



NAYARA ENERGY LIMITED

Registered Office: Khambhalia, Post Box No. 24, District Devbhumi Dwarka, Gujarat 361305 | CIN: U11100GJ1989PLC032116 |
Tel: 022-66121800 | Website: <https://www.nayaraenergy.com/> | E-mail: investors@nayaraenergy.com

PUBLIC NOTICE FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF NAYARA ENERGY LIMITED (HEREINAFTER REFERRED AS THE "COMPANY") FOR FIXING THE RECORD DATE IN CONNECTION WITH THE PROPOSED BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER ROUTE PURSUANT TO SECTION 68, 69, 70 AND ALL OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT, 2013 AND APPLICABLE RULES MADE THEREUNDER (THE "COMPANIES ACT")

DETAILS OF THE BUYBACK OFFER & BUY-BACK PRICE

The Board of Directors of the Company (the "Board") at its meeting held on March 3, 2025 approved the offer to buy-back up to 2,59,08,262 equity shares of the Company, representing 1.74 % of the total equity share capital of the Company from eligible equity shareholders on a proportionate basis, at a price of ₹731/- (Rupees Seven Hundred and Thirty One only) per equity share, payable in cash as per the applicable provisions of the Companies Act (the "Buyback Offer").

The Buyback Offer will remain open for the period as mentioned hereunder:

| | |
|--------------------------|--|
| Opening of Buyback Offer | At 8:00 a.m. on Friday, April 11, 2025 |
| Closing of Buyback Offer | At 5:00 p.m. on Wednesday, May 7, 2025 |

OBJECTIVE OF THE BUYBACK OFFER

Subsequent to the voluntary delisting of equity shares of the Company with effect from February 17, 2016 and the exit opportunity provided by the erstwhile promoters of the Company for a further period of one year post the voluntary delisting, the Company has been receiving numerous enquiries from the remaining public minority shareholders (who were unable to tender shares in the voluntary delisting) with regard to an exit opportunity for such shareholders to liquidate their shareholding in the Company given the Company is no longer listed on any stock exchange. Hence, the Board has decided to provide them an exit opportunity by making the above-described Buyback Offer.

To support the Company to facilitate an exit opportunity for the existing public minority shareholders, shareholders with significant shareholding have informed the Company about their intention to not participate in the Buyback Offer. As a result, the entire shareholding i.e. 2,59,08,262 Equity Shares of the Company held by the public minority shareholders shall be entitled for acceptance under the Buyback Offer.

PROCESS AND METHODOLOGY FOR BUYBACK OFFER

The terms and conditions to be complied with and the detailed process to be followed by the equity shareholders of the Company for tendering their respective equity shares in the Buyback Offer will be described in detail in the Letter of Offer which shall be dispatched to the equity shareholders of the Company. The Letter of Offer and the detailed procedure for participation in the Buyback Offer will also be made available on the website of the Company.

RECORD DATE

For the purpose of ascertaining the eligibility of equity shareholders of the Company entitled to receive the Letter of Offer, shareholders holding equity shares of the Company as on March 28, 2025 (the "Record Date") shall be considered.

This Letter of Offer will be sent to all eligible shareholders holding equity shares of the Company as on the Record Date. Those equity shareholders who may not receive the Letter of Offer and the Tender Form can send a letter to the Registrar to the Buyback Offer, MUFG Intime India Private Limited requesting for a copy of the Letter of Offer and the Tender Form. The Letter of Offer and the Tender Form will also be made available on the website of the Company i.e. www.nayaraenergy.com and the website of the Registrar to the Buyback Offer at <https://in.mpms.mufg.com>.

CONTACT DETAILS

For any queries related to the Buyback Offer, the shareholders can contact on a dedicated helpline by calling on 8291277000, 8291277001, 8291277002, 8291277003 or the Registrar to the Buyback Offer through email to nayara.buyback2025@in.mpms.mufg.com or on +91 8108114949.

For Nayara Energy Limited

Sd/-

Mayank Bhargava
Company Secretary

Place: Mumbai
Date: March 20, 2025