

PUBLIC ANNOUNCEMENT (“PA”) AS REQUIRED UNDER REGULATION 3(1) AND REGULATION 4 READ WITH REGULATION 13, REGULATION 14 AND REGULATION 15(1) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED FROM TIME TO TIME

FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW UNDER THE HEAD DEFINITIONS) OF OSCAR GLOBAL LIMITED (CIN: L51909DL1990PLC041701)

OPEN OFFER FOR ACQUISITION OF UPTO 8,58,000 (EIGHT LAKHS FIFTY EIGHT THOUSAND) EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH (“EQUITY SHARES”)* OF OSCAR GLOBAL LIMITED (HEREINAFTER REFERRED TO AS “TARGET” OR “TARGET COMPANY” OR “OSCAR”) FROM THE PUBLIC SHAREHOLDERS OF TARGET COMPANY REPRESENTING 26% OF THE EQUITY SHARE CAPITAL OF THE TARGET COMPANY BY MR. GOPAL BHATTER (“ACQUIRER 1”), M/s. GOPAL BHATTER HUF (“ACQUIRER 2”), (ACQUIRER 1 AND ALONG WITH ACQUIRER 2; HEREINAFTER COLLECTIVELY REFERRED TO AS THE “ACQUIRERS”), PURSUANT TO AND IN ACCORDANCE WITH REGULATION 3(1) AND REGULATION 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED FROM TIME TO TIME (“SEBI (SAST) REGULATIONS”)

**Out of the total issued shares i.e. out of 33,00,000 equity shares, 32,83,600 equity shares are fully paid-up, and 16,400 equity shares are partly paid-up.*

This public announcement (“Public Announcement” or “PA”) is being issued by Axial Capital Private Limited (“Manager to the Offer”) for and on behalf of the Acquirers to the Public Shareholders (as defined below under the head Definitions) of the Target Company pursuant to and in compliance with Regulations 3(1) and Regulation 4 read with other applicable provisions of the SEBI (SAST) Regulations.

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

- i. “DPS” has the meaning ascribed to such term under paragraph 1.1.

- ii. **“Equity Share Capital”** shall mean the total equity share capital of the Target Company on a fully diluted basis expected as of the 10th (tenth) Working Day from the closure of the Tendering Period of the Open Offer.
- iii. **“LOF”** has the meaning ascribed to such term in paragraph 1.1.
- iv. **“Offer”** or **“Open Offer”** means the open offer for acquisition of up to 8,58,000 (Eight Lakh Fifty Eight Thousand) Equity Shares, representing 26% of the Equity Share Capital of the Target Company.
- v. **“Offer Price”** has the meaning ascribed to such term in paragraph 1.2.
- vi. **“Offer Size”** has the meaning ascribed to such term in paragraph 1.1.
- vii. **“Public Shareholders”** shall mean all the Shareholders of the Target Company excluding (i) the Acquirers and (ii) the parties to the SPAs; and (iii) persons deemed to be acting in concert with the persons set out in (i) and (ii), pursuant to and in compliance with the SEBI (SAST) Regulations
- viii. **“SPA”** has the meaning ascribed to such term in paragraph 2.

1. Open Offer details

1.1 Size: This Open Offer is being made by the Acquirers for acquisition of upto 8,58,000 (Eight Lakhs Fifty Eight Thousand) Equity Shares representing 26% of the Equity Share Capital of the Target Company (**“Offer Size”**) subject to the terms and conditions mentioned in this Public Announcement, the Detailed Public Statement (**“DPS”**) and the Letter of Offer (**“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 Rs. 12.15/- (Rupees Twelve and Fifteen Paise only) per Equity Share

(“Offer Price”). Assuming full acceptance, the total consideration payable by the Acquirers under the Open Offer, at the Offer Price, will be Rs. 1,04,24,700/- (Rupees One Crore Four Lakh Twenty Four Thousand and Seven Hundred 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 (Triggered offer, voluntary offer/competing offer etc): This Offer is a Triggered/Mandatory Offer made under Regulation 3(1) and Regulation 4 read with other applicable provisions of the SEBI (SAST) Regulations. This Public Announcement is being made in compliance with Regulation 13 of the SEBI (SAST) Regulations pursuant to execution of the Share Purchase Agreement dated September 30, 2025 by Acquirer 1 and Acquirer 2 With 1. Mr. Satish Kumar Verma, 2. Mr. Karan Kanika Verma, 3. Mr. Pawan Chadha, 4. M/s Kanika Audio Visuals Private Limited, and 5. M/s Akanksha Viniyog Limited (“Promoters”/“Outgoing Promoters”/“Sellers”) for acquisition of an aggregate of 14,46,703 (Fourteen Lakhs Forty Six Thousand Seven Hundred and Three) Equity Shares representing 43.84% of the Equity Share Capital of the Target Company, held by the Outgoing Promoters of the Target Company at a price of Rs. 9/- (Rupees Nine Only) per Equity Share (“Negotiated Price”) along with control over the Target Company.

2. Transaction which has triggered the Open Offer obligations (Underlying Transaction)

On September 30, 2025, Acquirer 1 and Acquirer 2 have entered into a Share Purchase Agreements (SPA) with the Outgoing Promoters for acquisition of an aggregate of 14,46,703 (Fourteen Lakhs Forty Six Thousand Seven Hundred and Three) Fully Paid Up Equity Shares representing 43.84% of the Equity Share Capital of the Target Company subject to satisfaction of conditions mentioned in the SPA. Pursuant to acquisition of the Equity Shares in terms of the SPA, the holding of the Acquirers in the Target Company, would exceed the threshold limit prescribed under Regulation 3(1) of the SEBI (SAST) Regulations, accordingly, this Offer is being made under Regulation 3(1) of the SEBI (SAST) Regulations. Further, in terms of the SPAs and post successful completion of the Open Offer, the Acquirers will also acquire control over the Target Company, hence the Offer is also being made under Regulation 4 of the SEBI (SAST) Regulations.

Details of underlying transaction						
Type of Transaction (direct/ indirect)	Mode of Transaction (Agreement/ Allotment/ market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares /Voting Rights (VR) acquired (in Rs. Crores)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total equity/voting capital*			
Direct	Share Purchase Agreement dated September 30, 2025 entered into between Acquirer 1 and Acquirer 2 and Outgoing Promoters	14,46,703	43.84%	1.30	Cash	Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations

* As a percentage of the Equity Share Capital of the Target Company

3. Acquirers/PACs:

Details	Acquirer 1	Acquirer 2	Total
Name of Acquirer(s)	Mr. Gopal Bhatler	M/s Gopal Bhatler HUF	-
Address	302 3rd floor, Kapadia Chamber, 599 J S Marg, Chira Bazar Marine Lines, Mumbai 400002	302 3rd floor, Kapadia Chamber, 599 J S Marg, Chira Bazar Marine Lines, Mumbai 400002	-
Name(s) of persons in control/ promoters of the Acquirers/ PAC where Acquirers/ PAC are Companies	Not Applicable	Not Applicable	-
Name of the Group, if any, to which the Acquirer(s) belongs to	None	None	-

Pre-Transaction shareholding:			
• Number	NIL	NIL	NIL
• % of Equity Share Capital of the Target Company	NIL	NIL	NIL
Proposed shareholding after the acquisition of shares which triggered the Open Offer (excluding shares to be acquired in the Open Offer)			
• Number	3,69,112	10,77,591	14,46,703
• % Equity Share Capital of the Target Company*	11.18%	32.65%	43.84%
Proposed voting rights after the acquisition of shares which triggered the Open Offer (excluding shares to be acquired in the Open Offer)			
• Number	3,69,112	10,77,591	32,83,600
• % Equity Share Capital of the Target Company**	11.24%	32.82%	44.06%
Proposed shareholding after the acquisition of shares (including Offer Shares, assuming full acceptance) which triggered the Open Offer			
• Number	23,04,703		23,04,703
• % Equity Share Capital of the Target Company*	69.84%		69.84%
Proposed voting rights after the acquisition of shares (including Offer			

Shares, assuming full acceptance) which triggered the Open Offer		
• Number	23,04,703	23,04,703
• % Equity Share Capital of the Target Company**	70.19%	70.19%
Any other interest in the Target Company	Acquirer 1 is deemed to be interested in the Target Company to the extent of the proposed acquisition of control over the Target Company. Except as stated above, Acquirer 1 does not have any other interest in the Target Company	Acquirer 2 is deemed to be interested in the Target Company to the extent of the proposed acquisition of control over the Target Company. Except as stated above, Acquirer 2 does not have any other interest in the Target Company.

* Computed as a percentage to the Equity Share of the Company, i.e. 33,00,000 equity shares, constituting 32,83,600 fully paid-up equity shares, and 16,400 partly paid-up equity shares.

** Computed as a percentage of the fully paid up Equity Shares of the Company, i.e. as a percentage of 32,83,600 fully paid-up equity shares of the Target Company,

Note: No person is acting in concert with the Acquirers for the purposes of this Open Offer. While persons may be deemed to be acting in concert with the Acquirers in terms of Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations (“Deemed PACs”), however, such Deemed PACs are not acting in concert with the Acquirers for the purposes of this Open Offer, within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations.

4. Details of selling shareholders, if applicable:

Name of the Sellers	Part of Promoter Group (Yes/No)	Details of shares/voting rights held by the selling shareholders			
		Pre Transaction*		Post Transaction	
		Number of Shares	%	Number	%
Mr. Satish Kumar Verma	Yes	80,962	2.45%	Nil	Nil
Mr. Karan Kanika Verma	Yes	45,000	1.36%	Nil	Nil
Mr. Pawan Chadha	Yes	2,88,150	8.73%	Nil	Nil
M/s Kanika Audio Visuals Private Limited	Yes	2,06,091	6.25%	Nil	Nil
M/s Akanksha Viniyog Limited	Yes	8,26,500	25.05%	Nil	Nil
Total		6,94,900	43.84%	Nil	Nil

* Computed as a percentage to the Equity Share of the Company, i.e. 33,00,000 equity shares, constituting 32,83,600 fully paid-up equity shares, and 16,400 partly paid-up equity shares.

5. Target Company

- **Name:** Oscar Global Limited,
- **Registered Office Address:** 1/22, Second Floor, Asaf Ali Road, , Delhi, Delhi, 110002
- **Corporate Office Address:** C-76, Sector-08, Noida, Uttar Pradesh, India, 201301
- **CIN:** L51909DL1990PLC041701
- **Exchanges where listed:** The Target Company is currently listed on BSE Limited [“BSE”] under Scrip Code 530173.
- **ISIN :** The ISIN of the Target Company is INE473F01010.

6. Other details

- The DPS pursuant to this Public Announcement, which shall carry all such other information of the Open Offer, including information on the Offer Price, information on the Acquirers, information on the Target Company, reasons for the Open Offer, Statutory Approvals for the Open Offer, details of financial arrangement, other terms of the Open Offer, conditions to the Open Offer, etc.

shall be published on or before Wednesday, October 08, 2025 (i.e. within 5 working days from the date of this Public Announcement), in all editions of an English national daily with wide circulation, a Hindi national daily with wide circulation, a Marathi Language daily with wide circulation at Mumbai (being the place where BSE is situated). Since the registered office of the Target Company is situated at New Delhi, and Hindi is the regional language used widely in the said region, the publication in Hindi national daily with wide circulation, would suffice the requirements pertaining to publication of DPS in a regional language daily newspaper with wide circulation at the place where the registered office of the Target Company is situated.

- The Acquirers may, takeover the management and control of the Target Company along with acquisition of shares pursuant to the SPA, before the completion of the Open Offer formalities. Accordingly, in the event the Acquirers decide to exercise this right, the Acquirers shall, in terms of Regulation 22(2) of the SEBI (SAST) Regulations, deposit the entire consideration payable under the open offer (assuming full acceptance), in the Escrow Account opened for the purpose of the Open Offer. However, the Acquirer shall act on the SPA and complete the acquisition of shares or voting rights in, or control over the Target Company as contemplated hereinabove, only after expiry of 21 working days from the date of the DPS.
- The Acquirers undertake that they are aware of and will comply with his obligations under the SEBI (SAST) Regulations. The Acquirers have adequate financial resources to meet the Open Offer obligations and has made firm financial arrangements for financing the acquisition of the Equity Shares under the Open Offer, in terms of regulation 25(1) of the SEBI (SAST) Regulations.
- This Open Offer is not conditional upon any minimum level of acceptance as per Regulation 19(1) of the SEBI (SAST) Regulations. This Open Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- This is not a Competing Offer.
- This Offer is subject to the terms and conditions mentioned in this Public Announcement, and to be set out in the DPS and Letter of Offer that are proposed to be issued in accordance with the SEBI (SAST) Regulations.
- The information pertaining to Target Company contained in this Public Announcement has been compiled from the information published or publicly available sources or provided by the Target Company. All the information pertaining to the Sellers contained in

this Public Announcement have been obtained from the Sellers.

Issued by the Manager to the Offer on Behalf of the Acquirers



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Contact Person: Mr. Ashish Roongta

SEBI Registration No.: INM000013226

Mr. Gopal Bhatler (Acquirer 1)	For M/s Gopal Bhatler HUF (Acquirer 2)
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Date: September 30, 2025

Place: New Delhi