PRE-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

AARVEE DENIMS AND EXPORTS LIMITED

Registered Office: 191, Shahwadi, Narol-Sarkhej Highway, Nr. Old Octroi Naka, Narol, Ahmedabad 382405. | **Tel No.:** +91-79-30417000, 30017000
Fax No.: +91-79-30417000, 30017000 | **Email id:** info@aarveedenims.com | **website:** www.aarveedenims.com | **CIN:** L17110GJ1988PLC010504

OPEN OFFER FOR THE ACQUISITION OF UP TO 60,99,548 (SIXTY LAKHS NINETY NINE THOUSAND FIVE HUNDRED FORTY EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") REPRESENTING 26.00 % OF EQUITY SHARE CAPITAL OF AARVEE DENIMS AND EXPORTS LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS BY JAIMIN KAILASH GUPTA ("ACQUIRER") ALONGWITH TARACHAND GANGASAHAY AGRAWAL ("PAC 1") AND QMIN INDUSTRIES LIMITED ("PAC 2") ("PAC 1 AND PAC 2 HEREINAFTER TOGETHER REFERRED TO AS PERSONS ACTING IN CONCERT "PACS") PURSUANT TO AND IN COMPLIANCE WITH REGULATION 3(1) AND REGULATION 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS (THE "OPEN OFFER" OR "OFFER").

This pre-offer advertisement in accordance with regulation 18(7) of the SEBI (SAST) Regulations cum corrigendum to the DPS (*as defined below*) and LOF (*as defined below*) (**"Pre-Offer Advertisement"**) is being issued by Vivro Financial Services Private Limited, the Manager to the Offer (**"Manager to the Offer"** or **"Manager"**), for and on behalf of the Acquirer and the PACs, in compliance with Regulation 18(7) and other applicable provisions of the SEBI (SAST) Regulations.

This Pre-Offer Advertisement should be read in continuation of and in conjunction with:

(a) the Public Announcement dated September 5, 2024 (**"PA"**);

(b) the Detailed Public Statement that was published in in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions), Financial Express (Gujarati) (Ahmedabad Edition) and Navshakti (Marathi) (Mumbai Edition) (**"Newspapers"**) on September 12, 2024 (**"DPS"**);

(c) the Draft Letter of Offer dated September 20, 2024 (**"DLOF"**); and

(d) the Letter of Offer dated November 06, 2024 along with the Form of Acceptance-cum-Acknowledgement (**"LOF"**) (the PA, DPS, DLOF and LOF are herein collectively referred to as **'Offer Document'**).

This Pre-Offer Advertisement is being published in all Newspapers in which the DPS was published.

For the purpose of this Pre-Offer Advertisement:

(a) **"Identified Date"** means November 05, 2024, being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and

(b) **"Tendering Period"** means the 10 (Ten) Working Days period from Thursday, November 21, 2024, to Wednesday, December 04, 2024, (both days inclusive) within which the Public Shareholders may tender their Equity Shares in acceptance of the Offer.

Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.

The Public Shareholders of the Target Company are requested to note the following information related to the Offer:

1. **Offer Price:** The Open Offer Price is made at ₹ 41/- *(Rupees Forty One Only)* per Equity Share, payable in cash and there has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 6.1 *(Justification of Offer Price)* on page 27 of the LOF.

2. **Recommendations of the Committee of Independent Directors ("IDC"):** The IDC Recommendation was approved on Tuesday, November 12, 2024 and published on Wednesday, November 13, 2024 in the same Newspapers in which the Detailed Public Announcement was made. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations. However, the Public Shareholders of the Target Company should evaluate the Open Offer and market performance of the Target Company's Equity Shares and make their own informed decisions with respect to the Open Offer.

3. **Other details of the Offer**

3.1. The Open Offer is being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.

3.2. This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations and there has been no competing offer as on the date of this LOF. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19 of SEBI (SAST) Regulations.

3.3. The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e., November 05, 2024, in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email on November 08, 2024 and through speed post on November 08, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date *(even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date)* or those who have not received the LOF are eligible to participate in the Offer *(except the Acquirer, PAC and Promoters and Promoter Group of the Target Company)*.

3.4. A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.

3.5. Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), NSE (www.nseindia.com), Manager to the Offer (https://www.vivro.net/) or obtain a copy of the same from Link Intime India Private Limited (**"Registrar to the Offer"**) on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.

3.6. **Tendering in case of non-receipt/non-availability of LOF:** In case of non-receipt/non-availability of LOF / the Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating their name, address, and number of Equity Shares held, client ID number, DP name, DP ID number, Folio number, Distinctive number, number of Equity Shares being tendered and accompanied with other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Tendering Period.

4. **The procedure for tendering the Equity Shares in the Offer is as below:**

4.1. **In case of Equity Shares held in physical form:**

Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents for verification procedures to be carried out, including (i) original share certificate(s); (ii) valid share transfer form(s), i.e., Form SH-4, duly filled and signed by the transferors *(i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company)* and duly witnessed at the appropriate place; (iii) self-attested copy of the shareholder's PAN Card; (iv) Form of Acceptance duly completed and signed in accordance with the instructions contained therein, by sole/joint Public Shareholders whose name(s) appears on the share certificate(s) in the same order in which they hold Equity Shares; and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. For further details kindly refer the paragraph 8.11 on page 34 of the LOF.

4.2. **In case of Equity Shares held in dematerialised form:**

Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer. Public Shareholders holding Equity Shares in demat mode are not required to fill any Form of acceptance-cum-Acknowledgement unless required by their respective Selling Broker. For further details kindly refer the paragraph 8.10 on page 33 of the LOF.

5. In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on September 20, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/34254/1 dated October 31, 2024, issued its Comments on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations (**"SEBI Observation Letter"**). The comments specified in the SEBI Observation Letter have been incorporated in the LOF.

6. **Material changes:** The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:

6.1. Pursuant to BSE notice no. 20241108-19 and NSE circular no 154/2024, each dated November 08, 2024; Wednesday, November 20, 2024 being trading holiday in view of Assembly General Elections in Maharashtra, the Offer schedule has been changed and will now open on Thursday, November 21, 2024 and close on Wednesday, December 04, 2024. Accordingly, the schedule of activities as mentioned in the LOF has been updated and shall be now read as per point no. 8 of this Pre-Offer Advertisement.

6.2. Note no. (2) of section III of the DPS has been updated as follows:

"Except PACs, there are no other person acting in concert with the Acquirer for the purpose of this Open Offer. While persons may be deemed to be acting in concert with the Acquirer and/or the PACs in terms of Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations, however, such deemed PACs are not acting in concert with the Acquirer and/or the PACs for the purposes of this Open Offer, within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations."

6.3. The following clause has been incorporated at 3.2.18 of the LOF:

"There are no directions subsisting or proceedings pending or any statutory approval pending against the Manager to the Offer under SEBI Act, 1992 and regulations made there under, also by any other Regulator. Further, there are no penalties levied by SEBI, RBI or Stock Exchanges against the Manager to the Offer. Further, Link Intime India Private Limited has confirmed vide their e-mail dated October 15, 2024 that there has been no penalty imposed by SEBI during the last five years, except in the case of an adjudication order no. Order/BM/JR/2022-23/ 23296 – 23297 dated 31 January 2023 in the matter of complaint by Pushpaben Rasiklal Patel and amount of Rs 1 Lakh penalty has been paid by Link Intime India Private Limited."

6.4. The following clause has been incorporated at clause no. 5.14 of the LOF:

"The Target Company is in compliance with the listing requirements and no punitive action has been taken by Stock Exchanges against the Target Company."

6.5. The following clause has been incorporated at clause no. 5.15 of the LOF:

"There are no directions subsisting or proceedings pending or any statutory approval pending against the Target Company, its directors or promoters under SEBI Act, 1992 and regulations made there under, also by any other Regulator. Further, there are no penalties levied by SEBI, RBI or Stock Exchanges against the Target Company, its directors or promoters. Further, there are no instances of non-compliance or delayed compliance under Regulation 29, 30 and 31 of the SEBI (SAST) Regulations by the Target Company in the last 8 financial years."

7. **Details regarding the status of the Statutory and other approvals**

As on the date of the LOF, there are no statutory or other approvals required to acquire the Equity Shares by the Acquirer validly tendered pursuant to this Open Offer. However, in case of any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.

8. **Schedule of Activities:**

Activities	Original Day and Date	Revised Day and Date
Issue of Public Announcement	Thursday, September 05, 2024	Thursday, September 05, 2024
Publication of this DPS in newspapers	Thursday, September 12, 2024	Thursday, September 12, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Friday, September 20, 2024	Friday, September 20, 2024
Last date for Public Announcement for competing offer	Monday, October 07, 2024	Monday, October 07, 2024
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Tuesday, October 15, 2024	Thursday, October 31, 2024
Identified Date	Thursday, October 17, 2024	Tuesday, November 05, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Thursday, October 24, 2024	Tuesday, November 12, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, October 28, 2024	Thursday, November 14, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Tuesday, October 29, 2024	Monday, November 18, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Wednesday, October 30, 2024	Tuesday, November 19, 2024
Date of commencement of Tendering Period (**"Offer Opening Date"**)	Thursday, October 31, 2024	Thursday, November 21, 2024
Date of Closure of Tendering Period (**"Offer Closing Date"**)	Thursday, November 14, 2024	Wednesday, December 04, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Friday, November 29, 2024	Wednesday, December 18, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Friday, December 06, 2024	Thursday, December 26, 2024
Last Date of Filing the Final report to SEBI	Friday, December 06, 2024	Thursday, December 26, 2024

To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

9. The Acquirer and PACs accept full responsibility for the information contained in this Pre-offer Advertisement *(other than such information as has been obtained from the public sources or provided by or relating to and confirmed by the Target Company)* and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Offer.

10. The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
VIVRO	LINK Intime
VIVRO FINANCIAL SERVICES PRIVATE LIMITED Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007. Gujarat. India. | **Tel No.:** 079- 4040 4242 **Email:** investors@vivro.net | **Website:** www.vivro.net **SEBI Reg. No.:** MB/INM000010122 | **Contact Person:** Shivam Patel	**LINK INTIME INDIA PRIVATE LIMITED** C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India. | **Tel. No.:** +91-8108114949 **Email:** aarvee.offer@linkintime.co.in | **Website:** www.linkintime.co.in **SEBI Reg. No.:** INR000004058 | **Contact Person:** Pradnya Karanjekar

For and on behalf of the Acquirer and the PACs:

Sd/- **Jaimin Kailash Gupta** **Acquirer**	Sd/- **Tarachand Gangasahay Agrawal** **PAC-1**	**For, Qmin Industries Limited** Sd/- **Khushant Gupta (Director)** **PAC- 2**

Place: Ahmedabad, Gujarat
Date: November 18, 2024

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OPEN OFFER FOR THE ACQUISITION OF UP TO 60,99,548 (SIXTY LAKHS NINETY NINE THOUSAND FIVE HUNDRED FORTY EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") REPRESENTING 26.00 % OF EQUITY SHARE CAPITAL OF AARVEE DENIMS AND EXPORTS LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS BY JAIMIN KAILASH GUPTA ("ACQUIRER") ALONGWITH TARACHAND GANGASAHAY AGRAWAL ("PAC 1") AND QMIN INDUSTRIES LIMITED ("PAC 2") ("PAC 1 AND PAC 2 HEREINAFTER TOGETHER REFERRED TO AS PERSONS ACTING IN CONCERT "PACS") PURSUANT TO AND IN COMPLIANCE WITH REGULATION 3(1) AND REGULATION 4 READ WITH OTHER APPLICABLE PROVISIONS OF THE SEBI (SAST) REGULATIONS (THE "OPEN OFFER" OR "OFFER").

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For the purpose of this Pre-Offer Advertisement:

(a) **"Identified Date"** means November 05, 2024, being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and
(b) **"Tendering Period"** means the 10 (Ten) Working Days period from Thursday, November 21, 2024, to Wednesday, December 04, 2024, (both days inclusive) within which the Public Shareholders may tender their Equity Shares in acceptance of the Offer.

Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.

The Public Shareholders of the Target Company are requested to note the following information related to the Offer:

1. **Offer Price:** The Open Offer Price is made at ₹ 41/- *(Rupees Forty One Only)* per Equity Share, payable in cash and there has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 6.1 *(Justification of Offer Price)* on page 27 of the LOF.
2. **Recommendations of the Committee of Independent Directors ("IDC"):** The IDC Recommendation was approved on Tuesday, November 12, 2024 and published on Wednesday, November 13, 2024 in the same Newspapers in which the Detailed Public Announcement was made. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations. However, the Public Shareholders of the Target Company should evaluate the Open Offer and market performance of the Target Company's Equity Shares and make their own informed decisions with respect to the Open Offer.
3. **Other details of the Offer**

3.1. The Open Offer is being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.
3.2. This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations and there has been no competing offer as on the date of this LOF. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19 of SEBI (SAST) Regulations.
3.3. The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e., November 05, 2024, in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email on November 08, 2024 and through speed post on November 08, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date *(even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date)* or those who have not received the LOF are eligible to participate in the Offer *(except the Acquirer, PAC and Promoters and Promoter Group of the Target Company)*.
3.4. A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.
3.5. Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), NSE (www.nseindia.com), Manager to the Offer (https://www.vivro.net/) or obtain a copy of the same from Link Intime India Private Limited (**"Registrar to the Offer"**) on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
3.6. **Tendering in case of non-receipt/non-availability of LOF:** In case of non-receipt/non-availability of LOF / the Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating their name, address, and number of Equity Shares held, client ID number, DP name, DP ID number, Folio number, Distinctive number, number of Equity Shares being tendered and accompanied with other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Tendering Period.

4. **The procedure for tendering the Equity Shares in the Offer is as below:**

4.1. **In case of Equity Shares held in physical form:**
Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents for verification procedures to be carried out, including (i) original share certificate(s); (ii) valid share transfer form(s), i.e., Form SH-4, duly filled and signed by the transferors *(i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company)* and duly witnessed at the appropriate place; (iii) self-attested copy of the shareholder's PAN Card; (iv) Form of Acceptance duly completed and signed in accordance with the instructions contained therein, by sole/joint Public Shareholders whose name(s) appears on the share certificate(s) in the same order in which they hold Equity Shares; and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. For further details kindly refer the paragraph 8.11 on page 34 of the LOF.
4.2. **In case of Equity Shares held in dematerialised form:**
Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer. Public Shareholders holding Equity Shares in demat mode are not required to fill any Form of acceptance-cum-Acknowledgement unless required by their respective Selling Broker. For further details kindly refer the paragraph 8.10 on page 33 of the LOF.

5. In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on September 20, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/34254/1 dated October 31, 2024, issued its Comments on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations (**"SEBI Observation Letter"**). The comments specified in the SEBI Observation Letter have been incorporated in the LOF.
6. **Material changes:** The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:

6.1. Pursuant to BSE notice no. 20241108-19 and NSE circular no 154/2024, each dated November 08, 2024; Wednesday, November 20, 2024 being trading holiday in view of Assembly General Elections in Maharashtra, the Offer schedule has been changed and will now open on Thursday, November 21, 2024 and close on Wednesday, December 04, 2024. Accordingly, the schedule of activities as mentioned in the LOF has been updated and shall be now read as per point no. 8 of this Pre-Offer Advertisement.
6.2. Note no. (2) of section III of the DPS has been updated as follows:
"Except PACs, there are no other person acting in concert with the Acquirer for the purpose of this Open Offer. While persons may be deemed to be acting in concert with the Acquirer and/or the PACs in terms of Regulation 2(1)(q)(2) of the SEBI (SAST) Regulations, however, such deemed PACs are not acting in concert with the Acquirer and/or the PACs for the purposes of this Open Offer, within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations."
6.3. The following clause has been incorporated at 3.2.18 of the LOF:
"There are no directions subsisting or proceedings pending or any statutory approval pending against the Manager to the Offer under SEBI Act, 1992 and regulations made there under, also by any other Regulator. Further, there are no penalties levied by SEBI, RBI or Stock Exchanges against the Manager to the Offer. Further, Link Intime India Private Limited has confirmed vide their e-mail dated October 15, 2024 that there has been no penalty imposed by SEBI during the last five years, except in the case of an adjudication order no. Order/BM/JR/2022-23/ 23296 – 23297 dated 31 January 2023 in the matter of complaint by Pushpaben Rasiklal Patel and amount of Rs 1 Lakh penalty has been paid by Link Intime India Private Limited."
6.4. The following clause has been incorporated at clause no. 5.14 of the LOF:
"The Target Company is in compliance with the listing requirements and no punitive action has been taken by Stock Exchanges against the Target Company."
6.5. The following clause has been incorporated at clause no. 5.15 of the LOF:
"There are no directions subsisting or proceedings pending or any statutory approval pending against the Target Company, its directors or promoters under SEBI Act, 1992 and regulations made there under, also by any other Regulator. Further, there are no penalties levied by SEBI, RBI or Stock Exchanges against the Target Company, its directors or promoters. Further, there are no instances of non-compliance or delayed compliance under Regulation 29, 30 and 31 of the SEBI (SAST) Regulations by the Target Company in the last 8 financial years."

7. **Details regarding the status of the Statutory and other approvals**
As on the date of the LOF, there are no statutory or other approvals required to acquire the Equity Shares by the Acquirer validly tendered pursuant to this Open Offer. However, in case of any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
8. **Schedule of Activities:**

Activities	Original Day and Date	Revised Day and Date
Issue of Public Announcement	Thursday, September 05, 2024	Thursday, September 05, 2024
Publication of this DPS in newspapers	Thursday, September 12, 2024	Thursday, September 12, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Friday, September 20, 2024	Friday, September 20, 2024
Last date for Public Announcement for competing offer	Monday, October 07, 2024	Monday, October 07, 2024
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Tuesday, October 15, 2024	Thursday, October 31, 2024
Identified Date	Thursday, October 17, 2024	Tuesday, November 05, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Thursday, October 24, 2024	Tuesday, November 12, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, October 28, 2024	Thursday, November 14, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Tuesday, October 29, 2024	Monday, November 18, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Wednesday, October 30, 2024	Tuesday, November 19, 2024
Date of commencement of Tendering Period (**"Offer Opening Date"**)	Thursday, October 31, 2024	Thursday, November 21, 2024
Date of Closure of Tendering Period (**"Offer Closing Date"**)	Thursday, November 14, 2024	Wednesday, December 04, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Friday, November 29, 2024	Wednesday, December 18, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Friday, December 06, 2024	Thursday, December 26, 2024
Last Date of Filing the Final report to SEBI	Friday, December 06, 2024	Thursday, December 26, 2024

To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

9. The Acquirer and PACs accept full responsibility for the information contained in this Pre-offer Advertisement *(other than such information as has been obtained from the public sources or provided by or relating to and confirmed by the Target Company)* and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Offer.
10. The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
VIVRO **VIVRO FINANCIAL SERVICES PRIVATE LIMITED** Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007. Gujarat. India. | **Tel No.:** 079- 4040 4242 **Email:** investors@vivro.net | **Website:** www.vivro.net **SEBI Reg. No.:** MB/INM000010122 | **Contact Person:** Shivam Patel	LINK Intime **LINK INTIME INDIA PRIVATE LIMITED** C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India. | **Tel. No.:** +91-8108114949 **Email:** aarvee.offer@linkintime.co.in | **Website:** www.linkintime.co.in **SEBI Reg. No.:** INR000004058 | **Contact Person:** Pradnya Karanjekar

For and on behalf of the Acquirer and the PACs:

Sd/- **Jaimin Kailash Gupta** **Acquirer**	Sd/- **Tarachand Gangasahay Agrawal** **PAC-1**	**For, Qmin Industries Limited** Sd/- **Khushant Gupta (Director)** **PAC- 2**

Place: Ahmedabad, Gujarat
Date: November 18, 2024

AdBaaz

સેબીએ સીઆરએને અમુક કેસમાં ઇસ્યૂઅર્સની આર્થિક સદ્ધરતા અંગે ચકાસણી કરવાનો આદેશ આપ્યો

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મૂડીબજારના નિયામક સેબીએ ક્રેડિટ રેટિંગ એજન્સીઓ (સીઆરએ)ને ઇસ્યૂઅરના અંકુશ બહારના પરિબળોના કારણે વધેલા દેવાની ચૂકવણીમાં નિષ્ફળતાના કારણો નક્કી કરવા અને ઇસ્યૂઅર્સની ફંડ પ્રાપ્યતાની ચકાસણી કરવાનો આદેશ આપ્યો છે. વધુમાં, સીઆરએએ એ વાતની ખાતરી કરવી જોઇએ કે આવા કેસોમાં જરૂરી પેમેન્ટ એસ્ક્રો એકાઉન્ટમાં અંતિમ તારીખે જમા થયેલા છે કે નહીં. આ વધારાની માર્ગદર્શિકા દેવાંની નહીં ચૂકવણી (મુદલ કે વ્યાજ) ની પરિસ્થિતિનો ઉકેલ લાવવા માટે દાખલ કરવામાં આવી છે, જે પરિસ્થિતિ ઇસ્યૂઅર્સના અંકુશબહારના પરિબળોના કારણે સર્જાતી હોય છે.આવા પરિબળોમાં મુદ્દાઓ જેવા કે રોકાણકાર ખાતાની ખોટી વિગતો, આઉટડેટેડ પેમેન્ટ ઇન્ફર્મેશન, કે સરકારના આદેશ મુજબ ફ્રીઝ કરવામાં આવેલા ખાતાનો સમાવેશ થાય છે. એવો નિર્ણય કરવામાં આવ્યો છે કે આવી પરિસ્થિતિમાં, સીઆરએએ ઇસ્યૂઅર્સ પાસેના પૂરતા ફંડની પ્રાપ્યતાના સમર્થન અને ચકાસણી કરવાની રહેશે અને દેવાં(મુદલ અને-કે વ્યાજની જરૂરી ચૂકવણીમાં નિષ્ફળતા અને નિષ્ફળતાના કારણોની સાબિતીને કન્ફર્મ અને વેરિફાઇ કરવાની રહેશે, તેમ સેબીએ તેના પરિપત્રમાં જણાવ્યું છે. આ ઉપરાંત, સીઆરએએ વાતની પણ ખાતરી કરવી જોઇએ કે ઇસ્યૂઅરે જરૂરી રકમ ડેઝિગ્નેટેડ એસ્ક્રો એકાઉન્ટ શિડ્યૂલ્ડ કોમર્સિયલ બેંકમાં હોય તેમાં અંતિમ તારીખ સુધીમાં જમા કરાવેલી છે કે નહીં.

આવા કેસોમાં, સીઆરએએ વિગતો-સિક્યુરિટીનું નામ, આઇએસઆઇએન, રકમ, અંતિમ તારીખ, ચૂકવણીમાં નિષ્ફળતાના કારણો - શેરબજારો, ડિપોઝિટરીઝ, અને ડિબેન્ચર ટ્રસ્ટીઓને પૂરી પાડવાની રહેશે.

આવી સંસ્થાએ આવી માહિતીને તેઓની વેબસાઇટસ પર પ્રસિદ્ધ કરશે. ઇસ્યૂઅર્સે સુવિધાઓ જેવી કે પેન્ની-ડ્રોપ ચકીસણીનો ઉપયોગ કરવો જોઇએ કે જેથી એકાઉન્ટની ચોક્કસ વિગતોની ખાતરી થઇ શકે અને પેમેન્ટ નિષ્ફળકાને નિવારી શકાય. આ માર્ગદર્શિકા, તાત્કાલિક અસરથી અમલી બને છે, જેનો હેતુ તમામ સીઆરએને નોન-પેમેન્ટ સિનારિયોની સરખી ટ્રીટમેન્ટની ખાતરી મળી રહે.

આ નિયમ હેઠળ, એક દિવસનો પણ કોઇ વિલંબ કે રૂપિયા એક દેવાં પુનઃચૂકવણી (મુદલ કે વ્યાજ) ને ડિફોલ્ટ ગણવામાં આવશે, જો ધિરાણ સંસ્થાઓ દ્વારા અંતિમ તારીખ પહેલા દેવાની શરતોને પુનઃ નિર્ધારિત કરી ન હોય.આ નિયમ, ધી સેબી (સીઆરએ) રેગ્યુલેશન્સ, ૧૯૯૯થી ફેરફાર વગરનો રહ્યો છે.

છૂટક રોકાણકારોનો ક્વોટા પૂરેપૂરો છલકાયો

એનટીપીસી ગ્રીન એનર્જીનો ઇસ્યુ સૌપ્રથમ દિવસે ૩૩ ટકા ભરાયો

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એનટીપીસીની ઊર્જા ક્ષેત્રની પુનઃપ્રાપ્ય કંપની એનટીપીસી ગ્રીન એનર્જી લિમિટેડની પ્રારંભિક જાહેર ઓફર (આઈપીઓ) તેના પ્રથમ દિવસ ૩૩ ટકા ભરાયો હતો. એનએસઈ ખાતે ઉપલબ્ધ આંકડા પ્રમાણે ૫૯,૩૧,૬૭,૫૭૫ શેરોની સામે ૧૯,૪૬,૫૩,૯૬૮ શેરો માટે બિડઝ મળી હતી. ઉલ્લેખનીય છે કે, છૂટક વ્યક્તિગત રોકાણકારોનો ક્વોટા ૧.૩૩ ગણો ભરાયો હતો. જ્યારે બિન-સંસ્થાકીય રોકાણકારોની કેટેગરી ૧૫ ટકા સબસ્ક્રાઈબ થઈ હતી.

એનટીપીસી ગ્રીન એનર્જીએ તેના મુખ્ય રોકાણકારો પાસેથી રૂપિયા ૩,૯૬૦ કરોડ એકત્ર કર્યા હતાં. રૂપિયા ૧૦,૦૦૦ કરોડનો આઈપીઓમાં સંપૂર્ણ ફ્રેશ ઈક્વિટીનું વેચાણ કરવામાં આવશે, ઓફર ફોર સેલ (ઓએફએસ) મારફતે શેરોનું વેચાણ કરવામાં આવશે નહિં. આઈપીઓની પ્રાઈસ બેન્ડ પ્રતિ શેર રૂપિયા ૧૦૨થી ૧૦૮ વચ્ચે રાખવામાં આવી છે. જ્યારે ૧૯થી ૨૨ નવેમ્બર દરમિયાન જાહેર ભરણું સંપૂર્ણ ભરાયું હતું. આઈપીઓથી એકત્ર કરેલા ભંડોળમાંથી રૂપિયા ૭,૫૦૦ કરોડ તેની પેટાકંપની એનટીપીસી રિન્યુએબલ એનર્જી લિમિટેડને (એનઆરઈએલ) પરત ચૂકવણી કરવામાં આવશે અને બાકીની રકમનો ઉપયોગ સામાન્ય કોર્પોરેટ હેતું માટે થશે.

એનટીપીસી ગ્રીન એનર્જીની કેન્દ્રીય જાહેર ક્ષેત્રનો સહાસ મહારતન છે, જેના પુનઃપ્રાપ્ય પોર્ટફોલિયોમાં સોલાર અને વિન્ડ પાવર અસ્કાયમતોનો સમાવેશ થાય છે.

આ ઈસ્યૂના અગ્રણી સંચાલનોમાં આઈડીબીઆઈ કેપિટલ માર્કેટસ એન્ડ સિક્યુરિટીઝ, એચડીએફસી બેન્ક, આઈઆઈએફએલ કેપિટલ સર્વિસ અને નોમુરા વેલ્થ મેનેજમેન્ટનો સમાવેશ થાય છે.

એનટીપીસીએ તેના શેરધારકોને રૂા.૨,૪૨૪ કરોડનું વચગાળાનું ડિવિડન્ડ ચાલુ વરસ માટે ચૂકવ્યું

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જાહેર ક્ષેત્રની કંપની એનટીપીસીએ આજે જણાવ્યું હતું કે તેણે તેના શેરધારકોને વચગાળાના ડિવિડન્ડ તરીકે રૂપિયા ૨,૪૨૪ કરોડ ચૂકવ્યા છે. કંપનીએ ૧૮ નવેમ્બર, ૨૦૨૪ના રોજ ૨૦૨૪-૨૫ માટે રૂા.૨,૪૨૪ કરોડનું તેનું પ્રથમ વચગાળા ડિવિડન્ડ ચૂકવ્યું છે, જે કંપનીની ભરપાઇ થયેલી ઇક્વિટી શેર મૂડીના ૨૫ ટકાનું પ્રતિનિધિત્વ કરે છે, એમ એનટીપીસીએ એક અખબારી યાદીમાં જણાવ્યું હતું.

કંપનીના સીએમડી ગુરદીપ સિંઘે કંપનીના બોર્ડ ઓફ ડિરેક્ટર્સ સાથે મળીને સરકારના હિસ્સાનું પ્રતિનિધિત્વ કરતી રૂા.૧,૨૩૮.૮૪ કરોડની પેમેન્ટ એડવાઇસ વીજ સચિવ પંકજ અગ્રવાલ, વીજ પ્રધાન મનોહર લાલને અર્પણ કરી છે.

૨૪ ઓક્ટોબર, ૨૦૨૪ના રોજ કંપનીના બોર્ડઓફ ડિરેક્ટર્સે ૨૦૨૪-૨૫ માટે દરેક રૂા.૧૦ના શેરની મૂળ કિંમત પર રૂા.૨.૫૦ના પ્રથમ વચગાળા ડિવિડન્ડને મંજૂરી આપી હતી. આ તેના સળંગ ૩૨મું વર્ષ છે જેમાં એનટીપીસીએ તેના શેરધારકોને ડિવિડન્ડની વહેંચણી કરી છે.

એક અલગ નિવેદનમાં કંપનીએ જણાવ્યું હતું કે તે દરિયાઇ પાણીમાંથી ગ્રીન હાઇડ્રોજનનું ઉત્પાદન કરવા માટે આંધ્ર પ્રદેશમાં સિંહાદ્રિ ખાતે એક પ્લાન્ટની સ્થાપના કરી રહી છે.

કોર્પોરેટ ઇંફ્રો ટેકે ઓએનજીસીની પાસેથી આઇટી ઇંફ્રા સર્વિસ માટે સાત વરસ માટેનો ઓર્ડર મેળવ્યો

પીટીઆઇ
નવી દિલ્હી, તા. ૧૯

ટેકનોલોજીને લગતા સોલ્યુશનો પૂરા પાડતી કોર્પોરેટ ઇન્ફોટેક પ્રાઇવેટ લિમિટેડે (સીઆઇપીએલ) આજે જણાવ્યું હતું કે તેણે આઇટીના માળખાના આધુનિકરણ માટે જાહેર ક્ષેત્રની કંપની ઓઇલ એન્ડ નેચરલ ગેસ કાર્પોરેશન (ઓએનજીસી) પાસેથી સાત વર્ષનો કોન્ટ્રાક્ટ પ્રાપ્ત કર્યો છે. ઓએનજીસીએ કોર્પોરેટ ઇન્ફ્રોટેકને પે-પર-યુઝ મોડલ પર આઇટી ઇન્ફ્રાસ્ટ્રક્ચર એઝ એ સર્વિસ (આઇએએએસ) ઓન પ્રિમાઇસ માટે રૂા.૯૮ કરોડનો કોન્ટ્રાક્ટ કોર્પોરેટ ઇન્ફોટેકને ફાળવ્યો છે. કોન્ટ્રાક્ટનો સપ્ટેમ્બર ૨૦૩૧ સુધીના સાત વર્ષના સમય ગાળા માટે અમલ કરવામાં આવશે. નોઇડા સ્થિત કંપનીએ જણાવ્યું હતું કે આ પ્રોજેક્ટ પાછળનો હેતુ દિલ્હીમાં ઓએનજીસીના કોર્પોરેટ ઇન્ફોકોમ ડેટા સેન્ટર (સીઆઇડીસી)માં અને ગુજરાતમાં વડોદરા ખાતે ડિઝાસ્ટર રિકવરી સાઇટમાં ઓએનજીસીના આઇટી હાર્ડવેર ઇન્ફ્રાસ્ટ્રકચરને વધારવાનો છે. ઓએનજીસીના ડિજિટલ બદલાવના યાત્રાના ભાગ રૂપે પ્રોજેક્ટ સરળ ડેટા રિપ્લિકેશન, આપત્તિ સુધારો અને એપ્લિકેશન સંચાલન સેવાને સુનિશ્ચિત કરીને રાજ્યની માલિકીની કંપનીની કામગીરીને ભવિષ્યમાં સાબિત કરવામાં મદદ કરશે, તેમ તેણે જણાવ્યું હતું.