



**Corporate
Professionals**
WHERE EXCELLENCE IS LAW



October 13, 2026

To

The Manager

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal St, Kala Ghoda, Fort,

Mumbai, Maharashtra 400001

Subject: Public Announcement to the shareholders of Comrade Appliances Limited ('CAL' or 'TC' or 'Target Company') in terms of Regulation 3(1) and Regulation 4 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

We, **Corporate Professionals Capital Private Limited** (hereinafter referred to as '**Manager to the Offer**'), are hereby submitting the **Public Announcement** made by us on behalf of Omnia Appliances Private Limited ("**Acquirer 1**"), Graphic Promoters and Developers Private Limited ("**Acquirer 2**"), Amaira Estate Advisors LLP ("**Acquirer 3**") and MLJ Aeternum LLP ("**Acquirer 4**") (hereinafter collectively referred to as "**Acquirers**") to acquire up to 26,46,487 (Twenty Six Lakh Forty Six Thousand Four Hundred and Eighty Seven Only) Equity Shares constituting 26.00% of Paid up Equity Share Capital of the Target Company at a price of INR 35/- (Indian Rupee Thirty Five only) for each equity share of the Target Company, pursuant to, and in compliance with, amongst others, Regulation 3(1) and Regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto.

Kindly take the above information on your records.

For **Corporate Professionals Capital Private Limited**


(Ruchika Sharma)

Associate Partner – Investment Banking and M&A

Corporate Professionals Capital Private Limited

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PUBLIC ANNOUNCEMENT UNDER REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 15 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENT THERETO FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

COMRADE APPLIANCES LIMITED

OPEN OFFER ('OFFER') FOR ACQUISITION OF UPTO **26,46,487** EQUITY SHARES OF FACE VALUE OF INR 10.00 ('EQUITY SHARE') REPRESENTING 26.00% OF THE EXPANDED SHARE CAPITAL OF **COMRADE APPLIANCES LIMITED** (HEREINAFTER REFERRED AS '**CAL**' / '**TC**' / '**TARGET COMPANY**') FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY **OMNIA APPLIANCES PRIVATE LIMITED** ('ACQUIRER 1'), **GRAPHIC PROMOTERS AND DEVELOPERS PRIVATE LIMITED** ('ACQUIRER 2'), **AMAIRA ESTATE ADVISORS LLP** ('ACQUIRER 3') AND **MLJ AETERNUM LLP** ('ACQUIRER 4') (HEREINAFTER COLLECTIVELY REFERRED TO AS '**ACQUIRERS**')

This Public Announcement ('PA' / 'Public Announcement') is being issued by Corporate Professionals Capital Private Limited ('Manager to the Offer') for and on behalf of Acquirers to the Equity Shareholders of the Target Company ('Public Shareholders') pursuant to, and in compliance with, Regulation 3(1) and Regulation 4 and of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ('SEBI (SAST) Regulations').

For the purpose of this Public Announcement, the following terms have the same meanings as assigned to them below:

- a) '**Acquirers**' means and includes Omnia Appliances Private Limited, Graphic Promoters and Developers Private Limited, Amaira Estate Advisors LLP and MLJ Aeternum LLP.

- b) **‘Equity Shares’** means the fully paid-up Equity Shares of face value of INR 10.00 (Indian Rupees Ten Only) each of the Target Company.
- c) **‘Expanded Share Capital’** shall means the paid-up Equity Share Capital of the Target Company post to the Preferential Issue of Equity Shares i.e. INR 10,17,87,950 (Indian Rupees Ten Crore Seventeen Lakh Eighty Seven Thousand Nine Hundred and Fifty Only) divided into 1,01,78,795 (One Crore One Lakh Seventy Eight Thousand Seven Hundred and Ninety Five) Equity Shares of INR 10 (Indian Rupees Ten Only) each.
- d) **‘Pre-Issue Share Capital’** means the paid-up Equity Share Capital of the Target Company prior to the Preferential Issue i.e., INR 7,77,87,950 (Indian Rupees Seven Crores Seventy Seven Lakh Eighty Seven Thousand Nine Hundred and Fifty Only) representing 77,78,795 (Seventy Seven Lakh Seventy Eight Thousand Seven Hundred and Ninety Five) equity shares of INR 10.00 each.
- e) **‘Preferential Issue of Equity Shares’** means the preferential issue of fully paid up 24,00,000 (Twenty Four Lakh) Equity Shares of INR 10 (Indian Rupees Ten Only) each at the issue price of INR 34/- (Indian Rupees Thirty Four Only) as approved by the Board of Directors of the Target Company at their meeting held on October 13, 2026, subject to the approval of the members and other regulatory approvals, if any.

The Equity Shares are proposed to be allotted as follows:

Sr. No.	Particular	Number of shares
1.	Acquirer 1	20,00,000
2.	Public category investor	4,00,000

- f) **‘Promoter and Promoter Group’** means and includes the Seller (as defined below), Waheed Nizami, Khursheed Alam, Shakir Khan and Troupe Technologies Private Limited.
- g) **‘Public Shareholders’** shall mean all the shareholders of the Target Company who are eligible to tender their Equity Shares in the Offer, except the Acquirers, person acting in concert with the Acquirers, existing members of the promoter and promoter

group of the Target Company, person acting in concert with the member of promoter and promoter group and the parties to the SPA (as defined below).

- h) **'Seller'** means and includes, Mr. Mehboob Alam the current member of promoter and promoter group of the Target Company, that have entered into the SPA (as defined below) to sell 18,90,000 (Eighteen Lakh and Ninety Thousand) Equity Shares constituting 24.30 % of the Pre-Issue Share Capital of the Target Company.
- i) **'SPA'** means the Share Purchase Agreement entered on October 13, 2026, by the Acquirers to collectively acquire 18,90,000 (Eighteen Lakh and Ninety Thousand) Equity Shares representing 24.30 % of the Pre-Issue Share Capital of the Target Company from the Seller at an agreed price of INR 34/- (Indian Rupees Thirty Four Only) per Equity Share aggregating to INR 6,42,60,000/- (Indian Rupees Six Crore Forty Two Lakh and Sixty Thousand Only).
- j) **'Target Company' / 'TC' / 'CAL'** means Comrade Appliances Limited.

1. OFFER DETAILS

- 1.1. **Size:** 26,46,487 (Twenty Six Lakh Forty Six Thousand Four Hundred and Eighty Seven) Equity Shares representing 26.00% of the Expanded Share Capital of the Target Company subject to the terms and conditions mentioned in this Public Announcement and the Detailed Public Statement (the 'DPS') and the Letter of Offer (the 'LOF') that are proposed to be issued in accordance with the SEBI (SAST) Regulations.
- 1.2. **Price/ Consideration:** The Open Offer is made at a price of INR 35/- (Indian Rupees Thirty Five Only) for each Equity Share of Target Company. Assuming full acceptance in the Open Offer, the total consideration payable by the Acquirers under the Open Offer, at the Offer Price will be, INR 9,26,27,045/- (Indian Rupees Nine Crore Twenty Six Lakh Twenty Seven Thousand and Forty Five Only).
- 1.3. **Mode of Payment (Cash/ Security):** The Offer Price will be paid in Cash, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- 1.4. **Type of Offer:** This Open Offer is **Triggered/ Mandatory Offer** made in compliance with Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)

2.1. Acquirers has entered into SPA on October 13, 2026, with the Seller to acquire 18,90,000 (Eighteen Lakh and Ninety Thousand) Equity Shares representing 24.30 % of the Pre-Issue Share Capital of the Target Company from the Seller at an agreed price of INR 34/- (Indian Rupees Thirty Four Only) per Equity Share. Upon completion of the Open Offer, the Acquirers will acquire and exercise joint control of and over the Target Company and become a joint promoter along with the Seller and Other Existing Promoters of the Target Company.

2.2. Also, the Board of Directors of the Target Company in their meeting held on October 13, 2026, approved the issuance of 20,00,000 (Twenty Lakh) Equity Shares of INR 10 (Indian Rupees Ten Only) to Acquirer 1 by way of a preferential allotment at the issue price of INR 34 /- (Indian Rupees Thirty Four Only).

These transactions triggered the requirement to make Open Offer under Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations.

Details of Underlying Transaction					
Type of	Mode of Transaction	Shares / Voting rights acquired/ proposed to be acquired	Total Consideration	Mode of payment	Regulation which has triggered

Transaction (Direct/ Indirect)	(Agreement/ Allotment/ Market Purchase)	Number	% vis a vis total Equity/ voting Capital*	for Shares/ Voting Rights (VR) acquired (INR In Crores)	(Cash/ securities)	
Direct	Share Purchase Agreement (as defined in clause (i) of definitions above)	18,90,000 Equity Shares	18.57	6.43	Cash	Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011
Direct	Preferential Issue of Equity Shares (As defined in clause (e) of definitions above)	20,00,000 Equity Shares	19.65	6.80	Cash	

**This percentage has been calculated on the basis of Expanded Share Capital of the Target Company.*

3. ACQUIRERS

DETAILS	ACQUIRER 1	ACQUIRER 2	ACQUIRER 3	ACQUIRER 4	Total
Name of Acquirers	Omnia Appliances Private Limited	Graphic Promoters and Developers Private Limited	Amaira Estate Advisors LLP	MLJ Aeternum LLP	4
Residential Address/ Registered Office	GF-48, Plot No. 7, TDI Centre, Jasola, Sukhdev Vihar, South Delhi, New Delhi 110025.	GF-48, Plot No. 7, TDI Centre, Jasola, Sukhdev Vihar, South Delhi, New Delhi 110025.	10 th Floor, DJ1009, DLF Towers B, Jasola, District Center, Jamia Nagar, South	10 th Floor, DJ1011, DLF Towers B, Jasola DDA District	-

			Delhi, New Delhi 110025.	Center, New Delhi 110025.	
Name(s) of persons in control/ promoters of Acquirer	1. Tarun Murarka 2. Mukul Murarka 3. Gita Murarka 4. Nidhi Murarka 5. Pankaj Murarka 6. Graphic Promoters and Developers Private Limited 7. Vaibhav Murarka 8. Jayshree Murarka 9. Latika Murarka 10. Pratyush Murarka	1. Tarun Murarka 2. Mukul Murarka 3. Emkay Appliances Private Limited 4. Tulika Appliances Private Limited 5. Pankaj Murarka	1. Tarun Murarka 2. Varun Murarka 3. Gita Murarka	1. Mukul Murarka 2. Jayshree Murarka 3. Latika Murarka	-
Name of the Group, if any, to which the Acquirer belongs to	Not Applicable	Not Applicable	Not Applicable	Not Applicable	-
Pre-Transaction Shareholding • Number	Nil	Nil	Nil	Nil	Nil

• % of Total Share Capital					
Proposed Shareholding after the acquisition of shares which triggered the Open Offer*	24,00,000 (Twenty Four Lakh) Equity Shares representing 23.58% of the Expanded Share Capital of the Target Company	6,90,000 (Six Lakh Ninety Thousand) Equity Shares representing 6.78% of the Expanded Share Capital of the Target Company	5,00,000 (Five Lakh) Equity Shares representing 4.91% of the Expanded Share Capital of the Target Company	3,00,000 (Three Lakh) Equity Shares representing 2.95% of the Expanded Share Capital of the Target Company	38,90,000 (Thirty Eight Lakh Ninety Thousand) Equity Shares representing 38.22% of the Expanded Share Capital of the Target Company
Any other interest in the TC	None	None	None	None	-

4. DETAILS OF SELLING SHAREHOLDER

Name	Part of Promoter/ Promoter group	Details of shares/ voting rights held by the selling shareholders			
		Pre - Transaction		Post - Transaction	
	(Yes/No)	Number	% of Total Voting Capital*	Number	% of Total Voting Capital**
Mr. Mehboob Alam	Yes	22,83,705	29.36	3,93,705	3.87

Total	22,83,705	29.36	3,93,705	3.87
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**The percentage have been calculated on the basis of Pre-Issue Share Capital of the Target Company.*

***The percentage have been calculated on the basis of Expanded Share Capital of the Target Company.*

5. TARGET COMPANY

Name	COMRADE APPLIANCES LIMITED
CIN	L74999MH2017PLC292817
Exchange where shares are Listed	BSE Limited – SME Platform ('BSE')

6. OTHER DETAILS

- 6.1. The Detailed Public Statement pursuant to this Public Announcement and which carries all such other information of the offer including the detailed information on the offer price, detailed information on the Acquirers, detailed information on the Target Company, detailed reasons for the offer, statutory approvals for the offer, details of financial arrangement, other terms of the offer, conditions to the offer etc. shall be published in all editions of any one English national daily newspaper with wide circulation, any one Hindi national daily newspaper with wide circulation, any one local language newspaper where the registered office of the Target Company is situated i.e. Marathi language, as the registered office of the Target Company is situated in Mumbai, and any one local language newspaper of the Stock Exchange where the shares are listed and where the volume of trading is recoded as maximum during sixty trading days preceding the date of the Public Announcement. i.e., BSE, where the regional language is Marathi. The Detailed Public Statement shall be published on or before October 21, 2026, Wednesday.
- 6.2. The Acquirers undertakes that they are aware of and shall comply with all obligations under the SEBI (SAST) Regulations, 2011.
- 6.3. The Acquirers has adequate resources and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Offer in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.

6.4. This offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Regulations and is not a competitive bid in terms of Regulation 20 of the Regulations.

ISSUED ON BEHALF OF ACQUIRERS BY MANAGER TO THE OFFER



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Email ID: mb@indiacp.com

SEBI Regn. No: INM000011435

For and on behalf of Acquirers

**For Omnia Appliances
Limited**

**For Graphic Promoters
and Developers Private
Limited**

For Amaira Estate Advisors LLP

For MLJ Aeternum LLP

**Sd/-
Mukul Murarka
(Acquirer 1)**

**Sd/-
Tarun Murarka
(Acquirer 2)**

**Sd/-
Tarun Murarka
(Acquirer 3)**

**Sd/-
Mukul Murarka
(Acquirer 4)**

Place: New Delhi

Date: October 13, 2026