



CIN: L45202HR2019PLC080514

SAR TELEVENTURE LIMITED

Formerly Known as Sar Televenture Pvt. Ltd.

Reg Off.: Plot No. 346 A, 2nd Floor, Udyog Vihar,
Phase-4, Gurugram-122016 Haryana

Contact: +91-8587050050

Email id: info@sartelevventure.com

July 12, 2024

The Manager, Listing

NSE Emerge (National Stock Exchange of India Ltd)

Exchange Plaza, Bandra- Kurla Complex,

Bandra (E) Mumbai – 400051

Symbol: NSE : SARTELE

Ref: SAR Televenture Limited (INE0PUC01020)

Sub: Newspaper Publication

Dear Sir/Madam,

Pursuant to Regulation 30 of the securities and Exchange Board of India (Listing Obligation and Disclosure Requirements, 2015, Please find enclosed press release being issued by Company with regard to Composite Issue Comprising of Right Issue and Further Public Offer (FPO) of Securities of SAR Televenture Limited published today in Business Standard (Hindi and English) all editions.

Kindly take the same on record.

Thanking You,

Your Faithfully

For SAR Televenture Limited

(Formerly Known as SAR Televenture Private Limited)

**ABHISHEK
JAIN**

Digitally signed by
ABHISHEK JAIN
Date: 2024.07.12 14:10:30
+05'30'

Abhishek Jain

Company Secretary & Compliance Officer

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SAR TELEVENTURE LIMITED



(Please scan the QR code to view the Offer Document)

Our Company was originally incorporated as "SAR Televenture Private Limited" as a private limited company under the provisions of the Companies Act, 2013, pursuant to a certificate of incorporation dated May 24, 2019 issued by the Registrar of Companies, Central Registration Centre. Subsequently, our Company was converted to a public limited company, pursuant to a special resolution passed by our shareholders in the extra-ordinary general meeting held on March 21, 2023 and the name of our Company was changed to "SAR Televenture Limited" and a fresh certificate of incorporation consequent upon change of the name was issued by the Registrar of Companies, Delhi on April 13, 2023. For further details in relation to the changes in our name and the registered office of our Company, see "History and Certain Corporate Matters – Brief History of our Company" and "History and Certain Corporate Matters – Changes in the registered office of our Company" on page 147 of the Offer Document.

Corporate Identity Number: L45202HR2019PLC080514;

Registered Office: P. No – 346A, 2nd Floor, Udyog Vihar, Phase-4, Gurugram-122016 Haryana, India; Corporate Office: B-16, First Floor, Sector-2, Noida - 201301, Uttar Pradesh, India; Telephone: +91 8587050050; Contact Person: Abhishek Jain, Company Secretary and Compliance Officer; E-mail: info@sartelevnture.com; Website: www.sartelevnture.com;

THE PROMOTER OF OUR COMPANY IS M.G. METALLOY PRIVATE LIMITED

THE OFFER IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF REGULATIONS 103(1), 104 AND 129(1) FOR THE FPO AND REGULATION 62 FOR THE RIGHTS ISSUE, OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS")

COMPOSITE ISSUE OF SAR TELEVENTURE LIMITED ("COMPANY") COMPRISING OF FURTHER PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("FPO EQUITY SHARES") FOR CASH AT A PRICE* OF ₹ [●] PER FPO EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [●] PER FPO EQUITY SHARE) ("FPO PRICE") AGGREGATING UP TO ₹15,000 LAKHS ("FURTHER PUBLIC OFFER") OF WHICH [●] FPO EQUITY SHARES OF FACE VALUE OF ₹2/- EACH FOR CASH AT A PRICE OF ₹ [●] PER FPO EQUITY SHARE, AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE OFFER (THE "MARKET MAKER RESERVATION PORTION") AND AN OFFER OF UPTO 1,50,00,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 2 EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 200 /- PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 198 /- PER RIGHTS EQUITY SHARE) AGGREGATING UPTO ₹ 30,000 LAKHS ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY ("RIGHTS ISSUE") IN THE RATIO OF 1 RIGHTS EQUITY SHARE FOR EVERY 1 EQUITY SHARE HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE THAT IS JULY 09, 2024. TOGETHER THE FURTHER PUBLIC OFFER AND THE RIGHTS ISSUE IS THE "OFFER". THE FURTHER PUBLIC OFFER LESS MARKET MAKER RESERVATION PORTION I.E. OFFER OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ [●] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND NET OFFER WILL CONSTITUTE [●] % AND [●] % RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. PLEASE REFER TO THE CHAPTER TITLED "TERMS OF THE OFFER" ON PAGE 210 OF THE OFFER DOCUMENT.

*Subject to finalisation of the Basis of Allotment

COMPOSITE ISSUE COMPRISING OF RIGHTS ISSUE AND FURTHER PUBLIC OFFER (FPO)

RIGHTS ISSUE

FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF SAR TELEVENTURE LIMITED (THE "COMPANY" OR THE "ISSUER") ONLY

NOTICE TO ELIGIBLE SHAREHOLDERS OF OUR COMPANY

RIGHTS ISSUE OPENS ON
MONDAY, JULY 15, 2024

LAST DATE FOR ON MARKET RENUNCIATION[^]
TUESDAY, JULY 16, 2024

RIGHTS ISSUE CLOSES ON^{^^}
MONDAY, JULY 22, 2024

[^]Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncee(s) on or prior to the Rights Issue Closing Date.

^{^^}Our Board or a duly authorized committee thereof will have the right to extend the Offer period as it may determine from time to time, provided that the Offer will not remain open in excess of 30 (Thirty) days from the Rights Issue Opening Date (inclusive of the Rights Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Rights Issue Closing Date.

PROCESS OF MAKING AN APPLICATION IN A RIGHTS ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI Rights Issue Circulars and ASBA Circulars, all Investors desiring to make an Application in the Offer are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see "Terms of the Offer-Procedure for Application through the ASBA Process" on page 215 of the Offer Document.

Please note that subject to SCSSs complying with the requirements of the SEBI circular bearing reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Applications may be submitted at the Designated Branches of the SCSSs. Further, in terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCSSs on their own account using ASBA facility, each such SCSS should have a separate account in its own name with any other SEBI registered SCSS(s). Such account shall be used solely for the purpose of making an Application in the Rights Issue and clear demarcated funds should be available in such account for such an Application.

CREDIT OF RIGHTS ENTITLEMENTS IN DEMAT ACCOUNTS OF ELIGIBLE EQUITY SHAREHOLDERS

The Application Form can be used by the Eligible Equity Shareholders as well as the Renouncees, to make Applications in the Rights Issue basis the Rights Entitlement credited in their respective demat accounts or demat suspense escrow account, as applicable. For further details on the Rights Entitlements and demat suspense escrow account, see "Terms of the Offer - Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders" on page 213 of the Offer Document.

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialized form only.

Eligible Equity Shareholders are requested to provide relevant details (such as copies of self-attested PAN and client master sheet of demat account etc., details/records confirming the legal and beneficial ownership of their respective Equity Shares) to the Company or the Registrar not later than two days before the Rights Issue Closing Date to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat account at least one day before the Rights Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in the Offer, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to the Company or the Registrar account is active to facilitate the aforementioned transfer. In the event that the Eligible Equity Shareholders are not able to provide relevant details to our Company or the Registrar by the end of two clear Working Days prior to the Issue Closing Date, Rights Entitlements credited to the Demat Suspense Account shall lapse and extinguish in due course and such Eligible Equity Shareholder shall not have any claim against our Company and our Company shall not be liable to any such Eligible Equity Shareholder in any form or manner.

If Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to our Company or to the Registrar, they are required to provide their demat account details to our Company or the Registrar not later than two clear Working Days prior to the Rights Issue Closing Date, to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Rights Issue Closing Date. Such Eligible Equity Shareholders holding shares in physical form can update the details of their respective demat accounts on the website of the Registrar (i.e. www.linkintime.com).

PLEASE NOTE THAT CREDIT OF THE RIGHTS ENTITLEMENTS IN THE DEMAT ACCOUNT DOES NOT, PER SE, ENTITLE THE INVESTORS TO THE RIGHTS EQUITY SHARES AND THE INVESTORS HAVE TO SUBMIT APPLICATION FOR THE RIGHTS EQUITY SHARES ON OR BEFORE THE RIGHTS ISSUE CLOSING DATE AND MAKE PAYMENT OF THE APPLICATION MONEY. FOR DETAILS, PLEASE SEE THE SECTION ENTITLED "TERMS OF THE ISSUE - PROCESS OF MAKING AN APPLICATION IN THE ISSUE" ON PAGE 216 OF THE OFFER DOCUMENT.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):

An investor, wishing to participate in the Offer through the ASBA facility, is required to have an ASBA enabled bank account with an SCSS prior to making the Application. Investors desiring to make an Application in the Rights Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branches of the SCSS or online/electronic Application through the website of the SCSSs (if made available by such SCSS) for authorizing such SCSS to block Application Money payable on the Application in their respective ASBA Accounts. Investors should ensure that they have correctly submitted the Application Form and have provided an authorisation to the SCSS, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application. For the list of banks which have been notified by SEBI to act as SCSSs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?do=RecognisedFPI=yes&intmid=34>.

PLEASE NOTE THAT THE RIGHTS EQUITY SHARES APPLIED FOR IN THE ISSUE CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH OUR EQUITY SHARES ARE HELD BY SUCH INVESTOR ON THE RECORD DATE.

APPLICATION ON PLAIN PAPER: An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to the Rights Issue on plain paper in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source may make an

Application to subscribe to the Rights Issue on plain paper with the same details as per the Application Form that is available on the websites of the Registrar, Stock Exchange or the Lead Manager. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSS for authorizing such SCSS to block Application Money in the said bank account maintained with the same SCSS. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address or who is in the United States. Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in the Rights Issue by making plain paper Applications. Please note that SCSSs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper application. If an Eligible Equity Shareholder makes an Application both in an Application Form as well as on plain paper, both applications are liable to be rejected at the option of the issuer.

Please note that in terms of Regulation 78 of the SEBI ICDR Regulations, the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSS before the Rights Issue Closing Date and should contain the following particulars:

1. Name of our Company, being SAR Televenture Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository); 3. Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) / DP and Client ID; 4. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Equity Shares applied for pursuant to the Rights Issue; 5. Number of Equity Shares held as on Record Date; 6. Allotment option – only dematerialised form; 7. Number of Rights Equity Shares entitled to; 8. Number of Rights Equity Shares applied for within the Rights Entitlements; 9. Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for); 10. Total number of Rights Equity Shares applied for; 11. Total amount paid at the rate of ₹200 per Rights Equity Share; 12. Details of the ASBA Account such as the SCSS account number, name, address and branch of the relevant SCSS; 13. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSS with which the account is maintained; 14. Authorisation to the Designated Branch of the SCSS to block an amount equivalent to the Application Money in the ASBA Account; 15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSS).

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected. Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the investor.

The plain paper Application format will be available on the website of the Registrar, www.linkintime.com. Our Company, the Lead Manager and the Registrar shall not be responsible if the Applications are not updated by the SCSS or funds are not blocked in the Investors' ASBA Accounts on or before the Rights Issue Closing Date.

The investor can visit following links for the below mentioned purposes: a) Frequently asked questions on the application process, obtaining duplicate application form and resolution of difficulties faced by the investors www.linkintime.co.in; b) b) Update of Indian address / email address/ phone or mobile number in the records maintained by the Registrar or our Company www.linkintime.co.in; c) c) Update of demat account details by Eligible Equity Shareholders holding shares in physical form www.linkintime.co.in

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in the Application Form or a plain paper Application is July 22, 2024, i.e., Rights Issue Closing Date. Our Board and/or the Offer Committee may extend the said date for such period as it may determine from time to time, subject to the Rights Issue Period not exceeding thirty days from the Rights Issue Opening Date (inclusive of the Rights Issue Opening Date).

If the Application Form is not submitted with an SCSS, uploaded with the Stock Exchange and the Application Money is not blocked with the SCSS, on or before the Rights Issue Closing Date or such date as may be extended by our Board or any committee thereof, the invitation to offer contained in the Offer Document shall be deemed to have been declined and our Board or any committee thereof shall be at liberty to dispose of the Rights Equity Shares hereby offered, as set out in entitled "Terms of the Offer - Basis of Allotment" on page 256 of the Offer Document. Please note that on the Rights Issue Closing Date, Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchange.

ALLOTMENT ONLY IN DEMATERIALIZED FORM: Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialized form only. Prior to the Rights Issue Opening Date, our Company shall credit the Rights Entitlements to (i) the demat accounts of the Equity Shareholders holding the Equity Shares in dematerialized form; and (ii) a demat suspense escrow account (namely, "LIPL SAR TELEVENTURE RIGHTS ESCROW DEMAT ACCOUNT") will be opened by our Company, for the Resident Eligible Equity Shareholders, which would comprise Rights Entitlements relating to (a) Equity Shares held in a demat suspense account pursuant to Regulation 39 of the SEBI Listing Regulations; or (b) Equity Shares held in the account of the Investor Education

Protection Fund authority; or (c) the demat accounts of the Eligible Equity Shareholders, which are frozen or suspended for debit or credit or details of which are unavailable with our Company or with the Registrar on the Record Date; or (d) Equity Shares held by Equity Shareholders in physical form as on Record Date where details of demat accounts are not provided by Equity Shareholders to our Company; (e) credit of the Rights Entitlements returned/reversed/added; or (f) the ownership of the Equity Shares currently under dispute, including any court proceedings. For further details please refer page 213 of the Offer Document.

INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE DESIGNATED STOCK EXCHANGE ONLY IN DEMATERIALIZED FORM

Procedure for Renunciation of Rights Entitlements

The Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of the Stock Exchange (the "On Market Renunciation"); or (b) through an off-market transfer (the "Off Market Renunciation"), during the Renunciation Period. The Investors should have the demat Rights Entitlements credited / lying in his/her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

Investors may be subject to adverse foreign, state or local tax or legal consequences as a result of trading in the Rights Entitlements. Investors who intend to trade in the Rights Entitlements should consult their tax advisor or stock-broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for trading in Rights Entitlements.

Please note that the Rights Entitlements which are neither renounced nor subscribed by the investors on or before the Rights Issue Closing Date shall lapse and shall be extinguished after the Rights Issue Closing Date.

DISPATCH AND AVAILABILITY OF OFFER MATERIALS: In accordance with SEBI ICDR Regulations, our Company is undertaking the Rights Issue (part of the Composite Issue) to the Eligible Equity Shareholders and the Offer Materials will be sent/ dispatched only to the Eligible Equity Shareholders who have a registered address in India or who have provided an Indian address to our Company. In case such Eligible Equity Shareholders have provided their valid e-mail address, the Abridged Offer Document, the Application Form, the Rights Entitlement Letter and other Offer material is sent only to their valid e-mail address and in case such Eligible Equity Shareholders have not provided their email address, then the Abridged Offer Document, the Application Form, the Rights Entitlement Letter and other Offer materials will be physically dispatched, on a reasonable effort basis, to the Indian addresses provided by them. Those overseas Shareholders, who do not update our records with their Indian address or the address of their duly authorised representative in India, prior to the date on which we propose to e-mail or send a physical copy of the Offer Document, the Abridged Offer Document, the Rights Entitlement Letter, the Application Form and other applicable Offer materials, shall not be sent the Offer Document, the Abridged Offer Document, the Rights Entitlement Letter the Application Form and other applicable Offer Materials. In accordance with the above, dispatch of Abridged Offer Document, the Application Form and the Rights Entitlement Letter has been completed on July 11, 2024.

Eligible Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar to the Offer www.linkintime.com by entering their DP ID and Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form) and such other credentials for validation of identity. The link for the same shall also be available on the website of our Company (www.sartelevnture.com) and of Registrar (www.linkintime.com)

Neither our Company nor the Registrar nor the Lead Manager shall be responsible for not sending the physical copies of issue materials, including, offer Document, the Abridged Offer Document, the Rights Entitlement Letter and the Application Form or delay in the receipt of the Offer Document, the Abridged Offer Document, the Rights Entitlement Letter or the Application Form attributable to non-availability of the e-mail addresses of Eligible Equity Shareholders or electronic transmission delays or failures, or if the Application Forms or the Rights Entitlement Letters are delayed or misplaced in the transit.

Investors can access the Offer Document, the Abridged Offer Document and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights Equity Shares under applicable laws) on the websites of: (i) our Company at www.sartelevnture.com; (ii) the Registrar at www.linkintime.co.in; (iii) the Lead Manager, i.e., Pantomath Capital Advisors Private Limited www.pantomathgroup.com; and (iv) the Stock Exchange www.nseindia.com

The Investors can visit following links for the below-mentioned purposes: a) Frequently asked questions and online/ electronic dedicated investor helpdesk for guidance on the Application process and resolution of difficulties faced by the Investors: sartelevnture.rights@linkintime.co.in; b) b) Update of Indian address/ e-mail address/ phone or mobile number in the records maintained by the Registrar or our Company : www.linkintime.co.in; c) c) Update of demat account details by Eligible Equity Shareholders holding shares in physical form : www.linkintime.co.in; d) Submission of self-attested PAN, client master sheet and demat account details by non- resident Eligible Equity Shareholders: www.linkintime.co.in

ADDITIONAL INFORMATION AS REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013

Main Objects of the Company: For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on Page 147 of the Offer Document and Clause II of Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the issue. For further details, see the section "Material Contracts and Documents for Inspection" on Page No. 277 of the Offer Document.

Liability of Members: The Liability of the Members of the Company is Limited.

FURTHER PUBLIC OFFERING ("FPO")

Our Company was, inter alia, set up with an object to provide telecommunication solutions to telecom network operators for the evolving telecom industry and laying of fibre cables. We are currently a telecommunication infrastructure provider, engaged primarily in the business of installing and commissioning telecom towers in India and laying of fibre cables.

ALLOCATION IN THE FPO

- QIB PORTION: NOT MORE THAN 50% OF THE NET FURTHER PUBLIC OFFER
- RETAIL PORTION: NOT LESS THAN 35% OF THE NET FURTHER PUBLIC OFFER
- NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET FURTHER PUBLIC OFFER
- MARKET MAKER PORTION: UPTO [●] FPO EQUITY SHARES.

PRICE BAND FOR FPO: ₹200 TO ₹210 PER EQUITY SHARE OF ₹2 EACH

THE FPO PRICE IS 100 TO 105 TIMES OF THE FACE VALUE AT THE LOWER PRICE BAND AND THE UPPER PRICE BAND RESPECTIVELY. BID CAN BE MADE FOR A MINIMUM OF 500 EQUITY SHARES AND IN MULTIPLES OF 500 EQUITY SHARES THEREAFTER.

RISKS TO INVESTORS

1. Loss of Customer: We derive our existing revenue from tower installation services. According to standalone Financial Statements, for the Fiscals 2024, 2023 and 2022, our total revenue generated from our tower installation business is ₹640.97 lakhs, ₹ 642.99 lakhs and ₹ 472.89 lakhs respectively, aggregating to 100%, 100% and 100% of total revenue from operations. Though we maintain a sound relationship with our customer, however, as there are very limited players in the telecom service provider industry, and our tower installation business is currently

- concentrated to a single customer, any adverse development with such customer, including as a result of a dispute with or disqualification by such customer, may result in us experiencing an adverse effect in our business and results of operations.
2. Limited Operating History: Our Company was incorporated in the year 2019, and we have a limited operating history to evaluate our business and prospects. We have incurred losses in the first two Fiscal since inception. Our profit after tax was ₹1,566.17 lakhs, ₹393.59 lakhs, ₹3.71

- lakhs, ₹(2.71) lakhs and ₹(12.91) lakhs in the Fiscal 2024, 2023, 2022, 2021 and 2020, respectively. We will need to generate and sustain increased revenue levels and decrease proportionate expenses in future periods to achieve profitability and even if we do, we may not be able to maintain or increase profitability.
3. Dependence on growth of wireless telecommunication and FTTH services: Our business operations, services, revenue, and performances are directly related to the performance of the Indian wireless

...continued from previous page.

- telecommunication industry and FTTH services and is therefore affected by factors that generally affect and drive that industry.
4. Dependence on subsidiary for consolidated revenue: We derive majority portion of our revenue from operations from our subsidiary. Our subsidiary contributed to an amount of ₹11,770.75 lakhs which constitutes 94.84% of our consolidated revenue from operations for the Fiscal 2024.
5. Risk relating to possession of land: Loss of our Company's leasehold interests, with the terms of these lease arrangements, the termination of leases by lessors, or an inability to secure renewal thereof on commercially reasonable terms when they expire, would interfere with our Company's ability to operate their tower portfolio and to generate revenues.
6. Risk relating to new and niche market : Infrastructure sharing in the wireless telecom sector is an evolving concept in India and is an upcoming trend in the Indian telecom industry. The telecom operators are now strongly contemplating sharing telecom infrastructure to save time and cost and for also ease of operations. As a part of our strategy, we intend to engage with telecom operator for infrastructure sharing. No assurance can be given that the infrastructure sharing model will be successful in India and that we will be successful in implementing the business and its future growth strategy.
7. Business expansion risk: Our ability to expand our business vertical by entering into the FTTH segment and installation of additional towers are dependent upon several factors, including the sufficient capital to fund development, ability to locate, and lease or acquire, at commercially reasonable prices, and related infrastructure and other external factors. Any failure to do so could have a material adverse effect on our business prospects, results of operations, cash flows and financial condition.
8. Negative Cash Flow: Our Company has incurred negative cash flows from operating, investing, and financing activities in some of the years/ periods during the Fiscals 2024, 2023 and 2022.
- (Amount ₹ in lakhs)

Particulars	Fiscal 2024	Fiscal 2023	Fiscal 2022
Net Cash Generated (used in) Operating activities (A)	(20,855.79)	(523.49)	51.60
Net Cash from Generated/(used in) Investing activities(B)	(253.51)	(686.79)	(232.97)
Net Cash from Generated/ (used in) Financing activities ©	21,503.76	1,281.53	178.67
Net (decrease)/ increase in cash & cash equivalents (A+B+C)	394.46	71.25	(2.69)
Cash and cash equivalents at the beginning of the period/ year	71.69	0.44	3.13
Cash and cash equivalents at the end of the period/ year	466.15	71.69	0.44

9. Business subject to local and climatic conditions: Our Company currently operates in West Bengal, Bihar, Uttar Pradesh, Punjab, Himachal Pradesh, Andaman & Nicobar Islands, Odisha, Jharkhand, and Chandigarh. Disruptions in our operations, due to local reasons or natural disasters or other catastrophes could have an adverse effect on our business, financial condition and results of operations.
10. Loss of Suppliers: Our business is dependent on various suppliers to provide equipment, materials, and other key components in tower installation, laying optic and cable FTTH fibers to home network. If the suppliers are unable to supply us with these products in timely manner or the costs of these products increase due to unforeseen circumstances, this could negatively impact our operating results, particularly if we are unable to add new clients or pass on such costs to our existing clients.
11. Risk relating to Licenses and Government approvals: Our business is subject to applicable government regulations and legislations and we require certain statutory and regulatory approvals, licences, registrations and permissions for operating our business in different states. If we are unable to make applications or renew or obtain necessary permits, licences and approvals on acceptable terms, in a timely manner, or in the event of failure to comply with the terms and conditions therein could lead to cancellation, revocation or suspension of relevant permits, licenses, registrations and approvals and the imposition of penalties by relevant authorities.
12. Requirement of working capital: Our business requires working capital, primarily to operate our business, operations, finance our service delivery. The working capital requirement for the Company for the Fiscal 2024, Fiscal 2023 and Fiscal 2022 was ₹470.30 lakhs, ₹116.01 lakhs and ₹44.24 lakhs, respectively. Our inability to meet our working capital requirements or to meet out financial obligations, could adversely affect our financial condition.
13. Shortage or non-availability of essential utilities: We principally depend on power supplied by regional and local electricity transmission grids operated by the various state electricity providers. A lack of adequate power supply and/or power outages could result in significant downtime at our towers/poles, resulting in service level credits becoming due to their customers.
14. Change in technology risk: The development and implementation of new technologies designed to enhance the efficiency of wireless networks could reduce the use and need for tower-based wireless services transmission and reception and have the effect of decreasing demand for tower/pole space. Emergence of new technologies could reduce the need for tower/pole-based broadcast services transmission and reception. The development and implementation of any of these and similar technologies to any significant degree could have an adverse effect on our operations.
15. Credit Worthiness of Telecom Operators Risk: If one or more of our major Telecom Service Providers experience financial difficulties, it

- could result in uncollectible accounts receivable and our loss of significant customers and anticipated lease revenues. This would materially adversely affect our results of operations and financial condition.
16. Delay in payment of statutory dues: We have had instances of delay in payment of certain statutory dues pertaining to GST for the period 2020-21, 2021-22, 2022-23 and 2023-24 and delay in payment of EPF for the period 2020-21, 2021-22, 2022-23 and 2023-24. The Company remedied the same by paying the appropriate late filing fees to the relevant Statutory Authorities, calculated as on the date of filings.
17. Contractual risk: Though we have a lock in arrangement with most of our contracts with the telecom service providers, we cannot guarantee that such contracts will not be terminated by the telecom service providers for any reason whatsoever or they deciding to exit the arrangement. Any such termination of our contracts with the telecom service providers may have an adverse effect on our business, result of operation and profitability.
18. Decrease in demand risk: If the Indian wireless telecommunications services market does not grow or grows at a slower rate than we expect, or the behaviour of market players does not meet our current expectations, the demand for our services will be adversely affected, which would have a material adverse effect on our business, prospects, results of operations, cash flows and financial condition.
19. Changes in laws, rules and regulations: Any changes and the related uncertainties with respect to the implementation of new laws, rules regulations may have a material adverse effect on our business, financial condition, results of operations and cash flows.
- 20 The risks to investors shall include weighted average cost of acquisition of all shares transacted in last 3 years and 1 year, from the date of the Offer Document, in the following format :

Period	Weighted average cost of acquisition (in ₹)	Cap Price is 'X' times the Weighted average cost of acquisition	Range of acquisition price: Lowest Price – Highest Price (in ₹)
Last 1 year	51.80	4.05	38.29 - 55
Last 3 years	39.57	5.31	2 - 60

21. The LM associated with the Offer has handled 8 public issues (Main Board-5, SME Issue-3) during current financial year and two financial years preceding the current financial year, none of issues were closed below the Offer price on the listing date.

Particulars	Total Public Issue	Issue closed below IPO price on listing date
Main Board	5	-
SME Issue	3	-
Total	8	-

For details, see “Risk Factors” on page 31 of the Offer Document.

...continued from previous page.

ANCHOR INVESTOR BIDDING DATE: FRIDAY, JULY 19, 2024*

*Our Company in consultation with the Lead Manager, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the FPO Opening Date.
**UPI mandate end time and date shall be at 5.00 p.m. on the FPO Closing Date.

FPO OPENS ON : MONDAY, JULY 22, 2024*

FPO CLOSSES ON : WEDNESDAY, JULY 24, 2024**

BASIS FOR OFFER PRICE

The FPO Price will be determined by our Company in consultation with the LM on the basis of the Book Building Process and the quantitative and qualitative factors as described below. The Rights Issue Price is justified on the basis of the following qualitative and quantitative factors. The face value of the Equity Shares is ₹ 2 each and the FPO Price is 100 times the face value at the lower end of the Price Band and 105 times the face value at the upper end of the Price Band. The Rights Equity Share shall have a face value of ₹ 2 each and the Rights Issue Price shall be ₹ 200. The financial information included herein is derived from our Restated Consolidated Financial Statements.

Investors should refer to 'Risk Factors', 'Our Business', 'Financial Information' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' beginning on page 31, 126, 176 and 183 respectively, of the Offer Document, to have a more informed view before making an investment decision.

Qualitative Factors:

Competitive strengths

• Clientele base of three telecom service providers as a part of our portfolio; • Growing its constant presence in telecommunications sector with high growth potential; • Growth of business across jurisdictions; • Experienced and dedicated senior team across key functions. For further details regarding some of the qualitative factors which form the basis for computing the Offer Price, see 'Our Business' on page 126 of the Offer Document.

Quantitative Factors: Certain information presented in this section relating to the Company is based on the Restated Consolidated Financial Statements. For details, refer section titled 'Financial Information' on page 176 of the Offer Document. Some of the quantitative factors, which may form the basis for computing the FPO Price and Rights Issue Price, are as follows:

(a) Basic and Diluted Earnings per Share ("EPS") at face value of ₹ 2 each, as adjusted for changes in capital

Year/Period ended	Basic & Diluted EPS (₹)	Weight
March 31, 2024	14.20	3
March 31, 2023	181.28	2
March 31, 2022	1.78	1
Weighted average	67.82	

Note: 1. Earnings per share calculation is in accordance with AS - 20 (earnings per share) prescribed by the Companies (Accounting Standards) Rules, 2021;

2. Basic and Diluted EPS = PAT divided by weighted average no. of equity shares outstanding during the year / period, as adjusted for changes in capital due to sub-division of equity shares; For Diluted EPS, the weighted no. of shares shall include the impact of potential convertible securities;

3. Pursuant to a resolution passed at the EGM dated June 19, 2023, our Company has approved sub-division of 1 (one) Equity Share of face value of ₹10 each into 5 (Five) Equity Shares of face value of ₹2 each. Accordingly, the issued, subscribed and paid-up share capital of the Company was subdivided from 21,00,00,000 equity shares of face value of ₹10 each to 1,05,00,00,000 equity shares of face value of ₹2 each. The impact of sub-division of shares is retrospectively considered for the computation of earnings share as per the requirement / principles of AS 20, as applicable;

4. The weighted average basic and diluted EPS is a product of basic and diluted EPS and respective assigned weight, dividing the resultant by total aggregate weight;

5. The figures disclosed above are derived from the Restated Consolidated Financial Statement of our Company.

(b) Price to Earnings (P/E) ratio

(i) Further Public Offer

Particulars	P/E Floor Price (number of times)	P/E Cap Price (number of times)
Based on basic and diluted EPS as per the Restated Consolidated Financial Statements for the Fiscal 2024	14.08	14.79

(ii) Rights Issue

Particulars	Rights Issue Price
Based on basic and diluted EPS as per the Restated Consolidated Financial Statements for the Fiscal 2024	14.08

(c) Industry Peer Group P/E ratio

Particulars	P/E Ratio (No. of times)
Highest	37.37
Lowest	18.44
Industry Composite	27.90

Notes: (1) The industry high and low has been considered from the industry peers set provided later in this chapter. The industry composite has been calculated as the arithmetic average P/E of the industry peers set disclosed in this section. For further details, see 'Basis for Offer Price-Comparison of Accounting Ratios with Listed Industry Peers' on page 79 of the Offer Document;

(2) The industry P/E ratio mentioned above is based on the parameters for the Fiscal 2024.

(d) Return on Net Worth (RoNW)

Year/Period ended	RoNW (%)	Weight
March 31, 2024	21.81	3
March 31, 2023	33.20	2
March 31, 2022	(47.94)	1
Weighted average	13.98	

Notes:

(1) Return on Net Worth (RoNW) is a measure of profitability (expressed in percentage) and is defined as net profit after tax divided by our Net Worth (total shareholders' equity) for the period / year;

(2) 'Net Worth attributable to the equity shareholders' means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, capital reserve, write-back of depreciation and amalgamation as per the SEBI ICDR Regulations;

(3) The weighted average return on net worth is a product of return on net worth and respective assigned weight dividing the resultant by total aggregate weight;

(4) The figures disclosed above are derived from the Restated Consolidated Financial Statements of our Company.

(e) Net Asset Value (NAV) per Equity Share of Face Value of ₹ 2 each

Particulars	₹ per Equity Share
As on March 31, 2024	47.87
As on March 31, 2023	36.32
As on March 31, 2022	(3.71)
After Offer	
- at floor price	200
- at Cap price	210
FPO Price per equity share	[e]
Rights Issue Price per equity share	200

Notes:

(1) Net Asset Value per Share is calculated as net worth attributable to equity shareholders as at the end of Fiscal divided by total number of equity shares outstanding as on the last day of the year / period;

(2) 'Net Worth attributable to the equity shareholders' means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, capital reserve, write-back of depreciation and amalgamation as per the SEBI ICDR Regulations;

3. Pursuant to a resolution passed at the EGM dated June 19, 2023, our Company has approved sub-division of 1 (one) Equity Share of face value of ₹10 each into 5 (Five) Equity Shares of face value of ₹2 each. Accordingly, the issued, subscribed and paid-up share capital of the Company was subdivided from 21,00,00,000 equity shares of face value of ₹10 each to 1,05,00,00,000 equity shares of face value of ₹2 each. The impact of sub-division of shares is retrospectively considered for the computation of net asset value per share as per the requirement / principles of AS 20, as applicable;

(4) FPO Price per Equity Share will be determined on conclusion of the Book Building Process.

(f) Comparison of accounting ratios with listed industry peers:

Particulars	CMP (₹)	Basic & Diluted EPS	PAT Margin (%)	P/E Ratio	RoNW (%)	NAV (₹ per share)	Face value (₹ per share)	Total Income (₹ in lakhs)
SAR Teletext Limited	[e]	14.20	12.61	[e]	21.81	47.87	2.00	12,416.97
Peer Group								
Suyog Telematics Limited	1,056.25	59.38	36.33	17.79	21.22	267.58	10.00	17,427.48
Kore Digital Limited	1,631.00	34.51	10.94	47.26	15.37	186.56	10.00	10,508.04

Notes:

(1) For our Company the information above is based on the Restated Consolidated Financial Statements for the Fiscal 2024.

(2) All the financial information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and has been sourced from the annual reports/annual results as available of the respective company for the Fiscal 2024 submitted to the stock exchange.

(3) Current Market Price (CMP) for listed peers is the closing prices of respective scrips as on June 28, 2024.

(4) Basic and Diluted EPS = PAT divided by weighted average no. of equity shares outstanding during the year / period, as adjusted for changes in capital due to sub-division of equity shares; For Diluted EPS, the weighted no. of shares shall include the impact of potential convertible securities;

(5) PAT Margin is calculated as PAT divided by revenue from operations;

(6) P/E Ratio has been computed based on the closing market price of equity shares on June 28, 2024, divided by the diluted EPS.

(7) RoNW is computed as net profit after tax for the year divided by Net Worth as at March 31, 2024.

(8) NAV is computed as the closing Net Worth divided by the closing outstanding number of equity shares.

(9) The Offer Price will be [e] times of the face value of the Equity Shares.

(10) The FPO Price of ₹[e] will be determined by our Company, in consultation with the LM, on the basis of market demand from Bidders for FPO Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters.

* Any corporate action announcement after the reporting period being submitted to the stock exchange has been considered while calculating the P/E Ratio and NAV for above peer group companies.

(g) Key Performance Indicators

The table below sets forth the details of Key Performance Indicators that our Company considers to have a bearing on arriving at the basis for Offer Price. The key financial and operational metrics set forth below, have been approved and verified by the Audit Committee pursuant to meeting dated June 24, 2024. The KPIs disclosed below have been used historically by our Company to understand and analyses the business performance, which helps our Company in analyzing the growth of various verticals in comparison to our Company's listed peers, and other relevant and material KPIs of the business of our Company that have a bearing on arriving at the Basis for Offer Price which have been disclosed below. Additionally, the KPIs have been certified vide certificate dated June 24, 2024 issued by M/s Raheja & Co., Chartered Accountants, who hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Bidders can refer to the below-mentioned KPIs, being a combination of financial and operational KPIs, to make an assessment of our Company's performances and make an informed decision. A list of our KPIs for the Fiscals 2024, 2023 and 2022 is set out below:

Particulars	(Amount ₹ in lakhs except percentages and ratios)		
	As at and for the Financial Year/Period ended		
	Fiscal 2024	Fiscal 2023	Fiscal 2022
Revenue from Operations ⁽¹⁾	12,411.71	3,246.17	472.89
EBITDA ⁽²⁾	1,760.83	570.39	62.87
EBITDA Margin (%)	14.19	17.57	13.29
PAT ⁽³⁾	1,566.17	393.59	3.71
PAT Margin (%)	12.61	12.10	0.78
EPS - Basic & Diluted ⁽⁴⁾	14.20	181.28	1.78
Total Borrowings ⁽⁵⁾	17,787.41	444.41	337.09
Net worth ⁽⁶⁾	7,180.41	1,185.58	(7.74)
ROE (%) ⁽⁷⁾	21.81	33.20	(47.94)
ROCE (%) ⁽⁸⁾	6.63	29.98	8.88
Debt - Equity Ratio ⁽⁹⁾	2.48	0.37	(43.57)
Fixed Assets Turnover Ratio ⁽¹⁰⁾	12.87	3.83	1.88

As certified by M/s Raheja & Co., Chartered Accountants the statutory auditors of our Company pursuant to their certificate dated June 24, 2024.

Explanation for the Key Performance Indicators

1. Revenue from operations is calculated as revenue from sale of services and other operating income as per the Restated Consolidated Financial Statements;

2. EBITDA means Earnings before interest, taxes, depreciation and amortisation expense, which has been arrived at by obtaining the profit before tax (loss) for the year / period and adding back finance costs, depreciation and amortisation and impairment expense and reducing other income;

3. EBITDA Margin is calculated as EBITDA as a percentage of revenue from operations;

4. PAT represents total profit after tax for the year / period;

5. PAT Margin is calculated as PAT divided by revenue from operations;

6. Basic and Diluted EPS = PAT divided by weighted average no. of equity shares outstanding during the year / period, as adjusted for changes in capital due to sub-division of equity shares; For Diluted EPS, the weighted no. of shares shall include the impact of potential convertible securities;

7. Total Borrowings are calculated as total of current and non-current borrowings;

8. 'Net worth' means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, capital reserve, write-back of depreciation and amalgamation as per SEBI ICDR Regulations;

9. ROCE is calculated as PAT divided by net worth;

10. ROCE is calculated as EBIT divided by capital employed where (i) EBIT means EBITDA minus depreciation and amortisation expense and (ii) Capital employed means Net worth as defined in (8) above + total current & non-current borrowings - cash and cash equivalents and other bank balances;

11. Debt Equity Ratio: This is defined as total debt divided by total equity. Total debt is the sum of total current & non-current borrowings; total equity means sum of equity share capital and other equity;

12. Fixed Asset Turnover Ratio: This is defined as revenue from operations divided by total of property, plant & equipment. Figures for property, plant & equipment do not include capital work-in-progress.

The above KPIs of our Company have also been disclosed, along with other key financial and operating metrics, in 'Our Business' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' beginning on page 126 and 183, of the Offer Document, respectively. All such KPIs have been defined consistently and precisely in Definitions and Abbreviations - Conventional and General Terms and Abbreviations on page 5 of the Offer Document.

Subject to applicable laws, the Company confirms that it shall continue to disclose all the key performance indicators included in this 'Basis for Offer Price' section, on a periodic basis, at least once in a year (or for any lesser period as determined by the Board of our Company), for a duration that is at least the later of (i) one year after the date of listing of the Equity Shares on the Stock Exchange; or (ii) till the utilization of the Net Proceeds as disclosed under 'Objects of the Offer' on page 69 of the Offer Document.

Explanation for Key Performance Indicators metrics

Set out below are explanations for how the KPIs listed above have been used by the management historically to analyse, track or monitor the operational and/or financial performance of our Company:

KPI	Explanation
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin is an indicator of the operational profitability and financial performance of our business
PAT	Profit After Tax (PAT) for the year / period provides information regarding the overall profitability of the business
PAT Margin (%)	PAT Margin is an indicator of the overall profitability and financial performance of our business
EPS	EPS provides information on per share profitability of our Company which helps us in taking key corporate finance decisions
Total Borrowings	Total Borrowings is used by us to track our leverage position on time to time
Net worth	Net worth is used to track the book value and overall value of shareholders' equity
ROE (%)	ROE provides how efficiently our Company generates profits from shareholders' funds
ROCE (%)	ROCE provides how efficiently our Company generates earnings from the capital employed in the business
Debt - Equity Ratio	Debt to Equity Ratio is used to measure the financial leverage of our Company and provides comparison benchmark against peers
Fixed Assets Turnover Ratio	Fixed Asset Turnover is the efficiency at which our Company is able to deploy its assets (on net book basis) to generate the Revenue from Operations

(h) Comparison of Key Performance Indicators with Listed Industry Peers:

While the listed peers mentioned below operate in the same industry as us, and may have similar offerings or end use applications, our business may be different in terms of offering business models, different product verticals serviced or focus areas or different geographical presence. Below are details of the KPIs of our listed peers for and as at the Fiscal 2024:

Particulars	SAR Teletext Limited	Suyog Telematics Limited	Kore Digital Limited
Revenue from Operations ⁽¹⁾	12,411.71	16,561.38	10,350.76
EBITDA ⁽²⁾	1,760.83	11,734.16	1,550.43
EBITDA Margin (%)	14.19	70.43	14.98
PAT ⁽³⁾	1,566.17	6,331.24	1,149.29
PAT Margin (%)	12.61	36.33	10.94
EPS - Basic & Diluted ⁽⁴⁾	14.20	59.38	34.51
Total Borrowings ⁽⁵⁾	17,787.41	8,554.23	83.08
Net worth ⁽⁶⁾	7,180.41	29,839.38	7,477.20
ROE (%) ⁽⁷⁾	21.81	21.22	15.37
ROCE (%) ⁽⁸⁾	6.63	21.89	42.64
Debt - Equity Ratio ⁽⁹⁾	2.48	0.29	0.01
Fixed Assets Turnover Ratio ⁽¹⁰⁾	12.87	0.81	9.40

(Amount ₹ in lakhs except percentages and ratios)

UPI-Now mandatory in ASBA for Retail Investors applying through Registered Brokers, DPs & RTA. Retail Investors also have the options to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account.

ASBA to be availed by all the investors except Anchor Investors (if any). UPI may be availed by RIs. For details on the ASBA and UPI process, please refer to the details given in ASBA Form and abridged Offer Document and also please refer to the section 'Offer Procedure' beginning on page 239 of the Offer Document. The process is also available on the website of SEBI and Stock Exchange in the General Information Document. ASBA Forms can be downloaded from the website of EmERGE platform of NSE ('NSE EmERGE' or 'Stock Exchange') and can be obtained from the list of banks that is displaying on website of SEBI at www.sebi.gov.in. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on Composite Offer, please refer to the link www.sebi.gov.in. ICICI Bank Limited has been appointed as Sponsor Bank for the Offer in accordance with the requirements of the SEBI Circular dated November 1, 2018, as amended.

In either of such sub-categories may be allocated to Bidders in the other sub-category of Non-Institutional Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the FPO Price. The Bid Amounts will be blocked by the SCSBs, or by the Sponsor Bank under the UPI Mechanism, as applicable to participate in the FPO. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see 'Offer Procedure' on page 239 of the Offer Document.

Bidders / Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the issue, any requested Demographic Details of the Bidders/Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk. Bidders / Applicants should ensure that PAN, DP ID and the Client ID are correctly

Explanation for the Key Performance Indicators

1. Revenue from operations is calculated as revenue from sale of services and other operating income as per the Restated Consolidated Financial Statements;

2. EBITDA means Earnings before interest, taxes, depreciation and amortisation expense, which has been arrived at by obtaining the profit before tax (loss) for the year / period and adding back finance costs, depreciation and amortisation and impairment expense and reducing other income;

3. EBITDA Margin is calculated as EBITDA as a percentage of revenue from operations;

4. PAT represents total profit after tax for the year / period;

5. PAT Margin is calculated as PAT divided by revenue from operations;

6. Basic and Diluted EPS = PAT divided by weighted average no. of equity shares outstanding during the year / period, as adjusted for changes in capital due to sub-division of equity shares; For Diluted EPS, the weighted no. of shares shall include the impact of potential convertible securities;

7. Total Borrowings are calculated as total of current and non-current borrowings;

8. 'Net worth' means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, capital reserve, write-back of depreciation and amalgamation as per SEBI ICDR Regulations;

9. ROCE is calculated as PAT divided by net worth;

10. ROCE is calculated as EBIT divided by capital employed where (i) EBIT means EBITDA minus depreciation and amortisation expense and (ii) Capital employed means Net worth as defined in (8) above + total current & non-current borrowings - cash and cash equivalents and other bank balances;

11. Debt Equity Ratio: This is defined as total debt divided by total equity. Total debt is the sum of total current & non-current borrowings; total equity means sum of equity share capital and other equity;

12. Fixed Asset Turnover Ratio: This is defined as revenue from operations divided by total of property, plant & equipment. Figures for property, plant & equipment do not include capital work-in-progress.

(i) Weighted average cost of acquisition

A. The price per share of our Company based on the primary/ new Offer of shares (equity / convertible securities)

Except as stated below, there has been no issuance of Equity Shares or convertible securities, excluding the shares issued under issuance of bonus shares, during the 18 months preceding the date of the Offer Document, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of 30 days.

Name	No. of share post bonus/split	Consideration (Amount in ₹)
Manan Garg	92,590	24,99,930
M/s M/G Metallurgy Private Limited	29,62,960	7,99,99,920
Abul Mithur	4,81,480	1,29,99,960
Praveen Tandon	3,65,185	1,03,99,965
Deepak Chaudhary	13,470	3,63,680
Rahul Sahdev	17,55,565	4,74,00,255
M/s M/G Metallurgy Private Limited	30,00,000	8,10,00,000
Rahul Sahdev	18,00,000	4,32,00,000
Initial Public Issue (IPO)	45,00,000	24,75,00,000
Total	147,91,250	52,53,63,750
Weighted average cost of acquisition per equity share		35.52

B. The price per share of our Company based on the secondary sale / acquisition of shares (equity / convertible securities)

Except as stated below, there have been no secondary sale / acquisitions of Equity Shares or any convertible securities, where the Shareholder(s) having the right to nominate director(s) on the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of the Offer Document, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of rolling 30 days are as follows:

Transfer transactions undertaken by the Company during the year and thereafter							
Date of Transfer	Name of Transferee	Number of Equity Shares of face value ₹2 each	Face Value per Share (₹)	Transfer price per Equity Share (₹)	Nature of Consideration	Nature of transaction	Consideration (Amount in ₹)
July 03, 2023	M/s M.G Metallurgy Private Limited	32,55,565	2.00	60.00	Cash	Transfer	19,53,33,900
January 01, 2024	M/s M.G Metallurgy Private Limited	2,04,720	2.00	39.11	Cash	Transfer	80,06,599
January 01, 2024	M/s M.G Metallurgy Private Limited	17,500	2.00	38.90	Cash	Transfer	6,80,750
January 01, 2024	M/s M.G Metallurgy Private Limited	4,81,480	2.00	38.29	Cash	Transfer	1,84,35,869
January 18, 2024	M/s M.G Metallurgy Private Limited	17,500	2.00	39.00	Cash	Transfer	6,82,500
	Total	39,76,765					22,31,39,618
Weighted average cost of acquisition per equity share							56.11

...continued from previous page.

LISTING: The Equity Shares of our Company are already listed on EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE"). The Equity Shares of our Company proposed to be issued through the Offer Document are to be listed on the NSE EMERGE in terms of the Chapter III, IV, and IX of SEBI ICDR Regulations, 2018 as amended from time to time. Our Company has received an In-principle approval letter no. NSE/UST/C/2024/0718 dated June 28, 2024 from National Stock Exchange of India Limited for using its name in the Offer Document for listing of our Equity shares on the NSE EMERGE. For the purpose of the Offer, National Stock Exchange of India Limited shall be the Designated Stock Exchange.

DISCLAIMER CLAUSE OF SEBI: The Offer Document was not filed with the SEBI. Investors may refer to the entire Disclaimer Clause of SEBI beginning on Page No. 202 of the Offer Document.

DISCLAIMER CLAUSE OF NSE (EMERGE OF NSE): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE

nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the Disclaimer Clause of NSE Emerge of NSE

GENERAL RISK: Investments in equity and equity-related securities involve a degree of risk and Bidders/Investors should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Bidders/Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders/ Investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares offered through the Composite Issue have not been recommended, or approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the Offer Document. Specific attention of the Bidders/ Investors is invited to "Risk Factors" on page 31 of the Offer Document.

Availability of the Offer Document: Investors should note that investment in Equity Shares involves a high

degree of risk and investors are advised to refer to the Offer Document and the Risk Factors contained therein, before applying in the Offer. Full copy of the Offer Document is available on the website of the Company, Lead Manager and NSE, at www.sarteleventre.com, www.pantomathgroup.com and www.nseindia.com respectively.

Availability of Application Forms: Application Form can be obtained from the Registered Office of the Company, Lead Manager, NSE and the list of SCSSBs available on the website of SEBI and NSE.

Syndicate Member : Pentagon Stock Brokers Private Limited and Asit. C. Mehta Investment Intermediates Limited

Sub-syndicate Member : JM Financial Services Ltd and RR Equity Brokers Pvt Ltd

Banker to the Offer (Public Offer Bank/ Banker to the Offer/ Refund Banker/ Sponsor Bank) : ICICI Bank Limited

Monitoring Agency : Infomercs Valuation and Rating Private Limited

LEAD MANAGER	REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
 PANTOMATH CAPITAL ADVISORS PRIVATE LIMITED Pantomath Nucleus House, Sakd-Vihar Road, Andheri-East, Mumbai – 400072, Maharashtra, India. Tel: 1800 889 8711 Email: sar.composite@pantomathgroup.com ; Website: www.pantomathgroup.com Investor Grievance Id: investors@pantomathgroup.com Contact Person: Amit Maheshwari/Ruchira Singhania; SEBI Registration No: INM000012110	 LINK INTIME INDIA PRIVATE LIMITED C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra, India. Tel: +91 810 811 4949 Website: www.linkintime.co.in Investor Grievance Email pertaining to Rights Issue: sarteleventre.rights@linkintime.co.in Investor Grievance Email pertaining to FPO: sarteleventre.ipo@linkintime.co.in Contact Person: Shantli Gopalkrishnan	 Abhishek Jain P.NO – 346A, 2nd Floor, Udyog Vihar, Phase-4, Gurugram- 122016 Haryana, India. Tel No: +91 85870 50050 Email : compliance@sarteleventre.com ; Website: www.sarteleventre.com Applicants can contact the Compliance Officer or the Registrar to the Offer in case of any Pre - Issue or Post-Issue related problems, such as non-receipt of Allotment advice or credit of allotted Equity Shares in the respective beneficiary account or unblocking of funds, etc.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Document.

Place: Gurugram
Date: July 11, 2024

SAR TELEVENTURE LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipts of requisite approvals, market condition and other considerations, to make a Composite Issue of its Equity Shares and has filed the Offer Document (including Corrigendum) with the Registrar of Companies. The Offer Document shall be available on the websites of the Company, the NSE and the LM at www.sarteleventre.com, www.nseindia.com and www.pantomathgroup.com, respectively. Applicants should note that investment in equity shares involves a high degree of risk for details relating to the same, see the Offer Document, including, the section titled "Risk Factors" beginning on Page No. 31 of the Offer Document.

The Equity Shares have not been and will not be registered under the U.S Securities Act, 1933 as amended ("the Securities Act") or any State Securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulations of the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the Registration requirements of Securities Act. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Applicants may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

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COROMANDEL INTERNATIONAL LIMITED

Regd. Office: "Coromandel House", 1-2-10, Sardar Patel Road, Secunderabad – 500 003, Telangana
Email ID: investorsgrievance@coromandel.murugappa.com, Website: www.coromandel.biz
CIN: L24120TG1961PLC000892, Tel No.: +91-40-8699 7000 / 7300 / 7500

NOTICE OF 62ND ANNUAL GENERAL MEETING

NOTICE is hereby given that the 62nd Annual General Meeting (AGM) of the Company will be convened on Wednesday, August 07, 2024 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA Circulars and SEBI Circulars from time to time, without the physical presence of the members at the Common Venue.

Notice of 62nd AGM and the Standalone and Consolidated Financial Statements for the year ended March 31, 2024 (Integrated Annual Report) will be sent only by e-mail to those e-mail IDs are registered with the Company or their respective Depository Participants in accordance with SEBI and MCA Circulars. The Members can join and participate in the AGM through VC/OAVM. The instructions for joining the AGM and the manner of participation in the remote e-voting or casting the vote through remote e-voting system during the AGM will be provided in the Notice of 62nd AGM. Members participating through the VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. The Notice will also be made available in the website of the Company www.coromandelbiz.com and website of stock exchanges BSE Limited and National Stock Exchange of India Limited www.bseindia.com and www.nseindia.com respectively and the website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com (agency for providing remote e-voting services).

Members holding the shares in physical form who have not registered their e-mail IDs with the Company / Depository can register for obtaining soft copies of the Notice of the 62nd AGM and Integrated Annual Report and /or login details for joining the AGM through VC/OAVM including e-voting by sending scanned copy of the following documents e-mail to evoting@nsdl.com and elward.rs@kfintech.com

1. Signed request letter mentioning your name, folio number, complete address, e-mail ID to be registered
2. Scanned copy of the share certificate (front and back)
3. Self-attested scanned copy of PAN
4. Self-attested copy of driving license/ Passport/Bank Statement/Aadhar in support of the registered address of the members

SEBI through its various circulars has mandated that with effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

Accordingly, member holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank account through Electronic clearing services or any other means(" Electronic Bank Mandate") can register Electronic Bank Mandate to receive dividend directly to their bank account electronically by sending following documents in addition to the documents mentioned in para above to elward.rs@kfintech.com:

1. Name and branch of the bank in which dividend is to be received and bank account type
2. Bank account number and IFSC code
3. Self-attested cancelled cheque leaf bearing the name of the member of first holder, in the case of shares held jointly.

The members holding the shares in demat form are requested to update their e-mail IDs with the respective depository participants.

Members holding the shares in the physical form are requested to kindly get their equity shares converted in demat or electronic form for availing benefits of dematerialization.

The above information is being issued for the information and benefits of the members of the Company and it is in Compliance with MCA and SEBI circulars as stated above.

For Coromandel International Limited

B Shanmugasundaram

Company Secretary

Place: Chennai

Date : July 11, 2024

Sundaram-Clayton Limited
(Formerly known as Sundaram-Clayton DCD Limited)
CIN: L51100TN2017PLC118316
Registered Office: "Chaitanya", No.12, Khader Nawaz Khan Road, Nungambakkam, Chennai - 600 006.
Phone : 044 - 2833 2115. Website: www.sundaram-clayton.com; E-mail: corpsec@sundaramclayton.com

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 AND THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014
Dispatch of Postal Ballot Notice

Members are hereby informed that the Company has on 11th July 2024, sent Notice to the members pursuant to Section 110 of the Companies Act, 2013 (the Act), in relation to the special resolution as contained in the Notice, in electronic mode to the members, whose e-mail IDs are registered with the Company or the Depository Participant(s).

The Company has offered e-Voting facility for voting in accordance with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has engaged National Securities Depository Limited (NSDL) for this purpose. The Board of Directors of the Company has appointed M/s B Chandra & Associates, Practicing Company Secretaries, Chennai, as Scrutinizers for conducting the e-Voting in a fair and transparent manner.

Members are therefore requested to carefully read the instructions for e-Voting and to note the following:

Sr No	Particulars	Details
1	Statement on special business transacted by e-Voting	Approval for raising of funds in one or more tranches through the issuance of equity shares and/or other securities to eligible investors.
2	Date of completion of dispatch of Notice	11.07.2024
3	Cut-off date for determining the eligibility to vote through electronic means	05.07.2024
4	Date of commencement of voting by electronic mode	15.07.2024 (9.00 a.m.) (IST)
5	Date of end of voting by electronic mode. Voting by electronic means shall not be allowed beyond the said date	13.08.2024 (5.00 p.m.) (IST)
6	Day, date and venue of declaration of results and the link of the website where such results will be displayed.	On or before Wednesday, the 14 th August 2024 at the Company's registered office at "Chaitanya" No.12, Khader Nawaz Khan Road, Nungambakkam, Chennai – 600 006 and on the Company's website viz., www.sundaram-clayton.com
7	Website details of the Company / Agency, where the Notice of Postal Ballot is displayed.	www.sundaram-clayton.com / www.evoting.nsdl.com
8	Contact details of the person responsible to address the grievances connected with e-Voting	Company : Mr. P.D Dev Kishan, Company Secretary, Email ID : corpsec@sundaramclayton.com , elward@integratedindia.in Telephone No : 044-28332115 NSDL : Ms. Pallavi Mhatre, Manager, NSDL Email IDs : evoting@nsdl.co.in Telephone Nos : 022 - 48867000; Toll Free no : 1800-1020-990 / 1800-224-430 Frequently Asked Questions and e-Voting manual available at www.evoting.nsdl.com under downloads section.

Shareholders holding shares in electronic form and who have not updated their email details are requested to register/ update the details in their demat account, as per the process advised by their Depository Participant.

By order of the Board
For Sundaram-Clayton Limited
P D Dev Kishan
Company Secretary

Chennai

11th July 2024

**HB STOCKHOLDINGS LIMITED**
CIN: L65929HR1985PLC039336
Registered Office : Plot No. 31, Echelon Institutional Area, Sector 32, Gurugram-122001, Haryana
Ph. : +91-124-4675500, Fax No. : +91-124-4370985
E-mail : corporate@hbstockholdings.com, Website : www.hbstockholdings.com

CORRIGENDUM TO THE INFORMATION REGARDING 37TH ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM)

Dear Members,

This is with reference to the advertisement published by the Company on Thursday, 04th July, 2024 in Business Standard (English and Hindi edition), the paragraph related to mode of payment of dividend will be read as follows:

In compliance with the SEBI circulars/notifications, the payment of dividend will be made only through electronic mode directly into the bank account of Members. In respect of physical folios wherein KYC details are not updated, the dividend amount shall be held back by the Company and Members may please note that the dividend amount will get credited to their bank account only after the KYC details are updated in the folio.

For HB Stockholdings Limited

Sd/-

REEMA MIGLANI

(Company Secretary)

M. No.: ACS-45762

Date : 11th July, 2024

Place : Gurugram

**ZEEMEDIA**

ZEE MEDIA CORPORATION LIMITED
Registered Office: 135, Continental Building, 2nd Floor, Dr. Annie Besant Road, Worli, Mumbai, - 400018, Maharashtra
Corporate Office: FC-9, Sector 16A, Noida – 201301, U.P.
E-mail: complianceofficer@zeemedia.com, CIN: L92100MH1999PLC121506
Website: www.zeemedia.in, Tel: 0120-2511064-73

POSTAL BALLOT NOTICE

Notice is hereby given to the shareholders of Zee Media Corporation Limited ("the Company"), pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 (the "Act"), read with Companies (Management and Administration) Rules, 2014, as amended from time to time ("Rules") read with the General Circular Nos. 14/ 2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Circulars issued by SEBI in this regard, Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), to transact the special business as set out in Postal Ballot Notice dated June 26, 2024 ("Notice").

The Notice have been sent on July 11, 2024 in compliance with the MCA Circulars, by electronic mode to those Shareholders whose names appear in the Register of Members/Beneficial Owners as received from Depositories as on Friday, July 05, 2024, i.e. ("Cut-off date") and whose email addresses are registered with the Company/ RTA. A person who is not a Shareholder as on the Cut-off date should treat this Notice for information purpose only. The copy of Notice along with explanatory statement is also available on the website of the Company at www.zeemedia.in, Stock Exchanges National Stock Exchange of India Limited ("NSE") at www.nseindia.com, BSE Limited ("BSE") at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

Pursuant to Section(s) 108 and 110 of the Act read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 read with Regulation 47 of Listing Regulations & Secretarial Standard on General Meetings issue by issued by the Institute of Company Secretaries of India, the Company is pleased to provide Remote E-Voting facility through E-Voting Platform of National Securities Depository Limited ("NSDL"), which would enable Members to exercise their right to vote on the resolution appended to this Notice, by way of Remote E-Voting. All documents referred to in this Notice will be available for inspection electronically, on all working days, until the last date of Remote E-Voting. The Company has engaged Mr. Jayant Gupta, Practicing Company Secretary (CP No.- 9738) as the Scrutinizer for conducting the Postal Ballot process, in a fair and transparent manner.

The Members are requested to note the e-Voting Instructions as follows:

- (a) The Notice is being sent to the members of the Company whose name appear in the Register of Members/List of Beneficial Owners of the Company as received from the RTA/Depositories as on the cut-off date and shall be entitled to vote on Resolution set forth in the Notice. A person who is not a member as cut-off date should treat this notice for information purpose only.
- (b) The Remote E-Voting period will commence on Friday, July 12, 2024 at 9:00 A.M. (IST) and ends on Saturday, August 08, 2024 till 5:00 P.M. (IST). During this period, shareholders of the Company may cast their vote electronically. The Remote e-voting module shall be disabled by NSDL after the prescribed date and time for Remote E-Voting. Once the vote on resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.
- (c) During the period, members of the Company as on the cut-off date holding shares in physical or in dematerialised form, may cast their votes through Remote E-Voting. Once the vote on resolution is cast by the member, the same cannot be subsequently modified by such member.
- (d) Members are requested to carefully read all the Notes set out in the Notice and in particular the procedure of casting vote through Remote E-Voting.
- (e) If you have any queries or issues regarding Remote E-Voting can contact NSDL on www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, Asst. Vice President or Ms. Pallavi Mhatre, Sr. Manager at evoting@nsdl.co.in.

The result of the voting by Postal Ballot will be announced by the Chairman or to a person authorized by the Chairman in writing, who shall countersign the same. The results of the Postal Ballot conducted through Remote E-Voting process along with the Scrutinizer's Report shall be announced within permissible timelines and will be displayed along with Scrutinizer's Report on the website of the Company viz. www.zeemedia.in, besides being communicated to Stock Exchanges.

For Zee Media Corporation Limited

Sd/-

Ranjit Srivastava

Company Secretary & Compliance Officer

Membership No: A18577

Place: Noida

Date : July 11, 2024

**TATA**

TATA CONSULTANCY SERVICES LIMITED
Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 6778 9595 Fax: +91 22 6778 9660
e-mail: investor.relations@tcs.com website: www.tcs.com CIN: L22210MH1995PLC084781

Extract of the audited consolidated interim financial results for the three months ended June 30, 2024 (₹ crore)

	Three months ended June 30, 2024	Year ended March 31, 2024	Three months ended June 30, 2023
Revenue from operations	62,613	2,40,893	59,381
Profit before exceptional item and tax	16,231	62,955	14,989
Profit before tax	16,231	61,997	14,989
Profit after tax	12,105	46,099	11,120
Total comprehensive income for the period	11,891	46,336	11,200
Paid up equity share capital (Face value: ₹1 per share)	362	362	366
Total reserves (including non-controlling interests)*	90,957	90,957	90,840
Earnings per equity share: Basic and diluted (₹)	33.28	125.88	30.26

* Balance for three months ended June 30, 2024 represents balance as per the audited consolidated balance sheet for the year ended March 31, 2024 and balance for three months ended June 30, 2023 represents balance as per the audited consolidated balance sheet for the year ended March 31, 2023 as required by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Extract of the audited standalone interim financial results for the three month ended June 30, 2024 (₹ crore)

	Three months ended June 30, 2024	Year ended March 31, 2024	Three months ended June 30, 2023
Revenue from operations	52,844	2,02,359	49,862
Profit before exceptional item and tax	15,878	58,560	13,932
Profit before tax	15,878	57,602	13,932
Profit after tax	12,115	43,559	10,484
Total comprehensive income for the period	12,149	43,724	10,602

NOTES:

1. The audited consolidated financial results and audited standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 11, 2024. The statutory auditors have expressed an unmodified audit opinion on these results.
2. The Board of Directors at its meeting held on July 11, 2024, has declared an interim dividend of ₹10.00 per equity share.
3. In April 2019, Computer Sciences Corporation (referred to as CSC) filed a legal claim against the Company in the Court of Northern District of Texas and Dallas Division (trial court) alleging misappropriation of trade secrets and other CSC's confidential information and sought preliminary and permanent injunctive relief, and unspecified monetary damages and disgorgement of profits.
- A trial before an advisory jury was held and on November 17, 2023, the jury returned an advisory verdict in favour of CSC, finding that the Company misappropriated CSC's trade secrets and recommended compensation of US \$70 million (equivalent to ₹584 crore) and a further punitive damage of US \$140 million (equivalent to ₹1,168 crore) to be paid by the Company to CSC. Subsequently, the parties filed their respective written submissions in the matter. On June 13, 2024, the trial court passed a judgement as follows:
 - a) The Court ordered that the Company is liable to CSC for US \$56 million (equivalent to ₹467 crore) in compensatory damages and US \$112 million (equivalent to ₹935 crore) in exemplary damages.
 - b) The Court also assessed that the Company is liable for US \$25 million (equivalent to ₹209 crore) in prejudgment interest through June 13, 2024.
 - c) The Court also passed certain injunction and other reliefs against the Company.
- The Company, based on external opinion and legal assessment, believes that it has a strong case and would defend its position vigorously and pursue legal remedies to overturn the adverse judgement of the trial court.
4. The above is an extract of the detailed format of financial Results filed with the Stock Exchanges under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format for three months ended June 30, 2024, are available on the BSE Limited website (URL: www.bseindia.com), the National Stock Exchange of India Limited website (URL: www.nseindia.com) and on the Company's website (URL: www.tcs.com/investors).

For and on behalf of the Board of Directors

Mumbai

July 11, 2024

K Krithivasan

CEO and Managing Director

DIN:10106739

**HB PORTFOLIO LIMITED**
CIN : L87120HR1994PLC034148
Registered Office : Plot No. 31, Echelon Institutional Area, Sector 32, Gurugram-122001, Haryana
Phone : +91-124-4675500, Fax : +91-124-4370985
E-mail : corporate@hbportfolio.com, Website : www.hbportfolio.com

NOTICE OF 29TH ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM)

Dear Members,

Notice is hereby given that the 29th Annual General Meeting ("AGM") of the members of HB Portfolio Limited ("the Company") will be held on Saturday, 17th August, 2024 at 03:00 P.M. through Video Conference (VC) / Other Audio Visual Means (OAVM) facility without the physical presence of the members at a common venue to transact the business as set out in the notice of AGM in compliance with the applicable provisions of the Companies Act, 2013 (the "Act") and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 05th May, 2020, Circular No. 2/2021 dated 13th January, 2021 and Circular No. 02/2022 dated 05th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 28th September, 2023 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD/1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD/2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD/2/CIR/P/2022/82 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated 07th October, 2023 issued by Securities and Exchange Board of India (hereinafter collectively referred to as "the Circulars"). The Company has engaged the services of National Securities Depository Limited (NSDL) as the authorised agency to provide the facility of attending AGM through VC / OAVM, Remote e-voting before AGM and e-voting during AGM.

In compliance with the aforesaid Circular(s), the Notice of 29th AGM and Annual Report for the Financial Year 2023-24 will be sent only through electronic mode to those members, whose e-mail address is registered / available with the Company / Depository Participant(s). The aforesaid documents will also be available on the website of the Company at www.hbportfolio.com, on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

The members will have an opportunity to cast their vote electronically on the business set out in the AGM Notice through remote e-voting / e-voting during the AGM. The detailed procedure for remote e-voting / e-voting during the AGM by Members holding shares in Physical mode and Members, who have not registered their e-mail address with the Company, will be provided in the Notice of AGM.

Members who have not registered their e-mail address with the Company / Depository Participant(s) can obtain Notice of AGM and Annual Report 2023-24 and login credentials for e-voting as per following procedure:

Physical Holding	Please provide a request letter to the Company's Registrar and Share Transfer Agent (RTA), RCMC Share Registry Private Limited through an e-mail at investor.hb@rcmcindia.com , mentioning Folio No., Name of Member along with scanned copy of the Share Certificate (front and back), self-attested scanned copy of the PAN Card and address proof of the Member.
Demat Holding	Please update e-mail address / Bank Account Details with your Depository Participant(s) (DPs).

For HB Portfolio Limited

Sd/-

MOHIT CHAUHAN

(Company Secretary)

M. No.: A-53939

Date : 11th July, 2024

Place : Gurugram

Place: Noida
Date : July 11, 2024