

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

This Exit Offer Letter (“Offer Letter” or “Exit Offer”) is being sent to you as a Shareholder (“Public Shareholder”) of “Alpha Hi-Tech Fuel Limited” (“AHTFL”). In case you have recently sold your Shares in the Company, please hand over the 'Offer Letter' and the accompanying documents to the person to whom the Sale was affected to.

**EXIT OFFER**

**To the Fully Paid up Public Shareholders of  
ALPHA HI-TECH FUEL LIMITED**

**CIN:** L23201GJ1993PLC018889; **ISIN:** INE506B01016

**Registered Office:** Station Road, Lakhtar, Dist.Surendranagar.382775, Gujarat, India,

**Corporate Office:** 7/C, Poornima 503, M G Road Mulund West, Mumbai, Maharashtra, India, 400080

**Tel:** +91 93239 80658; **Email:** [haren108@yahoo.com](mailto:haren108@yahoo.com) ; **Website:** [www.alphahitechfuel.com](http://www.alphahitechfuel.com)

**From Mr. Haren Jaisukhlal Shah (“Offeror”)**

Inviting you to tender your fully paid-up Equity Shares of Rs. 10/- each of the Company to the Offeror at a price of Rs. 1.12 (One Rupees and twelve paise only) including applicable interest per Equity Share as per BSE notice.

The equity shares of the company were compulsory delisted from BSE Limited w.e.f. January 10, 2024

If you wish to tender your Equity Shares to the Offerors, you should:

- Read this Offer Letter and the instructions herein;
- Complete and sign the accompanying 'Exit Application Form' in accordance with the instructions therein and in this 'Offer Letter';
- Submit your 'Exit Application Form' by hand delivery as set out in this 'Offer Letter' or you may submit by registered post, speed post or courier only (at your own cost and risk), clearly marking the envelope “ALPHA HI-TECH FUEL LIMITED – EXIT OFFER” to Shanti Gopalkrishnan at **Link Intime India Private Limited**, at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India so that it is received on or before 5.00 P.M. on the Closing Date, i.e. Tuesday July 30, 2024 or any extended date, as the case may be.

*Note: All submission documents must be self-certified by the shareholder.*

<b>Date of Opening of Exit Offer</b>	Monday July 01, 2024
<b>Date of Closure of Exit Offer</b>	Tuesday July 30, 2024

<b>MERCHANT BANKER TO THE EXIT OFFER</b>	<b>REGISTRAR TO THE EXIT OFFER</b>
<b>GYR Capital Advisors Private Limited</b> (Formerly known as Alpha Numero Services Private Limited) 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India. <b>Telephone:</b> +91 +91 877 756 4648 <b>Facsimile:</b> N.A. <b>Email ID:</b> <a href="mailto:info@gyrcapitaladvisors.com">info@gyrcapitaladvisors.com</a> <b>Website:</b> <a href="http://www.gyrcapitaladvisors.com">www.gyrcapitaladvisors.com</a> <b>Investor Grievance ID:</b> <a href="mailto:investors@gyrcapitaladvisors.com">investors@gyrcapitaladvisors.com</a> <b>Contact Person:</b> Mr. Mohit Baid <b>SEBI Registration Number:</b> INM000012810	<b>Link Intime India Private Limited</b> C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India <b>Tel:</b> +91 8108114949 <b>Email:</b> <a href="mailto:alphahitech.exitoffer@linkintime.co.in">alphahitech.exitoffer@linkintime.co.in</a> <b>Website:</b> <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> <b>Contact Person:</b> Ms. Shanti Gopalkrishnan <b>SEBI Registration No.:</b> INR000004058 <b>CIN:</b> U67190MH1999PTC118368

**To,  
The Public Shareholders,  
Alpha Hi-Tech Fuel Limited**

**Sub.:** Exit Offer to the Public Shareholders of the Company pursuant to compulsory delisting of the Company in compliance with Chapter V of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended (“Delisting Regulations”).

We wish to inform you that BSE Limited (“BSE”) vide notice no. 20240108-8 dated January 08, 2024 (“BSE Notice”) has notified to delist the securities of Alpha Hi-tech Fuel Limited (“Company”) w.e.f. January 10, 2024. As per Chapter V of SEBI (Delisting of Equity shares) Regulations, 2018 read with SEBI circular no. SEBI/HO/CFD/DCR/CIR/P/2016/81, the promoter of the Company is hereby providing Exit Offer to the Public Shareholders of the compulsory delisted company at the exit price computed by the independent valuer appointed by BSE pursuant to regulation 33(1)(2)(3) of SEBI (Delisting of Equity Shares) Regulations, 2021. In the extant case, as per the public notice in Financial Express, Business Standard and Navshakti dated March 20, 2024, the exit price has been arrived at Rs. 1.12 (One Rupees and twelve paise only) including applicable interest per Equity Share as per BSE notice (“Exit Price”) of the Company. In the interest of the Public Shareholders, Mr. Haren Jaisukhlal Shah (“Offeror”) the Promoter of the Company have decided to offer Rs. 1.12(One Rupees and twelve paise only) including applicable interest per Equity Share as per BSE notice to the Public Shareholders of the Company for the purpose of Exit Offer.

An Exit Offer Public Announcement (“PA”) containing inter-alia details of Opening and Closing of Offer, Exit Price, etc. for the attention of the Remaining Public Shareholders will be published on Friday July 28, 2024 in the following newspapers :- Financial Express-English - All India, Financial Express-Gujrati – Gujarat, Jansatta (Hindi) - All India and Pratahkal (Marathi)- Mumbai .

## **I. BACKGROUND OF THE COMPANY**

- a. Alpha Hi-Tech Fuel Limited was incorporated on January 29, 1993 under the Companies Act, 1956 having its registered office at Station Road, Lakhtar, Dist.Surendranagar.382775.
- b. The paid-up share capital of the Company is Rs. 3,67,85,060/- comprising of 36,78,506 Fully paid up Equity Shares of Rs. 10/- each.
- c. The Equity shares of the Company were listed on BSE, BSE vide notice no. 20240108-8 dated January 08, 2024, has hereby notified to delist Equity Shares of the Company w.e.f. January 10, 2024 (“Effective Date of Delisting”) as per Chapter V of SEBI (Delisting of Equity Shares) Regulations, 2021 (“Compulsorily Delisting”).
- d. Pursuant to regulation 33(4) of the Delisting Regulations, the Promoters of the compulsory delisted company shall acquire delisted Equity Shares from the Public Shareholders by paying them the value determined by the valuer appointed by BSE, subject to their option of retaining their shares.
- e. Accordingly, the Offeror on behalf of the Promoters of the Company, in compliance with regulation 33(4) of the Delisting Regulations is hereby making Exit Offer to the Public Shareholders of the Company.
- f. Exit Price of Rs. 1.12 (One Rupees and twelve paise only) including applicable interest per Equity Share as per BSE notice has been determined by the BSE vide public notice dated March 20, 2024.

## **II. EQUITY SHARE CAPITAL STRUCTURE OF ALPHA HI-TECH FUEL LIMITED**

<b>Particulars</b>	<b>No. of Equity Shares</b>	<b>Total Amount (in INR)</b>
Authorized Capital (Face Value of Rs. 10/- each)	50,00,000	5,00,00,000
Issued & Subscribed Capital	36,78,506	36,785,060
Fully Paid-up Capital	36,78,506	36,785,060

## **III. SHAREHOLDING PATTERN OF THE COMPANY**

Category	No of Equity share holders	Number of Equity shares held	% of total share capital
Promoters and Promoter Group	10	1,62,167	4.4085
Public	3,962	35,16,339	95.5915
<b>Total</b>	<b>3,972</b>	<b>36,78,506</b>	<b>100.0000</b>

#### IV. BOARD OF DIRECTORS OF THE COMPANY

Sr. No.	Name	Address	DIN	Designation	Date of Appointment
1.	Haren Jaisukhlal Shah	A/2203 Rosa Sheth Montana Marathon Avenue Road Mulund West Next to vasant oscar Mumbai Maharashtra 400080	00971250	Director	29/01/1993
2.	Surekha Nayak	B-31, Konark Apartment, Mulund-Goregaon Link Road, Opp Fortis Hospital, Mulund West Mumbai 400080	08421396	Director	12/04/2019
3.	Alpa Haren Shah	A/2203 Rosa Sheth Montana Marathon Avenue Road Mulund West Next to vasant oscar Mumbai Maharashtra 400080	00971361	Managing Director	31/03/2015
4.	Kirti Shukla	65/14, Rajpur Road, Dehradun, Dehradun, Uttarakhand, India 248001	08421393	Director	12/04/2019

#### V. BACKGROUND OF THE OFFERER PROMOTER

**Mr. Haren Jaisukhlal Shah** aged 66 years is the Promoter and director of the company he is Qualified chartered accountant from the Institute of the chartered accountant of India.

#### VI. EXIT PRICE AND FINANCIAL ARRANGEMENTS

The Company was compulsorily delisted by BSE as per chapter V of the Delisting Regulations. The Fair Value per Equity Share of Rs. 1.12 (One Rupees and twelve paise only) including applicable interest per Equity Share as per BSE notice to be paid by the Offeror to the Public Shareholders under the Exit Offer has been determined by the independent valuer appointed by the BSE and published on the newspapers on March 20, 2024 . Accordingly, the Offeror shall acquire the Equity Shares tendered by the Public Shareholders for cash at Rs. 1.12 (One Rupees and twelve paise only) including applicable interest per Equity Share as per BSE notice.

The Offeror has opened an Escrow bank account bearing account No. 57500001516615 (“Exit offer Account”) with HDFC Bank Limited, (“Exit offer Bank”) a company incorporated under the Companies Act, 1956 and carrying on business as a banking company under the Banking Regulation Act, 1949, having its office at Ground Floor, Vikas Palazzo, Jn of JN Rd, Valji Ladha Road Mulund West, Mumbai - 400080.

#### VII. TERMS AND CONDITIONS RELATING TO ACCEPTANCE OF OFFER

The Exit Offer shall remain open for a period of one-month w.e.f. Monday July 01, 2024 to close on Tuesday July 30, 2024. After the closure of official Exit Offer period, the Offeror will keep open this Exit Offer for a further period of one year which will end on Friday June 30, 2025 to facilitate the non-exited Public Shareholders.

All the Public Shareholders of the Company are eligible to participate in this Exit Offer. Public Shareholders have an option to either participate in the Exit Offer by tendering their Equity Shares or retain their Equity Shares in the Company. Public Shareholders who desires to participate in the Exit Offer may tender their Equity Shares to the Offeror as per clause VIII.

The Company has appointed GYR Capital Advisors Private Limited, SEBI Registered Category-I Merchant Banker having its Registered Office at 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India. as an Advisor to the Exit Offer.

The Exit Offer may be availed by sending duly completed Exit Application Form (“**Form**”) along with necessary documents to **Link Intime India Private Limited**, the Registrar and Share transfer agent of the Company at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India, Tel: +91 8108114949, Email ID: [alphahitech.exitoffer@linkintime.co.in](mailto:alphahitech.exitoffer@linkintime.co.in) Website: [www.linkintime.co.in](http://www.linkintime.co.in) clearly marking the envelope “**Alpha Hi-Tech Fuel Limited - Exit Offer**”.

The Exit Application Form will be dispatched to the Public Shareholders along with Exit Offer Letter. Alternatively, the Public Shareholders may download the Form from the website of the RTA i.e. Link Intime India Private Limited or ask from RTA by mail.

The Offeror will not accept any Equity Shares offered for Exit Offer where there exists any restraint order from the Court or any other competent authority for transfer / disposal/ sale or where loss of share certificates has been notified to the Company or where the title to the Equity Shares is under dispute or otherwise not clear or where any other restraint subsists.

The Offeror will not accept locked-in Equity Shares and non-transferrable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferrable.

The acceptance of the Exit Offer made by the Offerors is entirely at the discretion of the Public Shareholders of the Company. The Offerors and the Company does not accept any responsibility for the decision of any Public Shareholder to either participate or to not participate in the Exit Offer. The Offerors and the Company will not be responsible in any manner for any loss of share certificate(s) and other documents during transit and the Public Shareholders are advised to adequately safeguard their interest in this regard.

In case of the Public Shareholders who have not received the Exit Offer Letter and are holding Equity Shares in the dematerialized form may send their consent to the RTA on plain paper, stating the name, addresses, number of Equity Shares held, Depository name, Depository I.D., Client I.D., number of Equity Shares offered along with a photocopy of the original delivery instructions in “Off-market” mode or counterfoil of the delivery instruction slip in “Off market” mode (intra depository or inter-depository), duly acknowledged by the Depository Participant as specified above, so as to reach the RTA on or before the date of closing of the business hours on the date of closure of the Offer i.e. Tuesday July 30, 2024.

#### **VIII. Procedure to opt for Exit Offer**

- a. The Equity Shareholders who are holding the Equity Shares in physical form and who wish to tender their Equity Shares in this Offer shall approach Selling Member and submit complete set of documents for verification procedure as mentioned below:

- i. Original share certificate(s)
  - ii. Valid share transfer deed(s) duly signed as transferor(s) by the sole/joint shareholder(s) in the same order and as per specimen signatures lodged with the RTA and duly witnessed at the appropriate place.
  - iii. Self-attested PAN Card copy (in case of Joint holders, PAN card copy of all Transferors)
  - iv. Any other relevant document such as Power of Attorney, corporate authorization (including Board Resolution/Specimen Signature)
  - v. Self-attested copy of address proof such as valid Aadhar Card, Voter ID, Passport, etc.
- The Seller Member/Eligible Shareholder must deliver the Share Certificates & other requisite documents along with TRS to the RTA. Physical Share Certificates to reach RTA within two (2) days of bidding by Seller Member.
- Shareholders holding Physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the Physical Shares in Exit Offer shall be subject to verification by RTA. On receipt of the confirmation from RTA, the bid will be accepted else rejected and accordingly the same will be depicted on the company website.
- In case, any person has submitted Equity Shares in physical form for dematerialisation, such Equity Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Exit Offer before Closing Date.
- b. The Equity Shareholders who are holding the Equity Shares in demat form and who desire to tender their Equity Shares in this Offer shall approach their Stock Broker/Selling Member indicating details of Shares they wish to tender in the Exit Offer.
- c. Shareholders will have to submit DIS duly filled in specifying market type as “Exit Offer” and execution date along with other details to their respective broker so that Equity Shares can be tendered in Exit offer.

the Public Shareholders, who are desirous of tendering their Equity Shares in the Exit Offer must submit: (a) the enclosed Exit Application Form duly filled and signed, and (b) a counterfoil / photocopy of their depository participant instruction/inter depository instruction evidencing transfer of dematerialized Equity Shares to the Offeror’s Depository Account (refer table given below), by hand delivery or by registered post/speed post or courier (at their own risk and cost) with the envelope marked “Alpha Hi-tech Fuel Limited – Exit Offer” so as to reach the Registrar to the Offer at the addresses given on the front page of this Exit Letter of Offer on or before Tuesday July 30, 2024. (i.e. the last date of the Exit Period)

<b>DEMAT ACCOUNT DETAILS OF THE OFFEROR</b>	
Account Name	Haren Jaisukhlal Shah
Depository	National Securities Depository Limited
Depository Participant Name	Geojit Financial Services Limited
Depository identification No.	IN300239
Client Identification No.	13908206
ISIN of the Company	INE506B01016

Note: The Public Shareholders must transfer their dematerialized Equity Shares from their respective depository account, in off-market mode to the Offeror's Account. In case of inter-depository delivery, the Public Shareholders must use inter depository delivery instruction slip for the purpose of crediting their Equity Shares in favour of Offeror's Depository Account.

- d. A self-certified photocopy of the delivery instructions or counterfoil of the delivery instructions/inter depository instructions submitted to the depository participant of the Public Shareholder's depository account and duly acknowledged by such depository participant crediting the Public Shareholder's Equity Shares to the Offeror's Depository Account, should be attached to the Exit Application Form. Please note that all such transfers should be in off-market mode. Failure to credit your dematerialized Equity Shares into the Offeror's Depository Account shall result in your tender being invalid.
- e. In case your depository participant offers the facility of online transfer of shares, then instead of the photocopy of the acknowledged delivery instruction slip you may attach a printout of the computer-generated confirmation of transfer of the Equity Shares. Note that the transfer should be made in off-market mode.
- f. It is the responsibility of the Public Shareholders to ensure that their Equity Shares are credited in the Offeror's Depository Account in the manner as mentioned above and their Exit Application Form reaches the Registrar to the Exit Offer before the expiry of the Exit offer.
- g. The Equity Shares will be held in the Offeror's Depository Account until the consideration payable has been dispatched to the eligible Public Shareholders. In any case, if Equity Shares are not accepted, the unaccepted Equity Shares will be credited back to the Public Shareholder's depository account.
- h. If the Registrar to the Exit Offer does not receive the documents listed in paragraph (a) but receives the Equity Shares held by any Public Shareholders in the Offeror's Depository Account, the Offeror may deem the Exit Offer to have been accepted by such Public Shareholders.
- i. Please contact the Registrar to the Exit Offer or the Advisor to the Exit Offer or the Company if you require any clarification regarding the procedure for tendering your Equity Shares.

## **IX. PAYMENT OF CONSIDERATION**

- a. Upon fulfillment of the terms and conditions mentioned herein and receipt of the requisite regulatory approvals (if any), the consideration for Equity Shares will be paid by the Offeror by way of cheque/pay order/demand draft/electronic credit, as the case may be. The cheque / pay order / demand drafts will be dispatched to the Shareholders participating in the offer, at their own risk, by way of speed post/registered post.
- b. The consideration for such Equity Shares will be settled on a monthly basis and the payment will be dispatched within 15 working days from the end of the month in which the shares were tendered.
- c. In case of joint holders, the cheque / pay order / demand draft will be drawn in favour of the first named holder.
- d. In case of any defect in Exit Application Form and the relevant documents, then it will be returned to the Public Shareholders by speed post / registered post at the shareholders own risk.

## **X. GENERAL DISCLAIMER**

Every Public Shareholder who desires to avail of the Exit Offer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Offeror, Advisor, Registrar

or the Company whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such Exit Offer and tender of Equity Shares through this Exit Offer whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

Since the Equity Shares of the Company are delisted by BSE and ceased to trade on BSE. The Promoter of the Company is providing this opportunity to the Public Shareholders desirous of exiting from the Company by tendering their Equity Shares in the Exit Offer. We solicit your positive response to the Exit Offer.

Thanking you,  
Promoter of Alpha Hi-Tech Fuel Limited  
Sd/-

**Haren Jaisukhlal Shah**

Date: June 27, 2024

Place: Mumbai