



October 29, 2026

MCAPL: MUM: 2026-27: 0177

To,
The Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Dear Sir/Madam,

Sub : Submission of Public Announcement

Ref : Open Offer to the Public Shareholders of Rishabh Digha Steel And Allied Products Limited
("Rishabh Digha"/"Target Company")

SBA Infra Projects Private Limited (*Formerly known as "S.B.A Realtors & Developers Private Limited"*) (hereinafter referred to as "**Acquirer**") have triggered this Open Offer pursuant to and in compliance with Regulations 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and subsequent amendments thereto ("**SEBI (SAST) Regulations, 2011**") for acquisition of up to 14,09,699 equity shares representing 25.69% of the Equity Share Capital of Rishabh Digha Steel And Allied Products Limited ("**Rishabh Digha"/"Target Company**") at a price of ₹47.00 per equity share aggregating to a total consideration of ₹6,62,55,853.00 payable in cash.

The Open Offer is being made pursuant to and in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011.

Accordingly, in terms of Regulation 13 read with Regulation 14 of SEBI (SAST) Regulations, 2011, We, Mark Corporate Advisors Private Limited, Manager to the Offer, are submitting herewith a copy of the Public Announcement.

Kindly take the above information on your records and disseminate the Public Announcement on the website of BSE Limited.

For Mark Corporate Advisors Private Limited

A handwritten signature in black ink, appearing to read 'Niraj Kothari', is written over a horizontal line.

Niraj Kothari
Asst. Vice President

Encl: As Above.

MARK CORPORATE ADVISORS PVT. LTD.

CIN No : U67190MH2008PTC181996

SEBI Registration No.: INM000012128

GSTIN/UIN : 27AAF5379J1ZY

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PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(1), 14 AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THERETO

**FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF
RISHABH DIGHA STEEL & ALLIED PRODUCTS LIMITED**

Open Offer for acquisition of up to 14,09,699 fully paid-up equity shares having face value of ₹10 each ("Offer Shares") representing 25.69%⁽¹⁾ of the Voting Share Capital (as defined below) of Rishabh Digha Steel & Allied Products Limited ("Rishabh Digha"/"Target Company") from the public shareholders (as defined below) of the Target Company by SBA Infra Projects Private Limited (Formerly known as S.B.A Realtors & Developers Private Limited) (hereinafter referred to as "Acquirer") pursuant to and in compliance with the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011").

⁽¹⁾ As per the SEBI (SAST) Regulations, 2011, the open offer under Regulations 3(1) and 4 is required to be for at least 26.00% of the total equity share capital of a target company, as of the 10th (tenth) working day from the closure of the tendering period for the open offer. However, the shareholding of the Public Shareholders (as defined below) is only 25.69% of the Voting Share Capital (as defined below), and therefore, the Offer Shares (as defined below) represent 25.69% of the Voting Share Capital.

This Public Announcement ("PA") is being issued by Mark Corporate Advisors Private Limited ("Manager to the Offer") for and on behalf of the Acquirer to the public shareholders of the Target Company pursuant to and in compliance with, amongst others, Regulations 3(1) and 4 read with Regulations 13(1), 14 and 15(1) and other applicable provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011").

For the purpose of this PA, the following terms shall have the meanings assigned to them below:

- 1) "Voting Share Capital" shall mean 54,86,400 equity shares having face value of ₹10 each of the Target Company on a fully diluted basis as of the 10th (tenth) working day from the closure of the Tendering Period.
- 2) "Promoter/Promoter Group Sellers"/"Sellers" shall mean the following:

Sr. No.	Name of the Promoter/Promoter Group Sellers	Category
1)	Kumud Ashok Mehta	Promoter Seller 1
2)	Ashok Maganlal Mehta	Promoter Seller 2
3)	Yash Ashok Mehta	Promoter Seller 3
4)	Ashok Maganlal Mehta HUF	Promoter Seller 4
5)	Saurabh Bharatbhai Mehta HUF	Promoter Seller 5
6)	Namrata Saurabh Mehta	Promoter Seller 6
7)	Digha Steel Industries Private Limited	Promoter Group Seller 7
8)	Dhan Financial Services Private Limited	Promoter Group Seller 8

- 3) "Public Shareholders" shall mean all the shareholders of the Target Company, who are eligible to tender their fully paid-up equity shares, excluding (i) the existing Promoter/Promoter Group of the Target Company; (ii) Acquirer; and (iii) any person deemed to be acting in concert ("Deemed PAC(s)"), with the parties set out in (i) and (ii) herein, pursuant to and in compliance with the SEBI (SAST) Regulations, 2011.
- 4) "SEBI (SAST) Regulations, 2011" shall mean Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.
- 5) "Working Day" means any working day of the Securities and Exchange Board of India ("SEBI").

1. Offer Details:

- 1.1. **Offer Size:** The Acquirer hereby makes this Open Offer to the public shareholders of the Target Company to acquire up to 14,09,699 fully paid-up equity shares of face value of ₹10 each, of the Target Company representing 25.69% of the Voting Share Capital of the Target Company subject to the terms and conditions mentioned in this



Public Announcement ("PA"), Detailed Public Statement ("DPS") that will be published and the Letter of Offer ("LoF") which will be sent to the public shareholders of the Target Company, in accordance with the SEBI (SAST) Regulations, 2011.

- 1.2. Offer Price/Consideration:** The equity shares are infrequently traded on BSE Limited, Mumbai ("BSE") within the meaning of explanation provided in Regulation 2(1)(j) of the SEBI (SAST) Regulations, 2011. The Open Offer is being made at a price of ₹47.00 per equity share ("Offer Price"), which has been determined in accordance with Regulation 8 of the SEBI (SAST) Regulations, 2011. Assuming full acceptance in the Open Offer, the total consideration payable by the Acquirer under the Open Offer will be ₹6,62,55,853.00 ("Maximum Consideration").
- 1.3. Mode of Payment:** The Offer Price will be paid in Cash, in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
- 1.4. Type of Offer (Triggered offer, voluntary offer/competing offer, etc.):** This Open Offer is made by the Acquirer in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations, 2011.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS:

- 2.1.** The Acquirer has entered into a Share Purchase Agreement ("SPA") with the Promoter/Promoter Group Sellers on October 29, 2026, to acquire 40,76,701 equity shares ("SPA Shares"/"Sale Shares") having face value of ₹10 each fully paid-up representing 74.31% of the Voting Share Capital at a price of ₹47.00 per equity share aggregating to ₹19,16,04,947.00 subject to the terms and conditions set out in the SPA.

- 2.2.** A tabular summary of the Underlying Transaction is set out below:

Details of Underlying Transaction						
Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement/ Allotment/ Market Purchase)	Equity Shares/Voting Rights proposed to be acquired		Total Consideration for Shares/ Voting Rights (VR) acquired (₹ in Crores)	Mode of Payment (Cash/ Securities)	Regulations which have Triggered
		Number	% vis a vis total Voting Share Capital			
Direct Acquisition	SPA dated October 29, 2026	40,76,701	74.31%	₹19.16 Crores	Cash	Regulations 3 (1) and 4 of SEBI (SAST) Regulations, 2011

3. DETAILS OF THE ACQUIRER:

Details	Acquirer	Total
Name of the Acquirer	SBA Infra Projects Private Limited (Formerly known as S.B.A Realtors & Developers Private Limited)	1
PAN	ABECS6146L	-
CIN	U42101MH2020PTC347630	-
Address	101, 1 st Floor, Federal Manzil, Plot No. 110/118, Maulana Azad Road, Kazipura, Mumbai Central, Mumbai-400 008, Maharashtra, India	-
Name(s) of Persons in control/ Promoters of Acquirer(s)/ where Acquirer(s) are Companies	1) Chips & Bytes (India) Private Limited* 2) Nexsa A Realtors & Developers Limited^ 3) Gauri Bhupesh Agarwal	-
Name of the Group, if any, to which the Acquirer(s) belongs to	N.A.	-
Pre-Transaction Shareholding		
→ Number	Nil	Nil
→ % of Voting Share Capital	N.A.	N.A.



Details	Acquirer	Total
Proposed Shareholding after the acquisition of Shares which triggered the Open Offer		
→ Number	40,76,701	40,76,701
→ % of Voting Share Capital	74.31%	74.31%
Any other interest in the TC	-	-

N.A. – Not Applicable.

* The Ultimate Beneficial Owners ("UBOs") of Chips & Bytes (India) Private Limited are (i) Narendra Bankeybihari Agarwal; and (ii) Tanuja Narendra Agarwal.

^ The Ultimate Beneficial Owners ("UBOs") of Nexsa A Realtors & Developers Limited are (i) Narendra Bankeybihari Agarwal; and (ii) Tanuja Narendra Agarwal.

4. DETAILS OF SELLING SHAREHOLDERS:

Sr. No.	Name, PAN & Address	Part of Promoter/Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholder			
			Pre-Transaction		Post Transaction	
			Number	% vis a vis total Voting Share Capital	Number	% vis a vis total Voting Share Capital
1)	Mrs. Kumud Ashok Mehta ("Promoter Seller 1") <u>PAN:</u> AAHPM4323R <u>Address:</u> 514/B, Amar Kunj Building, Ground Floor, R P Masani Road, Near VJTI College, Matunga (East), Mumbai-400 019	Yes	3,65,645	6.66%	Nil	N.A.
2)	Mr. Ashok Maganlal Mehta ("Promoter Seller 2") <u>PAN:</u> AAEPM1062E <u>Address:</u> 514/B, Amar Kunj Building, Ground Floor, R P Masani Road, Near VJTI College, Matunga (East), Mumbai-400 019.	Yes	3,28,044	5.98%	Nil	N.A.
3)	Mr. Yash Ashok Mehta ("Promoter Seller 3") <u>PAN:</u> AGGPM0347N <u>Address:</u> 514/B, Amar Kunj Building, Ground Floor, R P Masani Road, Near VJTI College, Matunga (East), Mumbai-400 019.	Yes	2,75,166	5.02%	Nil	N.A.
4)	Ashok Maganlal Mehta HUF ("Promoter Seller 4") <u>PAN:</u> AABHA3816P <u>Registered Office:</u> 514/B, Amar Kunj Building, Ground Floor, R P Masani Road,	Yes	2,62,189	4.78%	Nil	N.A.



Sr. No.	Name, PAN & Address	Part of Promoter/ Promoter Group (Yes/No)	Details of Shares/Voting Rights held by the Selling Shareholder			
			Pre-Transaction		Post Transaction	
			Number	% vis a vis total Voting Share Capital	Number	% vis a vis total Voting Share Capital
	Near VJTI College, Matunga (East), Mumbai-400 019.					
5)	Saurabh Bharatbhai Mehta HUF ("Promoter Seller 5") <i>PAN:</i> AAPHS4887J <i>Address:</i> 514/B, Amar Kunj Building, Ground Floor, R P Masani Road, Near VJTI College, Matunga (East), Mumbai-400 019.	Yes	1,47,393	2.69%	Nil	N.A.
6)	Ms. Namrata Saurabh Mehta ("Promoter Seller 6") <i>PAN:</i> AAFPM0053N <i>Address:</i> 514/B, Amar Kunj Building, Ground Floor, R P Masani Road, Near VJTI College, Matunga (East), Mumbai-400 019.	Yes	1,46,236	2.67%	Nil	N.A.
7)	Digha Steel Industries Private Limited ("Promoter Group Seller 7") <i>PAN:</i> AAACD3904B <i>CIN:</i> U27100MH1988PTC048663 <i>Address:</i> Giriraj Building, Ground Floor, Sant Tukaram Road, Iron Market, Masjid (East), Mumbai-400 009.	Yes	12,88,724	23.49%	Nil	N.A.
8)	Dhan Financial Services Private Limited ("Promoter Group Seller 8") <i>PAN:</i> AABCD3657L <i>CIN:</i> U97190MH1993PTC070934 <i>Address:</i> Giriraj Building, Ground Floor, Sant Tukaram Road, Iron Market, Masjid (East), Mumbai-400 009.	Yes	12,63,304	23.03%	Nil	N.A.
	Total		40,76,701	74.31%	Nil	N.A.

N.A. - Not Applicable.

Note:

⁽ⁱⁱ⁾ Upon completion of the Open Offer formalities, the above-mentioned Promoter Promoter Group Sellers along with other members of the Promoter Group namely Ashoka Sheet Processors Private Limited (holding nil equity shares) will no longer retain control over the Target



Company. They will transfer control and management of the Target Company to the Acquirer and will be declassified from the Promoter Promoter Group category, in accordance with Regulation 31A of the SEBI (LODR) Regulations, 2015, as amended. The Acquirer will form part of Promoter of the Target Company post successful completion of the Open Offer formalities.

5. DETAILS OF THE TARGET COMPANY:

- 5.1. **Name of the Target Company** : Rishabh Digha Steel & Allied Products Limited
- 5.2. **CIN** : L15310MH1991PLC064563
- 5.3. **ISIN** : INE864D01015
- 5.4. **Registered Office Address** : 1, Plot-514 B, Amar Kunj, Building, Ground Floor, R P Masani Road, Near Khalsa College, Matunga (East), Mumbai-400 019.
- 5.5. **Stock Exchange(s) where listed** : The equity shares are presently listed on BSE Limited, Mumbai ("BSE")
(Symbol: RISHDIGA, Scrip Code: 531539).

6. OTHER DETAILS:

- 6.1. The DPS in accordance with Regulations 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations, 2011 will be published in the newspapers on or before Thursday, November 05, 2026 (i.e., not later than five (5) working days from the date of this PA).
- 6.2. This Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- 6.3. This PA is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
- 6.4. This Open Offer is not an Indirect Acquisition.
- 6.5. The Acquirer accepts full responsibility for the information contained in this Public Announcement and undertakes that it is aware of and will comply with the obligations under the SEBI (SAST) Regulations, 2011. The Acquirer confirms that it has adequate financial resources to meet the obligations under the Open Offer and that firm financial arrangements have been made for fulfilling the payment obligations for acquisition of the offered shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- 6.6. All the information pertaining to the Target Company has been obtained from publicly available sources, and the accuracy thereof has not been independently verified by the Manager to the Open Offer.
- 6.7. In this Public Announcement, all references to "₹" or "Rs." are references to Indian Rupees.
- 6.8. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totalling is due to rounding off.

Issued by the Manager to the Offer:



MARK CORPORATE ADVISORS PRIVATE LIMITED

CIN: U67190MH2008PTC181996

SEBI Registration No.: INM000012128

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Mumbai-400 057.

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Investor Grievance Email ID: investorgrievance@markcorporateadvisors.com

Website: www.markcorporateadvisors.com



For and on behalf of the Acquirer:

For SBA Infra Projects Private Limited

Sd/-

Narendra Bankeybihari Agarwal
Director

DIN : 10055953

Place : Mumbai

Date : October 29, 2026

