

TENDER FORM FOR ELIGIBLE SHAREHOLDERS FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT

Buyback Open on	5 th June 2024
Buyback closes on	19 th June 2024
Status	Individual/Body Corporate/NRI

To,

The Board of Directors
Kanara Consumer Products Limited
No.301, III Floor, North Wing,
Manipal Center, 47, Dickenson Road,
BANGALORE 560 042

Dear Sir/Madam,

Sub: Letter of Offer dated 3rd May 2024 to buyback up to 23,69,230 (Twenty three crores sixty nine lakhs two hundred and thirty only) Equity Shares of Kanara Consumer Products Limited the "Company") at a price of 1300/- (Rupees One thousand three hundred only) per Equity Share ("Buyback Price"), payable by wire transfer.

1. I / We (having read and understood the Letter of Offer dated 3rd May 2024 hereby tender / offer my / our Equity Shares in response to the Buyback on the terms and conditions set out below and in the Letter of Offer.
2. I / We authorise the Company to Buyback the Equity Shares offered (as mentioned below) and extinguish the Equity Shares.
3. I / We hereby warrant that the Equity Shares comprised in this tender / offer are offered for Buyback by me / us free from all liens, equitable interest, charges and encumbrance.
4. I / We declare that there are no restraints / injunctions or other order(s) of any nature which limits / restricts in any manner my / our right to tender Equity Shares for Buyback and that I / we am / are legally entitled to tender the Equity Shares for Buyback.
5. I / We agree that the Company will pay the Buyback Price only after due verification of the validity of the documents.
6. I / We agree that we will have to ensure to keep the DP Account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, I / We will have to ensure to keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company.
7. I / We undertake to return to the Company any Buyback consideration that may be wrongfully received by me / us.
8. I / We authorize the Board of directors to accept the Shares so offered or such lesser number of Shares that they may decide to accept in terms of the Letter of Offer and I / We further authorize the Board of director to split/consolidate the share certificates comprising the shares that are not bought-back to be returned to me/us and for the aforesaid purposes the Board of Directors are hereby authorised to do all such things and execute such documents as may be found necessary and expedient for the purpose.

9. I/We irrevocably authorize the Board of directors or their nominees to pay the consideration by way of NEFT/RTGS/DD and send by Hand/ Registered Post as may be applicable at my/our risk the Cheque/Demand Draft in full and final settlement of the amount due to me/us and/or other documents or papers or correspondence to the Sole/First holder whose name and address is set out above in full and final settlement of the amount due to me/us.
10. I/We authorize the Board of Directors to accept the Shares so offered in terms of the Letter of Offer and I/We further authorize the Board of directors to return to me/us share certificate(s) in respect of which the offer is not found valid/not accepted specifying the reasons thereof.
11. I / We undertake to execute any further documents and give any further assurances that may be required or expedient to give effect to my / our tender / offer and agree to abide by any decision that may be taken by the Company to effect the Buyback in accordance with the Companies Act, the Buyback Regulations, and the extant applicable foreign exchange regulations.
12. Applicable for all non-resident shareholders: I/We, being a Non-Resident Shareholder, agree to obtain and submit all necessary approvals, if any and to the extent required from the concerned authorities including approvals from the RBI under FEMA and any other the rules and regulations, for tendering Equity Shares in the Buyback, and also undertake to comply with the reporting requirements, if applicable, and any other rules, regulations and guidelines, in regard to remittance of funds outside India.
13. Details of Equity Shares held and tendered / offered for Buyback:

(to be filled by the shareholder)

Particulars	In words	In Figures
Number of Equity Shares held as on Record Date		
Number of Equity Shares offered for Buyback		

Note: Acceptance of the equity shares tendered by the equity shareholders upto his buyback entitlement or over and above the buyback entitlement will be accepted by the Board on the terms as mentioned in the Letter of Offer.

FOR EQUITY SHARES HELD IN DEMAT MODE

For equity shares in demat mode, the DIS needs to be submitted for the number of shares. Details for submission of the DIS are given below

Beneficiary DP ID	IN301549
Beneficiary Client ID	67103617
Name of the Depository	National Securities Depository Limited
Name of depository participant	HDFC Bank Limited
DP/Client ID and Name of the 1 st shareholder	
2 nd shareholder	
Signature	1 st shareholder
	2 nd shareholder
PAN	
Address of the shareholder	
No of shares offered for buyback	
2 nd shareholder	
PAN	
Address of the shareholder	

Upon submission of the DIS, the shareholder needs to despatch the following documents

1. DIS form
2. Tender form with the detail of the number shares offered for buyback
3. Cancelled cheque leaf
4. Self attested PAN/address proof

should be despatched to

Mr.Bhushan Chandratre

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED
Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate,
J.R. Boricha Marg, Lower Parel (East),
Mumbai, Maharashtra 400 011,
022-4961 4132 / 3522 0056 / 4970 0138
Email: support@purvashare.com

FOR EQUITY SHARES HELD IN PHYSICAL MODE

I/We, holding physical shares, accept this Offer and enclose the original share certificate(s) and duly signed transfer deed(s) in respect of my / our Equity Shares as detailed below along with enclosures as mentioned herein

Sl.No.	Folio No.	Share Cert.No.	Dist Nos.		No of shares
			From	To	

1. Original share Certificate
2. Valid share transfer deed SH-4
3. Self attested PAN
4. Cancelled Cheque leaf
5. Other relevant documents, if any.

Have to be sent to the below address

Mr. Bhushan Chandratre

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED

Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate,

J.R. Boricha Marg, Lower Parel (East),

Mumbai, Maharashtra 400 011,

022-4961 4132 / 3522 0056 / 4970 0138

Email: support@purvashare.com

Applicable for all Non-resident shareholders I/We, being a Non-Resident Shareholder, agree to obtain and submit all necessary approvals, if any and to the extent required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under Foreign Exchange Management Act, 1999, (the "FEMA Regulations") and the rules and regulations framed there under, for tendering Equity Shares in the Buy-back, and also undertake to comply with the reporting requirements, if applicable, under the FEMA Regulations and any other rules, regulations and guidelines, in regard to remittance of funds outside India / We undertake to return to the Company any consideration in respect of buyback which is wrongfully credited to our account.

Date: 3rd May 2024

Place: Bangalore

This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender Form.

INSTRUCTIONS

1. The Buyback will open on 5th June 2024 and close on 19th June 2024.
2. This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender Form.
3. The Equity Shares tendered in the Buyback shall be liable to be rejected if (i) the shareholder is not a shareholder of the Company as on the Record Date, (ii) if there is a name mismatch in the demat account of the shareholder, (iii) in case of receipt of the completed Tender Form and other documents but non-receipt of Equity Shares in the special account of the Clearing Corporation, or (iv) a non-receipt of valid bid in the exchange bidding system.
4. The Eligible Shareholders will have to ensure that they keep the DP Account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to the Buyback being on a proportionate basis in terms of the ratio of Buyback, in accordance with the Buyback Regulations.
5. In case of non-receipt of the Letter of Offer, Eligible Shareholders holding Equity Shares may participate in the Buyback by providing their application in plain paper in writing signed by all Eligible Shareholders (in case of joint holding), stating name and address of the Eligible Shareholder(s), number of Equity Shares held as on the Record Date, Client ID number, DP Name, DP ID, beneficiary account number and number of Equity Shares tendered for the Buyback.
6. Eligible Shareholders to whom the Buyback offer is made are free to tender Equity Shares to the extent of their Buyback Entitlement in whole or in part or in excess of their Buyback Entitlement, but not exceeding their holding as on the Record Date.
7. For the procedure to be followed by Equity Shareholders for tendering in the Buyback, please refer the Letter of Offer.
8. All documents sent by Eligible Shareholders will be at their own risk. Eligible Shareholders are advised to safeguard adequately their interests in this regard.

Acknowledgement Slip

Ledger Folio No.: Received from:

An application for offer of Equity Share(s) of **together with share certificate(s)**
under the Buy-Back Offer by the Board of directors of Kanara Consumer Products Limited.

Date of Receipt	Signature of Official	Stamp of the Company

All future correspondence if any, should be addressed to secretary@manipal.com

