RTA on or before the closure of the Exit offer, at the address of the RTA given below:

Name and Address of the RTA	Contact Person	Contact Details	Mode of Delivery
Aarthi Consultants Private Limited Registered Office: 1-2-285, Domalguda, Hyderabad-500029	…..	Email id: info@aarthiconsultants.com Phone No.: 040-27638111 Website: www.aarthiconsultants.com	Delivered by hand or sent by registered/ speed post or courier

Note: Hand Delivery - Monday to Saturday 10:30 AM to 6:00 PM, except Public Holidays and all submission documents must be self-certified by the shareholder.

A. Shareholders Holding Shares in Dematerialised Form

Shareholders must:

1. Transfer their equity shares in **off-market mode** to the following Escrow Demat Account:
   - Account Name : [•]
   - Depository : [•]
   - DP Name : [•]
   - DP ID : [•]
   - Client ID : [•]
   - ISIN : INE0BQC01010

2. Submit:
   - Duly filled and signed Exit Application Form in case;
   - Copy of delivery instruction slip / acknowledged transfer instruction;

B. Shareholders Holding Shares in Physical Form

Shareholders must submit:

1. Duly filled and signed Exit Application Form;
2. Original share certificates;
3. Duly executed share transfer deeds;
4. Self-attested copy of PAN Card;
5. Self-attested copy of Aadhaar / valid address proof;
6. Cancelled cheque;
7. Bank-attested signature (if applicable)
8. Duly filled Forms ISR-1, ISR-2, ISR-3, SH-4, and SH-13

Incomplete submissions are liable to rejection.

Re: Exit Offer for the Shareholders having Equity Shares of the TEKNOMIN AQUA EXPORTS (INDIA) LIMITED (“the Company”) by

Mr. Mastan Rao Peram (“the Acquirer”) in accordance with the provisions of the SEBI Delisting Regulations.

1. I/We, having read and understood the terms and conditions set out below, and in the Exit Letter of Offer, hereby tender my/our Equity Shares in response to the Exit Offer at the Exit Price.
2. I/We hereby undertake the responsibility for the Exit Application Form and the Equity Shares tendered under the Exit Offer and I/we hereby confirm that the Acquirer or RTA shall not be liable for any delay/loss in transit resulting in delayed receipt or non-receipt of the Exit Application Form along with all requisite documents, or delay/ failure in credit of Equity Shares to the Acquirer’s Demat Account within due time, due to inaccurate/ incomplete particulars/ instructions or any reason whatsoever.
3. I/We understand that this application is in accordance with the Delisting Regulations and all other applicable laws.
4. I/We understand that the Equity Shares tendered under the Exit Offer shall be held in trust by the RTA until the time of the dispatch of payment consideration calculated at Exit Price and/or the unaccepted Equity Shares are returned.
5. I/We also understand that the payment of consideration will be done, if this application is accepted, after due verification of this Exit Application Form, documents and signatures. I/We also understand that should I/we fail to furnish all relevant documents as set out in this Exit Applicationform the same shall be liable to be rejected or there may be delays in making payment of consideration to me/us.
6. I/We hereby confirm that I have never sold or parted/ dealt with, in any manner, the Equity Shares tendered under the Exit Offer and these Equity Shares are free from any lien, equitable interest, charges and encumbrances, whatsoever.
7. I/We hereby declare that I/we am/are the absolute and only owner of these Equity Shares and legally entitled to tender the Equity Shares under the Exit Offer.
8. I/We undertake to immediately return any amount received by me/us inadvertently.
9. I/We hereby declare that there are no restraints/injunctions, or other order of any nature which limits/restricts my/our rights to tender these Equity Shares and I/we are the absolute and only owner of these Equity Shares and legally entitled to tender these Equity Shares under the Exit Offer.
10. I/We hereby declare that, if for any reason, the statutory authorities were to make a claim and/or seek to recover any tax, interest or penalty from the Acquirer (where such claim or recovery pertains to, or is relatable to, my/our tax liability), in connection with the Equity Shares tendered by me/us under this Exit Offer, I/we agree to indemnify the Acquirer for the same along with costs related thereto.
11. I/We authorize the Acquirer and RTA to send the payment consideration by way of crossed account pay order/demand draft/pay order through registered post or speed post at the address given in this form or as the case may be, or by RTGS/NEFT/Direct Credit.
12. I/We agree that upon acceptance of the Equity Shares by the Acquirer, tendered by me/us under the Exit Offer, I/ we would cease to enjoy all right, title, claim and interest whatsoever, in respect of such Equity Shares.
13. I/We hereby confirm that I/we have full power and authority to tender, sell and transfer the Equity Shares which I/we are tendering (together with all rights attaching thereto).
14. I/We acknowledge and confirm that all the particulars/statements given herein are true and correct.

DETAILS OF BANK ACCOUNT

In order to avoid any fraudulent encashment in transit of the, pay order or demand draft issued by the Acquirer or as the case may be ECS/ RTGS/ NEFT/ Direct Credit towards the consideration payable for the Equity Shares tendered under this Exit Application Form, please fill the following details of the sole Shareholder's bank account (or, in the case of joint holders, the first-named holder's bank account) and any consideration payable will be paid by issuing an instrument carrying the details of the bank account so provided. If you do not provide the following details or the details provided are different from those received electronically from your depository participant, any consideration payable will be sent to the first/sole Shareholder based on details obtained from the first/sole Shareholders' depository participant (however, there will be no obligation on the Acquirer to do the same).

Name of the Sole/ First Holder's Bank	
Bank Branch Name & Address	
Bank Branch City and PIN Code	
Bank Account No.	
Savings / Current / Others (Please Specify)	
MICR Code (in case you wish to receive funds electronically)	
IFSC Code (in case you wish to receive funds electronically)	

Encl: Cancelled Cheque

Signatures

I/We hereby tender to the Acquirer, the number of Equity Shares set out or deemed to be set out in this Exit Application Form in accordance with and subject to the terms and conditions herein.

Name of sole / 1st Shareholder	**Name of 2nd Shareholder**	**Name of 3rd Shareholder**
Signatures:		
Sole / 1st Shareholder	2nd Shareholder	3rd Shareholder

Note: In case of joint holdings, all holders must sign. In case of bodies corporate, the Exit Application Form is to be signed by the authorized signatory under the stamp of the company and necessary board resolution authorizing the submission of this Exit Application Form should be attached.

CHECKLIST (Please Tick √)

Exit Application Form		**Copy of Acknowledged Demat Slip**	
Other documents, as applicable			

Notes-Please read these notes along with the entire contents of the Exit Letter of Offer.

- ***All documents/remittances sent by / to the Shareholders will be at their risk and Shareholders are advised to adequately safeguard their interests in this regard.***
- ***In the case of Shareholder(s) other than individuals, any documents, such as a copy of a power of attorney, board resolution, authorization, death certificate, etc., as applicable and required in respect of support/verification of this Exit Application Form shall also be provided; otherwise, the Exit Application Form shall be liable for rejection.***
- ***The number of Equity Shares tendered under the Exit Offer should match with the number of Equity Shares specified in the Share certificate(s) enclosed or Equity Shares credited in the Acquirer's Demat Account under the respective client ID number.***
- ***The consideration shall be paid in the name of sole/first holder. In case, the Exit Application Form is not complete in all respects, the same may be liable for rejection.***
- ***It is the sole responsibility of the Shareholders to ensure that their Equity Shares are credited to the Acquirer's Demat Account in the manner as mentioned above and their bids are delivered or reach the Registrar to the Exit Offer on or before the closure of Exit Offer.***