



# FDC Limited

(CIN: L24239MH1940PLC003176)

Registered Office: B-8, M.I.D.C. Industrial Estate, Waluj - 431 130, Dist. Aurangabad, Maharashtra

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Andheri (West), Mumbai - 400 053

Tel: +91 22 2673 9215

Website: [www.fdcindia.com](http://www.fdcindia.com), Email: [varsharani.katre@fdcindia.com](mailto:varsharani.katre@fdcindia.com)

Contact Person: Ms. Varsharani Katre, Company Secretary and Compliance Officer

This Public Notice is being issued by FDC Limited ("the Company"), to the Eligible Shareholders holding Equity Shares as on February 19, 2022 ("Record Date"), for the buyback of upto 29,00,000 fully paid-up equity shares by way of a Tender Offer through the stock exchange mechanism ("Tender Offer"), for cash at a price of Rs. 475 (Rupees Four Hundred Seventy Five Only) ("Buyback Price") per Equity Share for an aggregate amount of upto Rs. 13,775 Lakhs (Rupees One Hundred Thirty Seven Crore Seventy Five Lakh only) ("Buyback Size") in accordance with the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended ("SEBI Buyback Regulations").

This Public Notice is to be read together with:

- The Public Announcement in connection with the Buyback published on February 11, 2022 in the following Newspapers: i) Business Standard (English - all editions); ii) Business Standard (Hindi - all editions); and iii) Loksatta (Marathi - Aurangabad Edition) ("Public Announcement");
- The Draft Letter of Offer dated February 18, 2022 in connection with the Buyback ("Draft Letter of Offer");
- The Letter of Offer dated April 01, 2022 in connection with the Buyback ("Letter of Offer"); and
- The Offer Opening Advertisement in connection with the Buyback of Equity Shares published on April 08, 2022 in the following newspapers: i) Business Standard (English - all editions); ii) Business Standard (Hindi - all editions); and iii) Loksatta (Marathi - Aurangabad Edition) ("Offer Opening Advertisement").

The dispatch of the Letter of Offer to the Eligible Shareholders of the Company holding Equity Shares on the Record Date i.e. Saturday, February 19, 2022 has been completed by April 06, 2022 through electronic mode to the shareholders whose e-mail ids are available with the Company and through speed post / registered post at the address registered in India for all the remaining shareholders. In the event of accidental omission to dispatch the Letter of Offer or non-receipt of the Letter of Offer by any Eligible Shareholder, they may obtain a copy of Letter of Offer by writing to the Registrar to the Buyback, Link Intime India Private Limited, at their address 'C - 101, 1st Floor, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra', clearly marking the envelope "FDC Limited - Buyback 2022".

The shareholder can participate / tender their Equity Shares of the Company ("Equity Shares") under the Buyback Offer in accordance with the SEBI Buyback Regulations. Please note the following in respect of the Buyback Offer:

1	Date of opening of the Buy-back Offer Period	Tuesday, April 12, 2022
2	Date of closing of the Buy-back Offer Period	Wednesday, April 27, 2022
3	Last date and time for receipt of the completed Tender Forms and other specified documents including physical share certificates by the Registrar to the Buyback (APPLICABLE ONLY FOR SHAREHOLDERS TENDERING SHARES IN PHYSICAL MODE)	Friday, April 29, 2022
4	Last date of settlement of bids on the Stock Exchange	Monday, May 09, 2022

The Eligible Shareholders may obtain copies of Letter of Offer from the website of the Company at ([www.fdcindia.com](http://www.fdcindia.com)), Securities and Exchange Board of India at [www.sebi.gov.in](http://www.sebi.gov.in), the BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com) or National Stock Exchange of India Limited ("NSE") at [www.nseindia.com](http://www.nseindia.com), or from the website of the Registrar to the Buyback at [www.linkintime.co.in](http://www.linkintime.co.in) or the Manager to the Buyback at ([www.sundaecapital.com](http://www.sundaecapital.com)).

**FOR EQUITY SHARES HELD IN PHYSICAL FORM:** Before submitting the Form Acceptance-cum-Acknowledgment, to the Seller Member(s), the Eligible Shareholder must keep a set of (i) original share certificate(s) (ii) valid share transfer form(s) (i.e., form SH-4) duly filled and signed by the transferors (i.e., by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company (iii) self-attested copy of the Eligible Shareholder's PAN Card (iv) the Tender Form duly signed (in case the Equity Shares are in joint names, the Tender Form must be signed by all Eligible Shareholders in the same order in which they hold the Equity Shares) and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, such Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

Please refer Clause 20 of the Letter of Offer ("Procedure for Tendering Equity Shares and Settlement") in relation to the detailed procedure for tendering their Equity Shares in the Offer and are required to adhere to and follow the procedure outlined therein.

Every person who desires to participate in the Buyback may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Company or the Manager to the Buyback or the Registrar to the Buyback or the Buyer Broker whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such Buyback and tender of equity shares through Acquisition Window Facility of NSE, the Designated Stock Exchange, otherwise whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

This Public Notice is issued only for the purpose of informing the shareholders who have not received the Letter of Offer, due to failure delivery or postal delay, if any, or otherwise.

MANAGER TO THE BUYBACK	REGISTRAR TO THE OFFER AND INVESTOR SERVICE CENTRE
<p><b>Sundae Capital Advisors Private Limited</b> SEBI Regn. No.: INM000012494 Level 9, "Platina", Plot No. C - 59 'G' Block, Bandra Kurla Complex Bandra (East), Mumbai - 400 051 Tel.: +91 22 6700 0639 E-mail: <a href="mailto:fdc.buyback@sundaecapital.com">fdc.buyback@sundaecapital.com</a> Investor Grievance e-mail id: <a href="mailto:grievances.mb@sundaecapital.com">grievances.mb@sundaecapital.com</a> Website: <a href="http://www.sundaecapital.com">www.sundaecapital.com</a> Contact Person: Rajiv Sharma / Ridima Gulati</p>	<p><b>Link Intime India Private Limited</b> C-101, 1st Floor, 247 Park L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India Tel No.: +91 22 4918 6200 Fax No.: +91 22 4918 6195 Email id.: <a href="mailto:fdc.buyback2022@linkintime.co.in">fdc.buyback2022@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> SEBI Regn. No.: INR000004058 Validity Period: Permanent Contact Person: Sumeet Deshpande</p>

For and on behalf of the Board of Directors of

**FDC Limited**

Sd/- <b>Mohan Anand Chandavarkar</b> Managing Director (DIN: 00043344)	Sd/- <b>Ashok Anand Chandavarkar</b> Wholetime Director (DIN: 00042719)	Sd/- <b>Varsharani Katre</b> Company Secretary & Compliance Officer
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Place: Mumbai

Date: April 18, 2022