

**POST OFFER ADVERTISEMENT UNDER REGULATION 18 (12) OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS)**

REGULATIONS, 2011, AS AMENDED FROM TIME TO TIME TO THE EQUITY SHAREHOLDERS OF

VELOX INDUSTRIES LIMITED

(FORMERLY KNOWN AS KHATAU EXIM LIMITED)

(Hereinafter referred as "VIL" or "the Target Company" or "TC" or "the Company")

Registered Office at the Submit Business Bay, 102-103, Level-1 Service Road, Western Express Highway, Ville Parle East, Mumbai- 400052, Maharashtra, India; Phone No.: +91 9509709474; Email: veloxindustriesltd@gmail.com; Website: www.veloxindustriesltd.in

Open offer for acquisition up to 20,53,150 (Twenty Lakhs Fifty-Three Thousand One Hundred Fifty) Equity shares of Rs. 10/- each representing 25.75% (Twenty-Five point Seventy-Five Percent) * of the Emerging Voting Equity Share Capital of the Velox Industries Limited ("Target company") on a fully diluted basis, as of the tenth working day from the closure of the tendering period of the open offer ("Voting Share Capital"), from the eligible shareholders of the Target Company of Rs. 10/- each at a price of Rs. 10.00/- per share ("Offer Price") by Appu Financial Services Limited (Acquirer).

*An open offer in compliance with the provisions of Regulations 3 (1) and 4 of the SEBI (SAST) Regulations, is required to be given for at least 26.00% (Twenty-Six Percent) of the of the Emerging Voting Equity Share Capital of the Target company, i.e. for 20,73,240 Equity Shares. **However since, the shareholding of the public shareholders including the Investors (public shareholders who are proposed preferential Allottee's also), as on date of the LOF, is 25.75% (Twenty-Five point Seventy-Five Percent), therefore the Open Offer Shares represent 25.75% (Twenty-Five point Seventy-Five Percent) of the Emerging Voting Equity Share Capital of the Target Company and since the Investors (also a proposed preferential Allottee and proposed public shareholders) other than the Acquirer (also a proposed preferential Allottee and proposed promoter) do not intend participating in the open offer, the Open Offer is being made for 1,78,150 equity shares i.e. 2.23% Emerging Voting Equity Share Capital of the Target Company.**

This Post Offer Advertisement is being issued by First Overseas Capital Limited, The Manager to the offer, on behalf of the Acquirer, in connection with the offer made by the Acquirer in compliance with regulation 18 (12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 and subsequent amendments thereto ("**SEBI (SAST) Regulation, 2011**").

The Detailed public statement ("DPS") dated July 05, 2022 pursuant to the Public Announcement ("PA") made by the Acquirer has been published in Financial Express (English, all editions), Jansatta (Hindi, all editions), Pratahkal (Marathi, Mumbai edition), and Arthik Lipi (Bengali, Kolkata Edition) on July 06, 2022.

1.	Name of the Target Company	Velox Industries Limited
2.	Name of the Acquirer and the PACs	Appu Financial Services Limited There is no PAC along with the Acquirer
3.	Name of the Manager to the offer	First Overseas Capital Limited
4.	Name of the Register to the offer	Skyline Financial Services Private Limited
5.	Name of the Register to the Company	Alankit Assignments Limited
6.	Offer details	
	a) Date of Opening of the Offer	October 19, 2022, Wednesday
	b) Date of the Closing of the offer	November 03, 2022, Thursday
7.	Date of Payment of Consideration	November 18, 2022, Friday

8. Details of the Acquisition

		Proposed in the Offer Document	Actuals
8.1	Offer Price	Rs. 10.00/- (Rupees Ten Only) per Equity Share shall be payable to all the Equity Shareholders in respect of Equity Shares held by them in the Target Company as on Identified Date, i.e. October 04, 2022 and which are continued to be held as on date and are validly tendered/ accepted in the Open Offer	Rs. 10.00/- (Rupees Ten Only) per Equity Share shall be payable to all the Equity Shareholders in respect of Equity Shares held by them in the Target Company as on Identified Date, i.e. October 04, 2022 and which are continued to be held as on date and are validly tendered/ accepted in the Open Offer.
8.2	Aggregate number of Shares tendered	1,78,150 equity shares **	NIL
8.3	Aggregate number of Shares accepted	1,78,150 equity shares **	NIL
8.4	Size of the offer (Numbers of shares multiplied by Offer price per share) \$	Rs. 17,81,500	NIL
8.5	Shareholding of the Acquirer and PACs before Public Announcement (No. & %)	• NIL • NIL	• NIL • NIL
8.6	Shares Acquired by way of Share Purchase Agreements (SPA)		
	• Number	• 1,70,850 Equity Shares	• 17,08,50 Equity Shares
	• % Fully Diluted Equity Share Capital	• 2.14%	• 2.14%
8.7	Shares Acquired by way of Open offer		
	• Number	• 1,78,150 Equity Shares **	• NIL
	• % Fully Diluted Equity Share Capital	• 2.23%	• NIL
8.8	Shares Acquired after Detailed Public Statement		
	• Number of Shares acquired	• 57,50,000 Equity Shares #	• 57,50,000 Equity Shares #
	• Price of the shares acquired	• Rs. 10.00 per Equity Shares	• Rs. 10.00 per Equity Shares
	• % of the shares acquired	• 72.11%	• 72.11%
8.9	Post offer Shareholding of Acquirer and PACs		
	• Number	• 60,99,000 Equity Shares **	• 59,20,850 Equity Shares
	• % Fully Diluted Equity Share Capital	• 76.49%	• 74.25%
8.10	Pre and Post Offer Shareholding of Public Shareholders	Pre Offer	Post Offer
	• Number	• 1,78,150 **	• 18,75,000 #
	• % Fully Diluted Equity Share Capital	• 2.23%	• 23.51%
			Pre Offer
			Post Offer
			• 1,78,150**
			• 20,53,150
			• 2.23%
			• 25.75%

** The open offer size (in terms of number of shares) is based on the Emerging Voting share capital of the Target Company, i.e. 79,74,000 Equity Shares as of the 10th working day from the closure of the tendering period. Hence, the open offer size (in terms of number of %) is 26% of the 79,74,000 Equity Shares shall be 29,73,240 equity shares. However since, the shareholding of the public shareholders including the Investors (public shareholders who are proposed preferential Allottee's also), as on date of the LOF, is 25.75% (Twenty-Five point Seventy-Five Percent), therefore the Open Offer Shares represent 25.75% (Twenty-Five point Seventy-Five Percent) of the Emerging Voting Equity Share Capital of the Target Company and since the Investors (also a proposed preferential Allottee and proposed public shareholders) other than the Acquirer (also a proposed preferential Allottee and proposed promoter) do not intend participating in the open offer, the Open Offer is being made for 1,78,150 equity shares i.e. 2.23% Emerging Voting Equity Share Capital of the Target Company.

\$ point 7.4 should be read conjunction with the point 7.1.

The Board of Directors at their held on August 26, 2022, approved the allotment of 76,25,000 (Seventy Lakhs Twenty-Five Thousand Only) Equity Shares on preferential basis. The Acquirer (Proposed Promoter) was allotted 57,50,000 equity shares and Investors (proposed public shareholders) was allotted 18,75,000 equity shares on preferential basis.

9. The Acquirer accepts full responsibility for the information contained in this Post Offer Advertisement and also for the fulfillment of their obligations as laid down by SEBI (SAST) Regulations, 2011.

10. A copy of this Post Offer Advertisement is expected to be available on the website of SEBI- www.sebi.gov.in.

11. Capitalized terms used in this advertisement and not define herein, shall have same meaning assigned to them in the Letter of Offer dated October 10, 2022

THIS ANNOUNCEMENT IS ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRER

FIRST OVERSEAS CAPITAL LIMITED

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Contact Person: Mr. Rushabh Shroff/ Ms. Mala Soneji SEBI Registration No.: INM000003671

