

OFFER CUM ACCEPTANCE FORM
THIS DOCUMENTS IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

(In respect of the Equity Shares of Scooters India Limited pursuant to the Delisting offer by the Acquirer)

Please read this document along with the Initial Public Announcement dated May 03, 2023, ('IPA') and this Letter of Offer dated December 20, 2023 ('Letter of Offer') issued by President of India through Ministry of Heavy Industries, Government of India, New Delhi, promoter of the company, being represented by the Chairman & Managing Director of the company, presently being Mr. Amit Shrivastav ('Acquirer'). The terms and conditions of the IPA and the Letter of Offer are deemed to have been incorporated in and form part of this document. Unless otherwise defined, capitalized terms used in this Offer cum Acceptance Form have the same meaning as defined in the IPA and this Letter of Offer.

EXIT PRICE	INR 31.78/-
OFFER OPENING DATE	Tuesday, December 26, 2023
OFFER CLOSING DATE	Monday, April 08, 2024

Public Shareholders should ensure that their Offer cum Acceptance Form together with necessary enclosures is delivered by email at admin@skylinerta.com or by hand or sent by registered post / speed post or courier (at the Public Shareholders' sole cost and risk) so as to reach the Registrar to the Delisting Offer, Skyline Financial Services Private Limited, D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110020, India on or before Monday, April 08, 2024 (i.e. the last date of the Offer Period).

Dear Sir(s),

Re: Delisting Offer for fully paid-up Equity Shares from the Public Shareholders of the Company by the Acquirer in accordance with the provisions of the Delisting Regulations. The Exit Price for the Delisting Offer has been determined as INR 31.78 per Equity Share.

1. I/We having read and understood the terms and conditions set out below, in the Letter of Offer dated December 20, 2023 and all other related announcements/information, hereby tender my/our shares at the Exit Price.
2. I/We hereby undertake the responsibility for the Application Form and the Equity Shares tendered under the Delisting Offer and I/We hereby confirm that the Acquirer/ Manager to the Delisting Offer/ Registrar to the Delisting Offer shall not be held liable for any delay/loss in transit resulting into a delayed receipt or non-receipt of the Application Form along with the requisite documents, or delay/failure in credit of Equity Shares to the Depository Account within due time, due to inaccurate/incomplete particulars/ instructions or any reason whatsoever.
3. I/We understand that this form is in accordance with the Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended and all other applicable laws and the Acquirer shall pay the Exit Price, as fixed under the Delisting Offer.
4. I/We understand that the Equity Shares tendered under the Delisting Offer shall be held in the Demat Escrow Account until the time of the dispatch/ credit of payment of consideration calculated at Exit Price and/or the unaccepted Equity Shares are returned.
5. I/We also understand that the payment of consideration will be done, if this application is accepted, after due verification of this Application Form, documents and signatures. I/We also understand that should I/we fail to furnish all relevant documents as set out in this Application Form or the Letter of Offer, this Application Form may be considered invalid and may be liable to be rejected or there may be delays in making payment of consideration to me/us.
6. I/We hereby confirm that I have never sold or part/dealt with in any manner with the Equity Shares tendered under this offer and these Equity Shares are free from any lien, equitable interest, charges and encumbrances, whatsoever.
7. I/We hereby declare that there are no restraints/injunctions, or other order of any nature which limits/restricts my/our rights to tender Equity Shares and I/We are the absolute and only owner of these Equity Shares and legally entitled to tender the Equity Shares under this offer.
8. I/We authorize the Acquirer, Manager to the Delisting Offer and Registrar to the Delisting Offer to send the payment of consideration by way of RTGS/NEFT/Direct Credit.
9. I/We hereby declare that, if for any reason, the income tax authorities were to make a claim and/or seek to recover any tax, interest or penalty from the Acquirer (where such claim or recovery pertains to, or is relatable to, my/our tax liability), in connection with the Equity Shares tendered by me/us under this Delisting Offer, I/we agree to indemnify the Acquirer for the same along with costs related thereto.
10. I/We undertake to return the amount immediately, received inadvertently.
11. I/we being a Non-resident Public Shareholder, I/we have also enclosed with this Application Form the relevant documents referred to in the Letter of Offer, and that if such documents are not enclosed with this Application Form, the Acquirer reserves the right to deduct tax at the maximum marginal rate as may be applicable to the relevant category of Non-Resident Public Shareholders on the gross consideration amount payable to such Non-Resident Public Shareholders or may treat the Application Form as invalid;

12. I/We hereby confirm that I/we have full power and authority to tender, sell and transfer the Equity Shares which I/we are tendering (together with all rights attaching thereto) and there are no restraints/injunctions, or other orders of any nature which limit/restrict my/our rights to tender the Equity Shares and that I/we have never sold or parted/dealt with in any manner with the Equity Shares tendered under the Delisting Offer and these Equity Shares are free from any lien, equitable interest, charges & encumbrances, whatsoever.
13. I/We agree that upon acceptance of the equity shares by the Acquirer, tendered by me under this offer, I/We would cease to enjoy all rights, title, claim, and interest whatsoever, in respect of such equity shares of the Company.
14. I/We further authorise the Acquirer to return to us, the Equity Shares, to the extent not accepted at my/our sole risk.
15. I/We hereby undertake to execute any further documents, give assurance and provide assistance, which may be required in connection to this offer and agree to abide by the decisions taken in accordance with the applicable rules and regulations.
16. I/We acknowledge and confirm that all the particulars/statements given are true and correct.

Details of the Public Shareholder:

Sl. No.	Particulars			
1	Name (in Block Letters) of the Shareholder (s) (Please write the names of the joint holders in the same order as appearing register of Members)	Holder	Name	PAN
		Sole/ First		
		Second		
		Third		
2	Email Id/ Contact Telephone No:	Tel no.		Mobile No.:
		Email Id:		
3	Full Address of the First/ Sole Holder (with Pin Code Number)			
5	Type of Investor (Please tick(✓))	Individual		NRI - Repatriable
		HUF		NRI – Non Repatriable
		Domestic Company		FII / FPI / OCB
		Mutual Fund		Insurance Company
		Banks & Financial Institutions		Others (Please Specify)

FOR SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM

Details of original share certificate(s) along with duly filled, signed transfer deed(s), as enclosed

Sr. No.	Folio No.	Share Certificate(s) No.	Distinctive Nos.		Number of Equity Shares
			From	To	
1					
2					
3					
4					
5					
(If the space provided is inadequate please attach a separate continuation sheet)				TOTAL	

FOR SHAREHOLDERS HOLDING SHARES IN DEMATERIALISED FORM

Details of the Equity Shares held in demat account.

Name of Depository Participant	
Depository Participant's ID No.	
Client ID No.	
Number of Equity Shares	

OTHER ENCLOSURES, IF ANY APPLICABLE

(Please tick (✓) the box to the right of the appropriate category)	Power of Attorney		Corporate Authorization	
	Death Certificate		Others (Please specify)	

Details of Bank Account

Please fill the following details of the sole shareholder's bank account (or, in the case of joint holders, the first-named holder's bank account) and any consideration payable will be paid by electronic transfer carrying the details of the bank account as per the banking account details and as provided in this Offer cum Acceptance Form.

Name of the Sole/ First Holder's Bank	
Branch Address	
City & Pin Code of the Branch	
Bank Account No.	
Savings / Current / Others (Please Specify)	
MICR Code (in case you wish to receive funds electronically)	
IFSC Code (In case you wish to receive funds electronically)	

Note: You may enclose copy of a cancelled cheque to enable us to ensure correct bank details. *Please note that for fund transfer in electronic mode, the transfer would be done at your risk based on the data provided above by you.*

DETAILS OF BID AND EQUITY SHARES TENDERED

You should mention the number of Equity Shares you wish to tender in the space provided below.

I/We hereby tender to the Acquirer, the number of Equity Shares at the Exit Price as specified below:

Particulars	Figure in Numbers	Figure in Words
Number of Equity Shares		
Signatures		
	Sole / First Holder	Second Holder
		Third Holder

Note: In case of joint holdings, all holders must sign. In case of bodies corporate, the Offer cum Acceptance Form is to be signed by the authorized signatory under the stamp of the company and necessary board resolution authorizing the submission of this Offer cum Acceptance Form should be attached.

Depository Account Name	
Depository Participant Name	
Depository Identification No. (DP ID No.)	
Client Identification No. (Client ID)	
Depository	
ISIN of the Company	

For any queries, please contact:



MANAGER TO THE OFFER

Corporate Professionals Capital Private Limited

D-28, South Extension Part-1, New Delhi-110049, India

Contact person: Ms. Anjali Aggarwal

Telephone: 011-40622230/40622209

Email: mb@indiacp.com

Website: www.corporateprofessionals.com

SEBI Registration No.: INM000011435

Validity Period: Permanent

Corporate Identity Number: U74899DL2000PTC104508



REGISTRAR TO THE DELISTING OFFER

Skyline Financial Services Private Limited

D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110020, India

Contact Person: Mr. Pawan Singh Bisht

Telephone: 011 - 26812682 / 83 & 40450193-97

Email: admin@skylinerta.com

Website: www.skylinerta.com

SEBI Registration No.: INR000003241

Validity Period: Permanent

Corporate Identity Number: U74899DL1995PTC071324

Notes:

- 1. All documents sent by/to the Public Shareholders will be at their risk and the Public Shareholders are advised to adequately safeguard their interests in this regard.**
- 2. Please read these notes along with the entire contents of the IPA and this Letter of Offer.**
- In the case of Public Shareholder(s) other than individuals, any documents, such as a copy of a power of attorney, board resolution, authorization, etc., as applicable and required in respect of support/verification of this Offer cum Acceptance Form shall also be provided; otherwise, the Bid shall be liable for rejection.
- The number of Equity Shares tendered under the Delisting Offer should match with the number of Equity Shares specified in the share certificate(s) enclosed or Equity Shares held under the respective client ID number. In case of mismatch, the acceptance or partial acceptance of the Equity Shares will be at the sole discretion of the Registrar to the Offer / Manager to the Offer.
- 5. The consideration shall be paid to Public Shareholder(s) in the name of the sole/first holder only.**
- Public Shareholders, holding Equity Shares in physical form, post tendering, should send the Offer cum Acceptance Form along with the share transfer deed, share certificates and other documents, as applicable, to the Registrar to the Offer. **It is the sole responsibility of Public Shareholders/ Seller Member(s) to ensure that their Equity Shares held in physical form reaches the Registrar to the Offer in a timely manner.**
- In case, the Offer cum Acceptance Form sent to the Registrar to the Offer is not complete in all respects, the same may be liable for rejection.
- 8. It is the sole responsibility of Public Shareholders/ Seller Member(s) to ensure that their Equity Shares shall be transferred on or before the Offer Closing Date and for physical shareholders, the Offer cum Acceptance Form along with other documents reaches to the Registrar to the Offer in a timely manner.**
- Public Shareholders, holding Offer Shares in physical form, should send the Offer Cum Acceptance Form along with share transfer deed, share certificates and other documents, as applicable, to the Registrar to Offer. It is the sole responsibility of Public Shareholders to ensure that their Offer Shares held in physical form reaches the Registrar to the Delisting Offer on or before the offer closing date i.e. Monday, April 08, 2024.
- 10. FOR UNREGISTERED PUBLIC SHAREHOLDERS:** Unregistered Public Shareholders should enclose (a) this Offer cum Acceptance Form, duly completed and signed in accordance with the instructions contained therein, (b) original share certificate(s), (c) original broker contract note, (d) valid share transfer form(s) as received from the market, duly stamped and executed as the transferee(s) along with blank transfer form duly signed as transferor(s) and witnessed at the appropriate place. All other requirements for valid transfer will be preconditions for acceptance.