

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**AMENDMENT No. 1 to
SCHEDULE 13D/A**

Under the Securities Exchange Act of 1934
(Amendment No. 1 to Schedule 13D)

Name of Issuer:

Rohil Nair

Title of Class of Securities:

Residential Property

Address of Principal Executive Offices:

[REDACTED]

SCHEDULE 13D

CUSIP No. 90184L104

1. Name of Reporting Person:

Bharat J Govind

I.R.S. Identification Nos. of Above Person (entities only):

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a) ☐

(b) ☐

3. SEC Use Only:

4. Source of Funds (See Instruction):

OO

**5. Check if Disclosure of Legal Proceedings is Required Pursuant to Items
2(d) or 2(e):**

☐

6. Citizenship or Place of Organization:

USA

Number of Shares Beneficially Owned by Each Reporting Person With:

7. Sole Voting Power: 100%

8. Shared Voting Power: –

9. Sole Dispositive Power: 100%

Explanatory Note:

This statement on Schedule 13D amends the Schedule 13D of The Mannat Corporation (the “Reporting Person”) that was filed with respect to the acquisition of the residential property of Rohil Nair (the “Issuer”). This amendment to the Schedule 13D constitutes Amendment No. 1 to the Schedule 13D. Except as set forth herein, the Schedule 13D is unmodified.

Item 4. Purpose of Transaction:

- On 10th December 2023, the Reporting Person delivered a letter to the Issuer (the “Letter”) which contained a non-binding proposal (the “Proposal”) to acquire the residential property located at [REDACTED] Amsterdam, owned by Rohil Nair. This Proposal is for all cash consideration valuing the property in a manner consistent with current market evaluations.
- The Proposal is non-binding and, once structured and agreed upon, would be conditioned upon, among other things, the (i) receipt of any required governmental and regulatory approvals; (ii) completion of confirmatory legal, business, regulatory, accounting and tax due diligence; (iii) the negotiation and execution of definitive agreements providing for the Proposed Transaction; and (iv) completion of anticipated financing.
- There can be no assurance that a definitive agreement with respect to the Proposal will be executed or, if executed, whether the transaction will be consummated. The Reporting Person reserves the right to withdraw the Proposal or modify the terms at any time including with respect to the amount or form of consideration.
- The Reporting Person has engaged Morgan Stanley as its financial advisor.
- Neither the Letter nor this Schedule 13D is meant to be, nor should be construed as, an offer to buy or the solicitation of an offer to sell any securities.
- The Reporting Person intends to review this investment on a continuing basis. Depending on various factors, the Reporting Person may, from time to time, acquire additional property and/or retain and/or sell all or a portion of the property in open market or in privately negotiated transactions.

Item 7. Material to be Filed as Exhibits.

- Exhibit A: Letter Agreement, dated 10th December 2023, between The Mannat Corporation and Rohil Nair.
- Exhibit B: Letter from The Mannat Corporation to Rohil Nair dated 19th December 2023.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: 16th December, 2023

By: Bharat J Govind

Chief Executive Officer, The Mannat Corporation

Exhibit B

Rohil Nair
[REDACTED]
[REDACTED]

Subject: Acquisition Proposal by The Mannat Corporation

Dear Mr. Nair,

We are writing to express The Mannat Corporation's interest in acquiring your property located at [REDACTED] Amsterdam. As a leading global entity, we recognize the strategic value of your residence and its alignment with our Greater Mannat Agenda.

Our proposal entails an all-cash transaction, offering a fair market price that reflects the property's value and significance. We believe this offer presents a unique opportunity for you, both financially and as a chance to be associated with a transformative global project.

Upon agreement, The Mannat Corporation commits to conducting a thorough and respectful due diligence process. We assure you of our professionalism and discretion, respecting the confidentiality of all negotiations and transactions. We will transform your residence into a vital component of our global network of exclusive properties. This acquisition is more than a transaction; it's an integration into a vision that seeks to redefine luxury and exclusivity.

In a spirit of transparency, we wish to affirm that [REDACTED] will **NOT** be involved in this transaction in any capacity. As much as we appreciate diverse contributions, we have found that their involvement tends to introduce a unique blend of excitement that our risk assessment team is not equipped to handle.

We understand that such decisions are significant and not made lightly. Therefore, we are prepared to provide all necessary information and answer any queries to facilitate a smooth and transparent negotiation process. We look forward to the possibility of a fruitful collaboration and hope to hear from you soon regarding this proposal.

Sincerely,

Bharat J Govind

Chief Executive Officer, The Mannat Corporation