

March 05, 2025

To,

The Secretary Corporate Relations Department BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 511389	The Secretary Corporate Relations Department The National Stock Exchange of India Limited Exchange Plaza, Bandra – Kurla Complex, Bandra East, Mumbai – 400 059 Symbol: VIDEOIND
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Dear Sir / Madam,

Sub: Intimation under Regulation 30 and 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Newspaper Publications – Notice of the Adjourned 34th Annual General Meeting for the Financial Year 2023-24.

This is to inform that the Company has published newspaper advertisements [All editions of Financial Express (in English) and Aurangabad (Chhatrapati Sambhaji Nagar) Edition of PunyaNagari (in Marathi)] on March 05, 2025 containing information about adjournment of 34th Annual General Meeting of the Company for the Financial Year 2023-24.

Copies of newspaper clippings are annexed herewith, which are also available on the website of the Company at <https://videoconindustriesltd.com/>

Kindly take the same on records and treat the same as compliance with the applicable provisions of the Listing Regulations.

Thanking you,

Yours truly,

For VIDEOCON INDUSTRIES LIMITED

(A Company under Corporate Insolvency Resolution Process
by NCLT order dated 5 September, 2018 read with Orders dated
8th August, 2019 and 25th September, 2019)

ABHIJIT
GUHATHAKURTA
RTA
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ABHIJIT
GUHATHAKURTA
Date: 2025.03.05
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ABHIJIT GUHATHAKURTA

Resolution Professional of 13 Videocon Group Companies under Consolidated
Corporate Insolvency Resolution Process

Insolvency Professional - Regn.No.: IBBI/IPA-003/IP-N000103/2017-2018/11158

VIDEOCON INDUSTRIES LIMITED

Registered Office

14KM Stone, Aurangabad-Paithan Road,
Village Chittegaon, Taluka Paithan, District
Aurangabad – 431 105 India
T.: 2431-2515525-5

New Delhi Office

Videocon Tower, Eleventh Floor,
Rani Jansi Marg, E-1 Jhandewa Ion
Extn, New Delhi – 110055 India

Correspondence Address

171 Mittal Court, 17th Floor, 'B-
Wing', Plot-224, Jamanalal Bajaj
Marg, Nariman Point, Mumbai, -
400021



Registered Address :

Flat No. 701, A Wing, Satyam Springs, CTS No.272A/2/1,
Off BSD Marg, Deonar, Mumbai- 400 088.
E-mail: aguhat@hotmail.com

Correspondence Address:

Deloitte India Insolvency Professionals LLP,
One International Centre, Tower 3, 32nd Floor, Senapati Bapat
Marg, Elphinstone Road (West), Mumbai 400013, India.
E-mail: inrpvil@deloitte.com; abhijitg@deloitte.com

Please email your responses to inrpvil@deloitte.com

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Correspondence Address

171 Mittal Court, 17th Floor, 'B-
Wing', Plot-224, Jamanalal Bajaj
Marg, Nariman Point, Mumbai, -
400021

**ITD Cementation India Limited**
CIN: L6100MH1978PLC020435
Registered Office: 9th Floor, Prisma Bay, Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai-400072, Maharashtra, India
Phone No: 022-66931600; Fax No: 022-66931628
Email: investors.liaison@itdcem.co.in, Website: www.itdcem.co.in

NOTICE
Transfer of Equity Shares of the Company to Investor Education and Protection Fund (IEPF) Authority.
Notice is hereby given to the Shareholders of the Company, pursuant to the provisions of Section 124(6) of the Companies Act, 2013 (the "Act") read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 notified by the MCA effective September 7, 2016 as amended ("the Rules"), that the Equity Shares of the Company in respect of which dividend declared for the financial year ended 31st December, 2017 has remained unpaid or unclaimed by the shareholders during the last seven consecutive years or more are required to be transferred to the IEPF Authority.
The Company has sent communication to all the concerned Shareholders whose shares are liable to be transferred to the IEPF Authority as per the aforesaid Rules requesting them to encash the unclaimed dividend on or before 15th May, 2025. The details of such Shareholders along with shares due for transfer are available on the Company's website www.itdcem.co.in.
In the event valid claim is not received from the concerned Shareholders on or before 15th May, 2025, the Company will proceed to transfer the shares in respect thereof as per the Rules to the IEPF Authority without any further notice or intimation.
The Shareholders may please note that, in terms of the procedure prescribed under the Rules, both the unclaimed dividend and the shares transferred to the IEPF can be claimed only from the IEPF Authority by making application to IEPF Authority in Form IEPF 5 on V3 MCA Portal after obtaining Entitlement letter from the Company.
For any clarification, the shareholders may kindly contact Mr. A. Mohankumar, KFin Technologies Limited, Registrar and Share Transfer Agents of the Company at 1800 345 4001 (toll free) or email at enwardr.irs@kfinitech.com and to the Company at investors.liaison@itdcem.co.in.

For ITD Cementation India Limited
Sd/-
Rahul Neogi
Company Secretary
(ACS : 10653)

Place: Mumbai
Dated: 5th March, 2025

NOTICE
Notice is hereby that the certificate(s) for the under mentioned Equity Shares of the Company have been lost / misplaced and the holder(s) / purchaser(s) of the said Equity Shares have applied to the Company to issue Duplicate Share Certificate(s). Any person who has a claim in respect of the said Shares should lodge the same with the Company at its Registered Office within 21 days from this date else the Company will proceed to issue duplicate certificate(s) to the aforesaid applicants without any further intimation.

Folio No.	Name of Shareholder	No of Shares	Distinctive Nos. From To	Certificate No. From To
0288578	• RUKAIYA Y SHAIKH • YASIN A SHAIKH	1000	3826831 – 387830	3132

[Name of Shareholder(s)] : RUKAIYA Y SHAIKH, YASIN A SHAIKH
Dated: 05.03.2025
Name and Registered Office address of Company:
LLOYD'S METALS AND ENERGY LTD
PLOT No. A-1-2, MIDC AREA, GHUGUS, CHANDRAPUR DISTRICT, MAHARASHTRA - 442505

VIDEOCON INDUSTRIES LIMITED
CIN: L99999MH1986PLC103624
Regd. office: 14 KM. Stone Aurangabad Pathan Road, Chitteenag, Tq. Pithan, Dist: Aurangabad- 431 105
Email: secretarial@vconindia.com
Website: <https://www.videoconindustries.com>

NOTICE OF THE ADJOURNED 34TH ANNUAL GENERAL MEETING FOR F.Y. 2023-24
NOTICE is hereby given that the Thirty Fourth (34th) Annual General Meeting ("AGM") of the Members of VIDEOCON INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 12:00 noon at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chitteenag Taluka Pithan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 34th AGM which is made available on the website of the Company viz. www.videoconindustries.com and on the website of CDCL viz. www.evotingindia.com

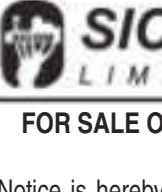
By order of the Board of Directors of VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 25, 2019)
ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL
No. IBBI/PA-003/PIN000103/ 2017-18/11158
Place: Aurangabad
Date: March 04, 2025

By order of the Board of Directors of VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 25, 2019)
ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL
No. IBBI/PA-003/PIN000103/ 2017-18/11158
Place: Aurangabad
Date: March 04, 2025

VALUE INDUSTRIES LIMITED
CIN: L99999MH1986PLC046445
Regd. office: 14 KM. Stone Aurangabad Pathan Road, Chitteenag, Tq. Pithan, Dist: Aurangabad- 431 105
Email: secretarial@vconindia.com Website: www.valueindia.com

NOTICE OF THE ADJOURNED 36TH ANNUAL GENERAL MEETING FOR F.Y. 2023-24
Notice is hereby given that the Thirty Sixth (36th) Annual General Meeting of the Members of the company for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 11:15 a.m. at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chitteenag Taluka Pithan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 36th Annual General Meeting which is made available on the website of the Company viz. www.valueindia.com and on the website of CDCL viz. www.evotingindia.com

For VALUE INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 25, 2019)
ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL
No. IBBI/PA-003/PIN000103/ 2017-18/11158
Place: Aurangabad
Date: March 04, 2025

**SICOM LIMITED**
Registered Office: Solitaire Corporate Park, Building No. 4, 6th Floor, Guru Hargovind Road, Chakala, Andheri (East), Mumbai - 400093.
Tel. No.: 022-66572700, Website: www.sicomindia.com

PUBLIC E-AUCTION NOTICE
FOR SALE OF ASSETS OF "Kamla Landmark Properties Private Limited" ON "AS IS WHERE IS, AS IS WHAT IS, WHATEVER THERE IS AND WITHOUT RECOURSE BASIS"
Notice is hereby given to the public in general and Borrowers/Guarantors in particular by SICOM Ltd. that the under mentioned property mortgaged to SICOM Limited on which SICOM is having exclusive charge was taken possession of under the provisions of Section 29(1) of The State Financial Corporation Act, 1951 (SFC Act) and will be sold through public e-auction on "As is where is, As is what is, Whatever there is and without recourse basis" in terms of Order of Bombay High Court in Interim Application No. 1321 of 2019 in Company Petition No. 65 of 2016 dated April 19, 2023 on March 25, 2025 between 11:00 am to 01:00 pm through e-auction at <https://eauction.auctiontiger.net>.
net for recovery of SICOM's dues. Offers are invited in the sealed envelope along with Earnest Money Deposit (EMD) payable by Demand Draft of Nationalized Bank/Scheduled Commercial Bank or NEFT/RTGS from interested parties in respect of the below mentioned property. Brief description of the property put up for sale under Section 29 (1) of SFC Act:
"All that piece of land or ground bearing Plot No. 17/A, Mahal Industrial Estate, bearing CTS No. 46/5 of Village Mulgaon admeasuring 2097.72 sq.yards or thereabout equivalent to 1753.95 square metres or thereabouts situate at Mahakali Caves Road Mumbai - 400093 in the Registration District and Sub-District Of Mumbai City together with Buildings and Structures standing thereon to be constructed thereon except Unit No. 502 therein and bounded as follows: On or towards the North: by Property bearing Plot No. 18/A C.T.S. No. 6/3 On or towards the South: by a Road On or towards the East: by property bearing CTS No. 47 and 48 On or towards the West: by property bearing Plot No. 17/B, CTS No. 46/4
Kamla Landmark Properties Private Limited- SICOM Outstanding dues position as on 31.01.2025

Principal outstanding (Rs. in Cr.)	Interest Outstanding (Rs. in Cr.)	Total Outstanding (Rs.in Cr.)
50.00	363.55	413.55

* The above-mentioned property is also a security that is ranking pari passu for the loan given to Kamla Landmark Construction Private Limited (Total Outstanding dues as on 31.01.2025 – Rs 175.65 Crores) and Kamla Real Estate Hub Private Limited (Total Outstanding dues as on 31.01.2025 – Rs 277.20 Crores)

Reserve Price	Earnest Money Deposit	Date and time for inspection of property	Last date for submission of offer	Date and Time of Auction
43.05 Crs	Rs 4.30 Crs	March 19, 2025 between 11:00 am to 04:00 pm	March 24, 2025 up to 04:00 pm	March 25, 2025 between 11:00 am to 01:00 pm at https://eauction.auctiontiger.net .

TERMS AND CONDITIONS OF AUCTION:-
1. The property is being sold in terms of order of Hon'ble High Court of Bombay dated April 19, 2023, of the Interim Application No. 1321 of 2019 in Company Petition No. 65 of 2016.
2. The sale is subject to the acceptance of offer by SICOM Ltd and The Hon'ble High Court of Bombay.
3. The bid increase amount will be Rs. 5,00,000/- and in multiples thereof.
4. Prospective bidders may avail online training from service provider M/s. e-Procurement Technologies Ltd. (Auction Tiger) and Mr. Ram Sharma (Mobile No. 8000023297, E-mail ID - rampasad@eauctiontiger.net), Helpline E-mail ID: support@eauctiontiger.net.
5. Prospective bidders are advised to visit <https://eauction.auctiontiger.net> for detailed terms & conditions and procedure of sale before submitting their bids. The auction sale is subject to the general terms and conditions of sale the above mentioned property, a separate copy whereof can be obtained by bidders from www.sicomindia.com or <https://eauction.auctiontiger.net>. Even if the bidder does not obtain a copy of the general terms and conditions of sale, it would be presumed that the bidder has obtained, perused, examined and accepted the same.
6. For participating in the public auction, the intending bidders/offers shall have to deposit the Earnest Money Deposit (EMD) of Rs. 4.30 Crores by Demand Draft drawn on Nationalized Bank/Scheduled Commercial Bank in favour of "SICOM LIMITED" payable at Mumbai to be submitted by March 24, 2025 up to 04:00 pm.
7. EMD may also be deposited by RTGS/NEFT by March 24, 2025 up to 04:00 pm as per schedule given below in the account as per details as under:

Beneficiary Name	SICOM Limited
Beneficiary Bank Name	HDFC BANK LTD
Beneficiary Account No.	57500001508823
Branch Address	HDFC BANK LTD., GROUND FLOOR, JEHANGIR BUILDING, M G ROAD, FORT, MUMBAI 400001
IFSC Code	HDFC0000060

PUBLIC NOTICE ON AUCTION OF PLEDGED GOLD ORNAMENTS
The borrower/s in specific and interested bidders in general, are hereby informed that on account of non-repayment of the Banks due by the borrowers as under despite the payment notice and reallocation notice issued by the Bank, the gold ornaments pledged with the bank security by the respective borrowers for the purpose of loan will be sold in public auction on "as is where is" and "non-recourse" basis through e-auction portal <https://csbgold.auctiontiger.net> on 17th March 2025 at 10:30 AM. The auction may be adjourned to any other later date at the discretion of the bank upon publication of the same in the Bank's notice board. The borrowers are hereby further inform that the gold ornaments will be disposed of by private sale if the public auction is not successful and if there is a further balance to be recovered thereafter, legal action will be initiated against the borrowers for recovery of the balance amount due to the bank in case of default/borrower, all conditions will be applicable to legal heirs.

S. No.	Account Name	Client ID	No. of Bal. Outstanding as of 03/03/2025	Weight (grams)	
1	Deepak Balu Shirke	7279081	002	7,90,210.24	149.00
2	Omkar Balasahab Dange	4568039	005	6,85,930.44	138.50
3	Ashish Bharat Chavan	4841417	001	1,07,568.94	19.90
4	Ashish Babanrao Patil	7792641	002	32,37,776.49	666.00
5	Anil Sudam Navale	7933175	003	26,38,374.70	497.00
6	Anoop Satheesh Nair	3539315	001	66,472.84	1.30
7	Jagdish	7474002	009	11,95,271.87	12.50
8	Jasmin Anwar Shaikh	4500123	002	3,07,395.18	57.50
9	Ketan Nilesh Bhosale	1832683	002	22,76,112.72	395.50
10	Punam Suresh Tawale	4782486	002	2,19,359.22	44.00
11	Rajesh Bheegam Shinde	4287426	001	1,08,459.26	59.28
12	Rajeshwari Gandham	8141861	002	4,55,663.29	94.40
13	Ravindra Dattatraya Zagade	8112138	001	9,76,581.81	168.40
14	Rishi Ramkrishna Gawande	4657451	002	30,90,925.00	57.71
15	Samrudhi Nilesh Bhosale	1834098	001	16,48,459.26	285.90
16	Signa Manoj Kharchan	2671447	002	4,01,475.12	87.10
17	Sonali Sachin Bhingare	2645056	001	3,91,707.08	20.10
18	Susha Manikranga	4546173	001	3,81,907.08	7.15
19	Sushela Venkatesh Kumar Subbiah	1728606	003	7,68,586.01	149.00
20	Vijayan Ramani	8141765	002	21,66,686.87	375.10
21	Wishu Dattatraya Salve	4796264	001	2,76,774.38	21.80
22	Zahir Khwaja Shikh	4796264	001	2,76,774.38	21.80
23	Aashish Bharat Chavan	4055554	001	8,62,979.86	150.10
24	Ashish Babanrao Patil	4941910	001	1,05,155.69	18.50
25	Anil Sudam Navale	7933175	003	26,38,374.70	497.00
26	Anoop Satheesh Nair	3539315	001	66,472.84	1.30
27	Jagdish	7474002	009	11,95,271.87	12.50
28	Jasmin Anwar Shaikh	4500123	002	3,07,395.18	57.50
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42	Zahir Khwaja Shikh	4796264	001	2,76,774.38	21.80
43	Aashish Bharat Chavan	4055554	001	8,62,979.86	150.10
44	Ashish Babanrao Patil	4941910	001	1,05,155.69	18.50
45	Anil Sudam Navale	7933175	003	26,38,374.70	497.00
46	Anoop Satheesh Nair	3539315	001	66,472.84	1.30
47	Jagdish	7474002	009	11,95,271.87	12.50
48	Jasmin Anwar Shaikh	4500123	002	3,07,395.18	57.50
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83	Aashish Bharat Chavan	4055554	001	8,62,979.86	150.10
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VIDEOCON INDUSTRIES LIMITED
CIN: L99999MH1986PLC103624
Regd. office: 14 K.M. Stone Aurangabad Pathan Road, Chittegaon,
Tq. Pithan, Dist: Aurangabad- 431 105
Email: secretarial@vcon.in@gmail.com
Website: https://www.videoconindustriesltd.com/in

**NOTICE OF THE ADJOURNED 34TH ANNUAL
GENERAL MEETING FOR F.Y. 2023-24**

NOTICE is hereby given that the Thirty Fourth (34th) Annual General Meeting ("AGM") of the Members of VIDEOCON INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 12:00 noon at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chittegaon Taluka Pathan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 34th AGM which is made available on the website of the Company viz. www.videoconindustriesltd.com and on the website of CDSL viz. www.evotingindia.com

By order of the Board of Directors of
VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process
by NCLT Order dated September 5, 2018 read with
Orders dated August 8, 2019 and September 25, 2019)
ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL
Place: Aurangabad
Date: March 04, 2025 No. IBB/PA-003/IP/N000103/ 2017-18/11158

Canara Bank
(A Government of India Undertaking)

POSSESSION NOTICE
(Under Rule 8(1) of Security Interest (Enforcement) Rules, 2002)

**Regional Office
Civil Lines
Moradabad**

Whereas, The undersigned being the Authorised officer of the CANARA BANK, under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (Act No. 54 to 2002) and in exercise of powers conferred under section 13(12) read with Rule-3 of the Security Interest (Enforcement) Rules, 2002 issued demand notice on the date mentioned against account and stated herein calling upon them to repay the amount within 60 days from the date of receipt of said notice. The borrower having failed to repay the amount, notice is hereby given to the borrower/guarantor and the public in general that the undersigned has taken possession for the property describe herein blow in exercise of powers conferred on him/her under section 13(4) of the said Act read with rule 8 of the Security Interest (Enforcement) Rules, 2002. The borrower/guarantor in particular and the public in general are hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of the CANARA BANK for the amounts and interest thereon. The borrowers attentions in invited to provisions of sub-section (8) of section 13 of the act, in respect of time available to redeem to secured asset, Details of properties where possession had been taken is as follows:

Sr. No.	Name of the BORROWER/ GUARANTOR/MORTGAGOR	Description of the Immoveable Property	Outstanding Amount u/s 13(2) + Int. & Other Charge	Date of Demand Notice Date of Possession
1	borrower SriM/S RAJ PAL BRANCH: MORADABAD GULAB BARI	All that part and parcel of the property consisting of A RESIDENTIAL PROPERTY MEASURING 42.15 SQ MT SITUATED AT GATA NO. 157, BALDEV PURI VILLAGE SIHORA GOVIND BAHAR CHUNGI MORADABD. BOUNDED AS -EAST-PLOT OF MITHLESH, WEST-PLOT OF VIJENDRA SAINI, NORTH-RASTA 6FT WIDE, SOUTH-ARAZI OTHER PERSON, KHET	Rs. 10,18,308.00 + Int. & Other Charge	02-12-2024 04-03-2025

Date : 04.03.2025 PLACE : Moradabad Authorized Officer, Canara Bank

ZEL JEWELLERS LIMITED
CIN : L74899DL1994PLC058832
Registered Office: E-5, South Extension, Part II, New Delhi-110049
PHONES: (91)-11- 26252416
EMAIL : zeljewellers@yahoo.co.in Web : http://www.rkjewellers.in

NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting ("EGM") of the members of ZELJEWELLERS LIMITED will be held on Thursday, March 27, 2025 at 3:00 p.m. at the Registered Office of the Company at E-5, South Extension, Part-II, New Delhi-110049 to transact the business as set out in the Notice convening the EGM. In compliance with applicable provisions of the Companies Act, 2013 ("Act") and rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with all the applicable circulars issued by Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") (MCA Circulars and SEBI Circulars collectively referred as "Circulars").

In accordance with the Circulars, EGM Notice, has been sent only by email to all those members, whose email IDs are registered with the Depository Participants or the Company or Company's Registrar and Share Transfer Agent, Beetal Financial & Computer Services Pvt. Ltd. The emailing of EGM Notice to all the members has been completed. The soft copy of the EGM Notice is also made available on the Company's website at www.rkjewellers.in, website of Metropolitan Stock Exchange of India Limited at www.mseil.in.

The cut-off date for determining the eligibility to vote at the EGM shall be Thursday, March 20, 2025 ("Cut-off date"). Shareholders of the Company, whose names appear in the register of members / list of beneficial owners as on Cut-off date, shall only be entitled to vote at the EGM, on all the resolutions set forth in the EGM Notice. A person who is not a shareholder as on the Cut-off date should treat this communication for information purposes only. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

By Order of the Board of Directors
For ZEL JEWELLERS LIMITED
Sd/-
Shilpa Chopra
Company Secretary
& Compliance Officer

Place : New Delhi
Date : March 1, 2025

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9. As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended December 31, 2024, the Target Company has disclosed that: (i) there are no partly paid-up Equity Shares; (ii) it has not issued any convertible securities; (iii) it has not issued any warrants; (iv) there are locked in Equity Shares of the Target Company; (v) No fully paid-up Equity Shares underlying global depository shares; and (vi) No shares held by promoters are pledge or otherwise encumbered.
10. As on the date of this DPS, there are no: (a) partly paid-up Equity Shares; and/or (b) outstanding convertible securities which are convertible into Equity Shares (such as depository receipts, fully convertible debentures or warrants), issued by the Target Company.
11. As on the date of this DPS, the Target company does not have any Subsidiary or associate Company nor does it have a Joint Venture with any entity.
12. BSE Limited has levied the following fines on the Target Company for various non-compliances with the provisions of the SEBI (LODR) Regulations, 2015:

Sr. No.	Quarter Ended	Regulation	Provision	Fine Amount	Paid on
1.	Jun-23	Regulation 6(1)	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer	36,580	29-02-2024
2.	Sep-24	Regulation 17(1)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint Women Director	1,29,800	Withdrawn on December 09, 2024 by the Exchange.

13. The brief financial information of the Target Company based on its audited financial statements as of and for the financial years ended March 31, 2024, March 31, 2023 & March 31, 2022 issued by the Independent Statutory Auditor of the Target Company; and for the Nine-months period ended December 31, 2024 (unaudited), is as set out below:

Particulars	Financial year ended on			9 Months period ended on December 31, 2024
	March 31, 2022	March 31, 2023	March 31, 2024	
Total Revenue	70,000	3,000	1,07,000	67,95,000
Profit/Loss after Tax	19,60,000	(26,58,000)	21,07,000	(54,46,000)
Earnings per share (EPS) (Basic & Diluted)	0.25	(0.31)	(0.25)	(0.39)
Net worth/Shareholders Funds	2,21,40,000	1,95,43,000	3,63,12,000	

14. The Present Board of Directors of Target Company are as follows:

S. No.	Name	Designation	DIN/PAN	Date of Appointment
1.	Jatinbhai Virendrabhai Shah	Managing Director	03513997	25/05/2022
2.	Shikha Agarwal	Director	08635830	25/05/2022
3.	Dixita Devang Pathak	Company Secretary	****7263P	16/12/2024
4.	Darshan Hareshchandra Rana	CFO	****5284P	29/01/2025
5.	Pranav Manoj Vajani	Director	09213749	31/07/2024
6.	Meshwa Panchal	Director	10749902	04/09/2024
7.	Premaram Jaitaram Patel	Director	09324872	07/10/2024
8.	Ronak jaysukhlal Doshi	Director	08198816	25/06/2024
9.	Niraj Chandulal Pandya	Director	08289360	25/06/2024
10.	Simoli Kalpesh Raval	Director	10350999	25/06/2024
11.	Janak Jagjivan Shah	Director	10507644	25/06/2024
12.	Ashok Kumar Varshney	Director	10663427	25/06/2024
13.	Chirag Jitendrabhai Shah	Director	10505306	13/02/2024
14.	Bhaveshkumar Chheshankar Joshi	Additional Director	10957319	25/02/2025
15.	Hetalben Narshihbbhai Hadiya	Additional Director	10959909	25/02/2025

II. DETAILS OF OPEN OFFER

1. The Acquirers along with PACs has made the Offer in accordance with the Regulation 3(1) and 4 of the Takeover Regulations vide the PA dated February 25, 2025 to all the public shareholders of the Target Company for the acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand three Hundred & Eighty only) fully paid up Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid-up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 10.00/- (Rupee Ten Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").
2. The Offer is being made to all the public Shareholders of the Target Company except the Acquirers, PACs, and any other person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011. The Equity Shares of the Target Company under the Offer will be acquired by Acquirers along with PACs as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereon.
3. The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
4. The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 194 (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers along with PACs will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.
5. The Offer is subject to the receipt of the Statutory and other approvals as mentioned in Section VI of this DPS. In terms of Regulation 23(1)(a) of the Takeover Regulations, if the statutory approvals are not received, the Offer will stand withdrawn.
6. To the extent required and to optimize the value of all the shareholders, the Acquirers along with PACs may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers along with PACs intends to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers along with PACs.
7. Currently, the Acquirers along with PACs does not have any intention to dispose of or otherwise encumber any material assets or investments of the Target Company, by way of sale, lease, encumbrance, reconstruction, restructuring or otherwise for a period of 2 (Two) years from the closure of this Open Offer except: (a) in the ordinary course of business; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the operations of the Target Company. If the Acquirer intends to alienate any material asset of the Target Company, within a period of 2 years from completion of the Open Offer, the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
8. The Manager to the Offer, AFCC Capital India Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

III. BACKGROUND TO THE OFFER

1. This offer is being made pursuant to the resolution passed by the Board of Directors of the Target Company during their meeting held on February 25, 2025, which approved the preferential issue of 3,68,65,000 equity shares of face value Rs. 10 each, at an issue price of Rs. 10 per share, on a preferential basis to certain public category investors. Of these, 11,75,000 equity shares will be allocated to Acquirer-1, in exchange for the conversion of an unsecured loan, and the remaining equity shares will be allotted for cash as follows: 2,500,000 equity shares to Acquirer-2, 1,180,000 equity shares to PAC-1, 1,000,000 equity shares to PAC-2, 800,000 equity shares to PAC-3, 1,000,000 equity shares to PAC-4, 800,000 equity shares to PAC-5, 1,000,000 equity shares to PAC-6, 1,000,000 equity shares to PAC-7, and 2,400,000 equity shares to PAC-8. PAC-9 is not included in the list of allottees for the Preferential Issue. This preferential allotment is being made in accordance with Section 62 of the Companies Act, 2013, and the provisions of SEBI (ICDR) Regulations, 2018, subject to obtaining the necessary statutory approvals.
2. This Open Offer is a "Mandatory Offer" under the Regulation 3(1) and 4 of the Takeover Regulations being made by the Acquirers along with PACs for acquisition of 26.00% Emerging Voting Share Capital of the Target Company.
3. After the completion of this open offer and pursuant to preferential issue, the Acquirers along with PACs shall hold majority of equity shares by virtue of which they will be in a position to exercise control over management and affairs of the Target Company and will form part of the Promoter and Promoter Group of the Target Company, subject to necessary compliance and in accordance with the SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The Acquirers along with PACs intends intend to control over the Target Company and make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance hereof. However, no firm decision has been made in this regard by the Acquirers along with PACs.
5. The prime objective of the Acquirers in undertaking the Proposed Transaction is to obtain substantial holding of Equity Shares and voting rights, along with acquiring control of the Target Company. The Acquirers aim to position the Target Company for future growth and value creation for its stakeholders. The Acquirers reserve the right to modify the Present business Structure in a manner serves the broader interests of the Shareholders. Any change in the structure that may be carried out, will be in accordance with the applicable laws.

IV. SHAREHOLDING AND ACQUISITION DETAILS

The present and proposed shareholding of the Acquirers and PACs in the Target Company and the details of their acquisition are as follows:

Name of Acquirers and PACs	Share-as on PA date	Shares agreed to be held under Proposed Preferential Issue		Shares acquired between PA date and DPS date	Shares to be acquired in the open offer (Assuming full acceptance)	Post offer shareholding (assuming full acceptance) (in Diluted basis, as on 10 working day after closing of tendering period)	
		Number	%*			Number	%*
(Acquirer 1) Morabia Enterprise Private Limited	12,50,000	1,17,50,000	23.33	Nil			
(Acquirer 2) Mahendra Harajivan Morabia	Nil	25,00,000	4.96		1,30,94,380	2,85,94,380	56.78

(PAC 1) Morabia Induben Mahendra	32,986	11,80,000	2.34	Nil	12,12,986	2.41
(PAC 2) Morabia Smit Mahendra	5,002	10,00,000	1.99		10,05,002	2
(PAC 3) Paragi Smit Morabia	5,300	8,00,000	1.59		8,05,300	1.6
(PAC 4) Morabia Nirmal Mahendra	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 5) Surbhi Nirmal Morabia	Nil	8,00,000	1.59		8,00,000	1.59
(PAC 6) Keyuri Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 7) Kevai Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 8) VR Leading Edge Consultancy LLP	Nil	24,00,000	4.77		24,00,000	4.77
(PAC 9) Morabia Creations Private Limited	6,00,000	Nil	Nil		6,00,000	1.19

*Computed as a percentage of Emerging Equity Share Capital.

V. OFFER PRICE

1. The Equity Shares of the Target Company are listed on BSE Limited, Mumbai (BSE). The shares are placed under Group "XT+1" having a Scrip Code of "505515" & Scrip Id: "SHYMINV" on the BSE.
2. The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on BSE.
- The annualized trading turnover of the equity shares of the Target Company on BSE during Twelve calendar months prior to the month of PA date (February, 2024 to January, 2025) is as given below:

Name of the Stock Exchange	Total number of equity shares traded during the preceding 12 months prior to the month of PA	Total Number Equity Shares listed	Annualized Trading Turnover (as % of total Listed Equity Shares)
BSE Ltd	50.14,603	1,34,98,000	37.15

(Source: www.bseindia.com)

3. The Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share is justified per provision of Regulation 8(1) read with Regulation 8(2) of the SEBI (SAST) Regulations, taking into account the following parameters:

Sr. No.	Particular	Price (per equity share)
A.	The highest negotiated price per share of the Target Company for an acquisition (Price to be payable in proposed Preferential Issue by Acquirers along with PACs)	Rs. 10
B.	The volume-weighted average price paid or payable for acquisitions by the Acquirers along with PACs during the fifty-two weeks immediately preceding the date of the PA.	Not applicable
C.	The highest price paid or payable for any acquisition by the Acquirers along with PACs during the twenty-six weeks immediately preceding the date of the PA.	Not applicable
D.	The volume-weighted average market price of Equity Shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on BSE, being Stock Exchange where the Equity Shares of the Target are listed.	Rs. 9.47
E.	Since the Equity Shares are not frequently traded, the price determined by the Acquirers along with PACs and the Manager to the Open Offer taking into account valuation parameters including book value, comparable trading multiples and such other parameters as are customary for valuation of shares of such companies.	Not Applicable
F.	The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, 2011, if applicable.	Not Applicable

4. The Offer Price is higher than the highest of the amounts specified in table, in point 4 above. Therefore, in terms of Regulation 8(2) of the SEBI (SAST) Regulations, 2011, the Offer Price is justified.
5. In view of the above parameters considered and in the opinion of the Acquirers along with PACs and Manager to the Offer, the Offer Price of Rs. 10 (Rupees Ten only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.
6. Since the date of the PA and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc., where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.
7. In the event of any acquisition of Equity Shares by the Acquirers and PACs during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, the Acquirers along with PACs shall not acquire any Equity Shares after the 3rd Working Day prior to the commencement of the tendering period of this Offer and until the expiry of the tendering period of this Offer.
8. As on the date of this DPS, there is no revision in the Offer Price or size of the Open Offer. An upward revision to the Offer Price or to size of the Open Offer, if any, on account of competing offers or otherwise, may also be done at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period of this Open Offer in accordance with Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall: (i) make corresponding increase to the escrow amount; (ii) make an announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify the BSE, CSE, NSE, the SEBI and the Target Company at its registered office of such revision.
9. If the Acquirers or PACs acquire Equity Shares during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers and PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Open Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of shares of the Target Company in any form.

VI. FINANCIAL ARRANGEMENTS

1. Assuming full acceptance under the offer, the maximum consideration payable by the Acquirers along with PACs under the offer would be Rs. 13,09,43,800/- (Rupees Thirteen Crores Nine Lakhs Forty Three Thousand Eight Hundred Only) ("maximum consideration") i.e. consideration payable for acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand Three Hundred Eighty only) equity shares of the target Company at offer price of Rs. 10.00/- (Rupees Ten Only) per Equity Share.
2. In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirers and PACs have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own resources/ Net-worth and no borrowings from any Bank and/ or Financial Institutions. CA Keyur Bhanarsi (Membership No.: 165174), Partner at M/s. Amit Dharamsi & Associates having its office at 121, Manali Tower, plot No. 110, Sector 8, Gandhidham, 370201, Gujarat, Tel. no. +91 9429007485, vide certificate dated 25/02/2025 has certified that sufficient resources are available with the Acquirers and PACs for fulfilling their Offer obligations in full. The sources of funds for the Acquirers and the PACs are from their cash and cash equivalents (including liquid assets) and illiquid assets.
3. The Acquirers along with PACs, the Manager to the Offer and IDBI Bank Limited, have entered into an escrow agreement purpose of the Offer ("Escrow Agreement") and opened an Escrow Account under the name and style of SHYAMKAMAL INVESTMENTS LTD - OPEN OFFER ESCROW ACCOUNT" in accordance with regulation 17 of the SEBI (SAST) Regulations, 2011.
4. Pursuant to the Escrow Agreement, the Acquirers on February 28, 2025 have deposited cash of an amount of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) in an escrow account opened with Axis Bank Limited, which is in excess of 25% of the Offer Consideration.
5. The Acquirers along with PACs has duly empowered AFCC Capital India Private Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
6. The Acquirer and the PAC have confirmed that they have, and they will continue to have, and maintain sufficient means and firm arrangements to enable compliance with payment obligations under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer along with PACs would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.
8. Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied with the ability of the Acquirer and PACs to fulfill their obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.

VII. STATUTORY AND OTHER APPROVALS

1. To the best of knowledge and belief of the Acquirers and PACs, as of the date of this DPS, except approval of BSE Limited under Regulation 28 of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue and the prior approval of Reserve Bank of India ("RBI"), there are no other statutory approvals required for this Offer. However, if any statutory approval becomes applicable before the completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.
2. As on the date of this DPS, to the best of the knowledge of the Acquirers and PACs, there are no statutory or other approvals required to complete the Open Offer. If any other 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.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and PACs, then the Acquirers and PACs shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers and PACs (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. If Public Shareholders who are not persons resident in India (including NRIs, DCBs and FPIs / FPIs had required any approvals (including from the Reserve Bank of India ("RBI"), or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for acquiring / holding the Equity Shares, in order to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. Such shareholders shall also seek appropriate

approvals from the RBI or any other regulatory body, if required to tender their Equity Shares in the Open Offer. In the event such approvals are not submitted, the Acquirers along with PACs reserve their right to reject such Equity Shares tendered in this Open Offer.

5. Subject to the receipt of the statutory and other approvals, if any, the Acquirers and PACs shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirers and PACs for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers and PACs agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirers and PACs in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers and PACs shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

Tentative Activity Schedule	Day and Date*
Issue Date of the Public Announcement	Tuesday, February 25, 2025
Publication date of the Detailed Public Statement in the Newspapers	Wednesday, March 05, 2025
Last date for filing the Draft Letter of Offer with SEBI	Wednesday, March 12, 2025
Last date for Competing Offer(s)	Thursday, March 27, 2025
Last date for receipt of comments from SEBI on the Draft Letter of Offer	Friday, April 04, 2025
Identified Date*	Tuesday, April 08, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, April 17, 2025
Last date for publication of the recommendations of the committee of the independent directors of the Target Company to the Public Shareholders for this Offer in the Newspapers	Wednesday, April 23, 2025
Last date for upward revision of the Offer Price and/or the Offer Size	Thursday, April 24, 2025
Last date of publication of opening of Offer public announcement in the Newspapers	Thursday, April 24, 2025
Date of commencement of Tendering Period	Friday, April 25, 2025
Date of closing of Tendering Period	Tuesday, May 13, 2025
Last date for publication of post-offer public announcement in the newspapers in which this DPS has been published	Tuesday, May 20, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI	Tuesday, June 3, 2025

* The above timelines are indicative, prepared on the basis of timelines provided under the SEBI (SAST) Regulations are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. Shareholders are requested to refer to the letter of offer for the revised timeline, if any.

Identified Date is only for the purpose of determining the Public shareholders of the Target Company as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, PACs, and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER (LOF)

1. All the Public Shareholders (except the Acquirers, PACs, and any person deemed to be acting in concert with them) of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period of this Offer.
2. Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
3. Accidental omission to dispatch the Letter of Offer to any person to whom the Open Offer is made, or non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Open Offer in any way.
4. The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. The Public Shareholders who tender their Equity Shares in the Open Offer shall ensure that the Equity Shares are fully paid-up; and are free from all liens, charges and encumbrances. The Acquirers along with PACs shall acquire the Offer Shares that are validly tendered and accepted in the Open Offer, together with all rights attached hitherto, including the rights to dividends, bonuses and rights offers declared thereon in accordance with the applicable law, and the terms set out in the PA, this DPS and the Letter of Offer.
6. The Public Shareholders may also download the Letter of Offer from the SEBI's website (

ITD Cementation India Limited
CIN: L61000MH1978PLC020435
Registered Office: 9th Floor, Prisma Bays, Tower - B, Gate No. 5, Saki Vihar Road, Powai, Mumbai-400027, Maharashtra, India
Phone No: 022-66931600; Fax No: 022-66931628
Email: investors.relation@itdcem.co.in; Website: www.itdcem.co.in

NOTICE
Transfer of Equity Shares of the Company to Investor Education and Protection Fund (IEPF) Authority.

Notice is hereby given to the Shareholders of the Company, pursuant to the provisions of Section 124(6) of the Companies Act, 2013 (the "Act") read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 notified by the MCA effective September 7, 2016 as amended ("the Rules"), that the Equity Shares of the Company in respect of which dividend declared for the financial year ended 31st December, 2017 has remained unpaid or unclaimed by the shareholders during the last seven consecutive years or more are required to be transferred to the IEPF Authority.

The Company has sent communication to all the concerned Shareholders whose shares are liable to be transferred to the IEPF Authority as per the aforesaid Rules requesting them to encash the unclaimed dividend on or before 15th May, 2025. The details of such Shareholders along with shares due for transfer are available on the Company's website www.itdcem.co.in.

In the event valid claim is not received from the concerned Shareholders on or before 15th May, 2025, the Company will proceed to transfer the shares in respect thereof as per the Rules to the IEPF Authority without any further notice or intimation.

The Shareholders may please note that, in terms of the procedure prescribed under the Rules, both the unclaimed dividend and the shares transferred to the IEPF can be claimed only from the IEPF Authority by making application to IEPF Authority in Form IEPF 5 on V3/MCA Portal after obtaining Entitlement letter from the Company. For any clarification, the shareholders may kindly contact Mr. A. Mohankumar, KFin Technologies Limited, Registrar and Share Transfer Agents of the Company at 1800 345 4001 (toll free) or email at enward.nis@kfinetech.com and to the Company at investors.relation@itdcem.co.in.

For ITD Cementation India Limited
Sd/-
Rahul Neogi
Company Secretary
(ACS - 10653)

Place: Mumbai
Dated: 5th March, 2025

केनरा बैंक Canara Bank
ARMI Branch, Mumbai, 37, Ishamalya, Opp. Patkar Hall, New Marine Lines, Thackersey Marg, Mumbai - 400020
Email: cb2360@canarabank.com

REF: CB2360/SARFAESI/UPCOR/2024 DATE: 01.03.2025
REDEMPTION NOTICE (SECTION 13(8)) TO BORROWER/ GUARANTOR/MORTGAGOR

1. **M/s. J P Corporation**, Partners: Nityanand B. Sharma and Mr. Vijay Ekmath Chopdar, B 103, Hareeshwar Apartment, P. G. Road, Bandhar Wada Holi Chowk, Malad West, Mumbai-400064.

2. **Mr. Nityanand B. Sharma, S/o. Bramanand Sharma**, 77/199 Arawali Marg Mansarovar Jaipur, Rajasthan-302020.

3. **Mr. Vijay Ekmath Chopdar**, 13 Suraj Bhuvan, Dadisheth road, near Bombay Talkies, malad West Mumbai - 400064.

SUBJECT: Notice for exercising the right of redemption under Section 13(8) of the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (hereinafter referred to as "the Act").

The undersigned being the Authorized Officer of Canara Bank, ARMI Branch, Mumbai (hereinafter referred to as "the secured creditor"), appointed under the Act to hereby issue this notice, under Section 13(8) of the Act read with Rule 8(6) of the SARFAESI Rules, to you all as under:

As you all are aware that the secured creditor had issued the Demand Notices, under Section 13(2) of the Act, on 17.12.2016 to the borrower/ firm **M/s. J P Corporation Partner Mr. Vijay Ekmath Chopdar and Mr. Nityanand Sharma**, borrower and the mortgagor, guarantors (above mentioned names), demanding to pay an amount of **Rs. 67,57,228.00 (Rupees Sixty Seven Lacs Fifty Seven Thousand Two Hundred Twenty Eight Only)** together with further interest and incidental and interest stated therein within 60 days from the date of receipt of the said notices.

Since, the Borrowers/ Firm, the mortgagors and the Guarantor (above mentioned names) having failed to repay the amount mentioned in the above said demand notices, the Authorized Officer under Section 13(4) of the Act had taken possession of the secured assets described in the Possession Notice dated 18.03.2017.

You all are hereby given a last and final opportunity to redeem and reclaim the secured assets, which are in possession of the secured creditor, within 30 days from the receipt of this notice, by discharging the liability of **Rs. 1,80,66,940/- (Rupees One Crore Eighty Lacs Sixty Six Thousand Nine hundred Forty Only)** as on **22.02.2025**, plus subsequent interest, costs and expenses in full, failing which the sale notice under the Act will be published in the newspaper specifying one of the following modes mentioned below, to sell the secured assets: By obtaining quotations from the persons dealing with similar secured assets or otherwise interested in buying assets; or By inviting tenders from the public; or By holding public auction including through e-auction mode; or By private treaty.

As per Section 13(8) of the Act, you are entitled to redeem the secured Assets at any time before the date of publication of sale notice in newspapers, failing which your Right to redeem the mortgaged property as per Section 13(8) of the Act shall stand extinguished. This is without prejudice to any other rights available to the secured creditor under the subject Act or any other law in force.

Thanking You,
Sd/-
Canara Bank, Authorised Officer

SICOM LIMITED Registered Office: Solitaire Corporate Park, Building No. 4, 6th Floor, Guru Hargovindji Road, Chakala, Andheri (East), Mumbai - 400093.
Tel. No.: 022-66572700, Website: www.sicomindia.com

FOR SALE OF ASSETS OF "Kamla Landmark Properties Private Limited" ON "AS IS WHERE IS, AS IS WHAT IS, WHATEVER THERE IS AND WITHOUT RECOURSE BASIS"

Notice is hereby given to the public in general and Borrowers/Guarantors in particular by SICOM Ltd. that the under mentioned property mortgaged to SICOM Limited on which SICOM is having exclusive charge was taken possession under the provisions of Section 29(1) of The State Financial Corporation Act, 1951 [SFC Act] and will be sold through public e-auction on "As is where is, As is what is, Whatever there is and Without recourse basis" in terms of Order of Bombay High Court in Interim Application No. 1321 of 2019 in Company Petition No. 65 of 2019 dated April 19, 2023 on March 25, 2025 between 11:00 am to 01:00 pm through e-auction at <https://eauction.auctiontiger.net> for recovery of SICOM's dues. Offers are invited in the sealed envelope with Earnest Money Deposit (EMD) payable by Demand Draft of Nationalized Bank/Scheduled Commercial Bank or NEFT/RTGS from interested parties in respect of the below mentioned property. Brief description of the property put up for sale under Section 29(1) of SFC Act:

"All that piece of land or ground bearing Plot No. 17/A, Mahal Industrial Estate, bearing CTS No. 46/5 of Village Mulgaon admeasuring 2097.72 sq.s yards or thereabout equivalent to 1753.95 square metres or thereabouts situated at Mahakali Caves Road Mumbai - 400093 in the Registration District and Sub-District of Mumbai City together with Building and Structures standing thereon to be constructed thereon except Unit No. 502 therein and divided as follows: On or towards the **North**: by Property bearing Plot No. 18/A C.T.S No. 6/3 on or towards the **South**: by a Road On or towards the **East**: by property bearing CTS No. 47 and 48 On or towards the **West**: by property bearing Plot No. 17/B, CTS No. 46/4

Kamla Landmark Properties Private Limited- SICOM Outstanding dues position as on 31.01.2025

Principal outstanding (Rs. in Cr.)	Interest Outstanding (Rs. in Cr.)	Total Outstanding (Rs. in Cr.)
50.00	363.55	413.55

* The above-mentioned property is also a security that is ranking pari passu for the loan given to Kamla Landmark Construction Private Limited (Total Outstanding dues as on 31.01.2025 - Rs 175.65 Crores) and Kamla Real Estate Hub Private Limited (Total Outstanding dues as on 31.01.2025 - Rs 277.20 Crores)

Reserve Price	Earnest Money Deposit	Date and time for inspection of property	Last date for submission of offer	Date and Time of Auction
Rs 43.05 Crs	Rs 4.30 Crs	March 19, 2025 between 11:00 am to 04:00 pm	March 24, 2025 up to 04:00 pm	March 25, 2025 between 11:00 am to 01:00 pm at https://eauction.auctiontiger.net .

:-TERMS AND CONDITIONS OF AUCTION:-

- The property is being sold in terms of order of Hon'ble High Court of Bombay dated April 19, 2023, of the Interim Application No. 1321 of 2019 in Company Petition No. 65 of 2016.
- The sale is subject to the acceptance of offer by SICOM Ltd and The Hon'ble High Court of Bombay.
- The bid increase amount will be Rs. 5,00,000/- and multiples thereon.
- Prospective bidders may avail online training from service provider **M/s. e-Procurement Technologies Ltd. (Auction Tiger)** and Mr. Ram Sharma (Mobile No. 8000022397, E-mail ID - ramprasad@auctiontiger.net), Helpline E-mail ID: support@auctiontiger.net.
- Prospective bidders are advised to visit website <https://eauction.auctiontiger.net> for detailed terms & conditions and procedure of sale before submitting their bids. The auction sale is subject to the general terms and conditions of sale the above mentioned property, a separate copy whereof can be obtained by bidders from www.sicomindia.com or <https://eauction.auctiontiger.net>. Even if the bidder does not obtain a copy of the general terms and conditions of sale, it would be presumed that the bidder has obtained, perused, examined and accepted the same.
- For participating in the public auction, the intending bidders/offers shall have to deposit the **Earnest Money Deposit (EMD) of Rs. 43.05 Crores** by Demand Draft drawn on Nationalized Bank/Scheduled Commercial Bank in favour of **"SICOM LIMITED"** payable at Mumbai to be submitted by **March 24, 2025 up to 04:00 pm**.
- EMD may also be deposited by through RTGS/NEFT by **March 24, 2025 up to 04:00 pm** as per schedule given below in the account as per details as under:-

Beneficiary Name	SICOM Limited
Beneficiary Bank Name	HDFC BANK LTD
Beneficiary Account No.	5750000150823
Branch Address	HDFC BANK LTD., GROUND FLOOR, JEHANGIR BUILDING, M G ROAD, FORT, MUMBAI 400001
IFSC Code	HDFC0000080

- The prospective bidders are advised to adhere payment schedule as under:
- A further payment of 25% of the offer amount (less amount paid as EMD as above) to be paid immediately or not later than the next working day on confirmation of sale by SICOM, by RTGS/NEFT or by way of Demand Draft drawn on any Nationalised Bank/ Scheduled Commercial Bank payable at Mumbai in the name of SICOM Ltd.
- The balance amount of 75% of the purchase price shall be paid on or before 15 days (fifteen days) from the date of acceptance and confirmation of offer by SICOM and if 15th day is Sunday or other Holiday, then on immediate next working day.
- The offer which is not accompanied with accepted and signed copy of general terms and conditions and requisite EMD or offer received after the above date & time prescribed herein will not be considered/ treated as valid tenders and shall accordingly be rejected.
- SICOM is not bound to accept the highest offer or any offer and may accept any offer or reject all as it shall, in its absolute discretion deems fit.
- SICOM Ltd reserves the right to cancel/postpone the public auction process at any point without assigning any reason therefor.
- The above-mentioned mortgaged property is being sold on "As is where is, As is what is, Whatever there is, Without recourse basis" and without any indemnities and warranties.
- The agreement for sale/sale certificate will only be issued after the entire sale consideration is received from the successful bidder as per terms of the auction and the approval of the Hon'ble High Court of Bombay as per order dated April 19, 2023, of the Interim Application No. 1321 of 2019 in Company Petition No. 65 of 2016.
- To the best of the knowledge and information of SICOM Ltd, no encumbrance exists on the properties. The bidder shall make himself/ herself satisfied in all aspects, including but not limited to any charge, lien, taxes or any other dues. The bidder is further advised to carry out his/her own due diligence with regards to the said property. SICOM Ltd will not be held responsible for any charge, lien, encumbrance, property tax or any other dues to anybody in respect of the property under the sale. All statutory liabilities/taxes/maintenance, fee/electricity/water charges, gram panchayat & municipal charges, etc. outstanding as on date and yet to fall due will be ascertained by the bidder(s) and would be borne by the successful bidder/purchaser. SICOM Ltd does not take any responsibility to provide information on the same nor to pay any charges on the mortgaged property of whatsoever nature.

15. It shall be the responsibility of the Purchaser/successful bidder to ascertain and pay GST (Goods and Service Tax) which should be over and above the price offered by the successful bidder/purchaser.

16. It shall be the responsibility of the Purchaser/successful bidder to pay 1% (One percentage) of the sale consideration towards Income Tax u/s 194 I & II of the Income Tax Act. Such Income Tax shall be paid by the purchaser/successful bidder over and above the price offered by purchaser/successful bidder to SICOM and SICOM shall get the bid/offer price without it being subtracted by any type/sort of deduction therefrom.

17. The successful bidder would bear the charges/fees payable for conveyance/Sale Certificate such as stamp duty, registration fee, advocate charges and all other costs, charges and expenses etc. as applicable as per law.

18. **Schedule of auction is as under:-**

a. Inspection of property	March 19, 2025 between 11:00 am to 04:00 pm
b. Last date for receiving bids alongwith earnest money and uploading documents including proof of payment	March 24, 2025 up to 04:00 pm (for both - DD or RTGS/NEFT)
c. Public E-auction - Date and Time	March 25, 2025 between 11:00 am to 01:00 pm

FOR FURTHER ENQUIRY OF THE PROPERTY, PLEASE CONTACT

Mr. Manish Jaggi	Tel-(022)-66572867, Mobile- 9619266307, Email : mjaggi@sicomindia.com
Mr. Abhijit Kumar	Tel-(022)-66572716, Mobile- 7798956172, Email : akumar@sicomindia.com

Date: 05th March, 2025
Place: Mumbai

Sd/-
SICOM Limited

NOTICE

Notice is hereby that the certificate(s) for the under mentioned Equity Shares of the Company have been lost / misplaced and the holder(s) / purchaser(s) of the said Equity Shares have applied to the Company to issue Duplicate Share Certificate(s).

Any person who has a claim in respect of the said Shares should lodge the same with the Company at its Registered Office within 21 days from this date else the Company will proceed to issue duplicate certificate(s) to the aforesaid applicants without any further intimation.

Folio No	Name of Shareholder	No of Shares	Distinctive Nos. From To	Certificate No. From To
0288578	• RUKAIYA Y SHAIKH • YASIN A SHAIKH	1000	3826831 - 387830	3132

[Name of Shareholder(s)] : RUKAIYA Y SHAIKH, YASIN A SHAIKH
Dated: 05.03.2025
Name and Registered Office address of Company:
LLOYDS METALS AND ENERGY LTD
PLOT No. A 1-2, MIDC AREA, GHUGUS, CHANDRAPUR DISTRICT, MAHARASHTRA - 442505

VIDEOCON INDUSTRIES LIMITED
CIN: L99999MH1986PLC103624
Regd. office: 14 K.M. Stone Aurangabad Pathan Road, Chitteenag, Tq. Pithan, Dist: Aurangabad- 431 105
Email: secretarialvg.in@gmail.com
Website: <https://www.videoconindustriesltd.com/in>

NOTICE OF THE ADJOURNED 34TH ANNUAL GENERAL MEETING FOR F.Y. 2023-24

NOTICE is hereby given that the Thirty Fourth (34th) Annual General Meeting ("AGM") of the Members of VIDEOCON INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 12:00 noon at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chitteenag Taluka Pithan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 34th AGM which is made available on the website of the Company viz. www.videoconindustriesltd.com and on the website of CDSL viz. www.evotingindia.com

By order of the Board of Directors of
VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 26, 2019)

ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL

Place: Aurangabad
Date: March 04, 2025
No. IBB/PA-003/IP/NO00103/ 2017-18/11158

VALUE INDUSTRIES LIMITED
CIN: L99999MH1986PLC046445
Regd. office: 14 K.M. Stone Aurangabad Pathan Road, Chitteenag, Tq. Pithan, Dist: Aurangabad- 431 105
Email: secretarialvg.in@gmail.com Website: www.valueind.in

NOTICE OF THE ADJOURNED 36TH ANNUAL GENERAL MEETING FOR F.Y. 2023-24

Notice is hereby given that the Thirty Sixth (36th) Annual General Meeting of the Members of the company for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 11:15 a.m. at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chitteenag Taluka Pithan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 36th Annual General Meeting which is made available on the website of the Company viz. www.valueind.in and on the website of CDSL viz. www.evotingindia.com

For **VALUE INDUSTRIES LIMITED**
(A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 25, 2019)

ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL

Place: Aurangabad
Date: March 04, 2025
No. IBB/PA-003/IP/NO00103/ 2017-18/11158

PUBLIC E-AUCTION NOTICE

CSB Bank
Public Notice on Auction of Pledged Gold Ornaments

The borrower/s in specific and interested bidders, in general, are hereby informed that on account of non-repayment of the Banks due by the borrowers as under despite the payment notice and realisation notice issued by the Bank, the gold ornaments pledged with the bank security by the respective borrowers for the loan availed by them will be sold in public auction on "as is where is" and "non-recourse" basis through e-auction portal <https://eauction.auctiontiger.net> on 17th April 2025 at 12:00 AM.

Auction may be adjourned to any other later date at the discretion of the bank upon publication of the same in the Bank's notice board. The borrowers are hereby further notified that the gold ornaments if the borrower/s do not pay the dues by the due date, the bank will initiate legal proceedings for recovery of the loan. The bank will not be liable for the recovery of the loan. The bank will not be liable for the recovery of the loan. The bank will not be liable for the recovery of the loan.

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SALE OF ASSETS
RADIANCE PROPERTIES (INDIA) PVT. LTD. (IN LIQUIDATION)
E-Auction under the Insolvency & Bankruptcy Code, 2016

The following Assets and Properties owned by Radiance Properties (India) Pvt. Ltd. (in Liquidation) forming part of the Liquidation Estate formed by the liquidator, appointed by the Hon'ble NCLT, Mumbai Bench vide order dated 27th January 2023. The sale is on "AS IS WHERE IS BASIS", "AS IS WHAT IS BASIS", "WHATEVER THERE IS BASIS" and "NO RECOURSE BASIS". The Auction sale will be done through the E-Auction platform (with unlimited extension of 5 mins): <https://eauctions.co.in/>

E-Auction date: 1st April 2025 (02:00 PM to 03:00 PM)

Lot	Description of Asset	Location	Reserve Price	EMD	Increment Bid
1	Shop No. F-22 - Ripplez Mall addressing about 122.95 Sq. Meters (carpet)	Unit No. F-22, First Floor, Ripplez Mall, Plot No. 6A, Sector 7, Airoli, Navi Mumbai - 400 708	Rs. 1.30 Crores	Rs. 0.13 Crores	Rs. 1 lac
2	Shop No. S-202 - Ripplez Mall addressing about 66.73 Sq. Meters (carpet)	Unit No. S-202, Second Floor, Ripplez Mall, Plot No. 6A, Sector 7, Airoli, Navi Mumbai - 400 708	Rs. 0.80 Crores	Rs. 0	

...In Continuation of Previous Page

9. As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended December 31, 2024, the Target Company has disclosed that: (i) there are no partly paid-up Equity Shares; (ii) it has not issued any convertible securities; (iii) it has not issued any warrants; (iv) there are locked in Equity Shares of the Target Company; (v) No fully paid-up Equity Shares under global depository shares; and (vi) No shares held by promoters are pledge or otherwise encumbered.

10. As on the date of this DPS, there are no: (a) partly paid-up Equity Shares; and/or (b) outstanding convertible securities which are convertible into Equity Shares (such as depository receipts, fully convertible debentures or warrants), issued by the Target Company.

11. As on the date of this DPS, the Target company does not have any Subsidiary or associate Company nor does it have a Joint Venture with any entity.

12. BSE Limited has levied the following fines on the Target Company for various non-compliances with the provisions of the SEBI (LODR) Regulations, 2015:

Sr. No.	Quarter Ended	Regulation	Provision	Fine Amount	Paid on
1.	Jun-23	Regulation 6(1)	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer	36,580	29-02-2024
2.	Sep-24	Regulation 17(1)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint Women Director	1,29,800	Withdrawn on December 09, 2024 by the Exchange.

13. The brief financial information of the Target Company based on its audited financial statements as of and for the financial years ended March 31, 2024, March 31, 2023 & March 31, 2022 audited by the Independent Statutory Auditor of the Target Company; and for the Nine-months period ended December 31, 2024 (unaudited), is as set out below:

Particulars	Financial year ended on			(Amount in Lakhs)
	March 31, 2022	March 31, 2023	March 31, 2024	
Total Revenue	70,000	3,000	1,07,000	67,95,000
Profit/Loss after Tax	19,60,000	(26,58,000)	21,07,000	(54,46,000)
Earnings per share (EPS) (Basic & Diluted)	0.25	(0.31)	(0.25)	(0.39)
Net worth/Shareholders Funds	2,21,40,000	1,95,43,000	3,63,12,000	

14. The Present Board of Directors of Target Company are as follows:

S. No.	Name	Designation	DIN/PAN	Date of Appointment
1.	Jatinbhai Virendrabhai Shah	Managing Director	03513997	25/05/2022
2.	Shikha Agarwal	Director	086359830	25/05/2022
3.	Dixita Devang Pathak	Company Secretary	*****7263P	16/12/2024
4.	Darshan Hareeshchandra Rana	CFO	*****5284P	29/01/2025
5.	Pranav Manoj Vajani	Director	09213749	31/07/2024
6.	Meshwa Panchal	Director	10749902	04/09/2024
7.	Premaram Jaitaram Patel	Director	09324872	07/10/2024
8.	Ronak Jaysukhlal Doshi	Director	08198816	25/06/2024
9.	Niraj Chandulal Pandya	Director	08289360	25/06/2024
10.	Simoli Kalpesh Raval	Director	10350999	25/06/2024
11.	Janak Jagjivan Shah	Director	10507644	25/06/2024
12.	Ashok Kumar Varshney	Director	10663427	25/06/2024
13.	Chirag Jitendrabhai Shah	Director	10505306	13/02/2024
14.	Bhaveshkumar Chhelshankar Joshi	Additional Director	10957319	25/02/2025
15.	Hetalben Narshibhai Hadiya	Additional Director	10959909	25/02/2025

II. DETAILS OF OPEN OFFER

- The Acquirers along with PACs has made the Offer in accordance with the Regulation 3(1) and 4 of the Takeover Regulations vide the PA dated February 25, 2025 to all the public shareholders of the Target Company for the acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand three Hundred & Eighty only) fully paid up Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid-up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 10.00/- (Rupee Ten Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").
- The Offer is being made to all the public Shareholders of the Target Company except the Acquirers, PACs, and any other person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011. The Equity Shares of the Target Company under the Offer will be acquired by Acquirers along with PACs as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared therefor.
- The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
- The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers along with PACs will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.
- The Offer is subject to the receipt of the Statutory and other approvals as mentioned in Section VI of this DPS. In terms of Regulation 23(1)(a) of the Takeover Regulations, if the statutory approvals are not received, the Offer will stand withdrawn.
- To the extent required and to optimize the value of all the shareholders, the Acquirers along with PACs may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers along with PACs intend to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers along with PACs.
- Currently, the Acquirers along with PACs does not have any intention to dispose of or otherwise encumber any material assets or investments of the Target Company, by way of sale, lease, encumbrance, reconstruction, restructuring or otherwise for a period of 2 (Two) years from the closure of this Open Offer except: (a) in the ordinary course of business; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the operations of the Target Company. If the Acquirer intend to alienate any material asset of the Target Company, within a period of 2 years from completion of the Open Offer, the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
- The Manager to the Offer, AFCD Capital India Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

III. BACKGROUND TO THE OFFER

- This Offer is being made pursuant to the resolution passed by the Board of Directors of the Target Company during their meeting held on February 25, 2025, which approved the preferential issue of 3,68,65,000 equity shares of face value Rs. 10 each, at an issue price of Rs. 10 per share, on a preferential basis to certain public category investors. Of these, 11,75,000 equity shares will be allocated to Acquirer-1, in exchange for the conversion of an unsecured loan, and the remaining equity shares will be allocated for cash as follows: 2,500,000 equity shares to Acquirer-2, 1,18,000 equity shares to PAC-1, 1,00,000 equity shares to PAC-2, 800,000 equity shares to PAC-3, 1,00,000 equity shares to PAC-4, 800,000 equity shares to PAC-5, 1,00,000 equity shares to PAC-6, 1,00,000 equity shares to PAC-7, and 2,40,000 equity shares to PAC-8. PAC-9 is not included in the list of allottees for the Preferential Issue. This preferential allotment is being made in accordance with Section 62 of the Companies Act, 2013, and the provisions of SEBI (ICDR) Regulations, 2018, subject to obtaining the necessary statutory approvals.
- This Open Offer is a "Mandatory Offer" under the Regulation 3(1) and 4 of the Takeover Regulations being made by the Acquirers along with PACs for acquisition of 26.00% Emerging Voting Share Capital of the Target Company.
- After the completion of this open offer and pursuant to preferential issue, the Acquirers along with PACs shall hold majority of equity shares by virtue of which they will be in a position to exercise control over management and affairs of the Target Company and will form part of the Promoter and Promoter Group of the Target Company, subject to necessary compliance and in accordance with the SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Acquirers along with PACs intend to control over the Target Company and make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance herewith. However, no firm decision has been made in this regard by the Acquirers along with PACs.
- The prime objective of the Acquirers in undertaking the Proposed Transaction is to obtain substantial holding of Equity Shares and voting rights, along with acquiring control of the Target Company. The Acquirers aim to position the Target Company for future growth and value creation for its stakeholders. The Acquirers reserve the right to modify the Present business Structure in a manner serves the broader interests of the Shareholders. Any change in the structure that may be carried out, will be in accordance with the applicable laws.

IV. SHAREHOLDING AND ACQUISITION DETAILS

The present and proposed shareholding of the Acquirers and PACs in the Target Company and the details of their acquisition are as follows:

Name of Acquirers and PACs	Shareholding as on PA date	Shares agreed to be acquired under Proposed Preferential Issue		Shares acquired between PA date and DPS date	Shares to be acquired in the open offer (Assuming full acceptance)	Post offer shareholding (assuming full acceptance) (On Dilute basis, as on 10 working day after closing of tendering period)	
		Number	%*			Number	%*
(Acquirer 1) Morabia Enterprise Private Limited	12,50,000	1,17,50,000	23.33	Nil			
(Acquirer 2) Mahendra Harajivani Morabia	Nil	25,00,000	4.96		1,30,94,380	2,85,94,380	56.78

(*PAC 1) Morabia Induben Mahendra	32,986	11,80,000	2.34	Nil	12,12,986	2.41
(*PAC 2) Morabia Smit Mahendra	5,002	10,00,000	1.99		10,05,002	2
(*PAC 3) Paragi Smit Morabia	5,300	8,00,000	1.59		8,05,300	1.6
(*PAC 4) Morabia Nirmal Mahendra	Nil	10,00,000	1.99		10,00,000	1.99
(*PAC 5) Surbhi Nirmal Morabia	Nil	8,00,000	1.59		8,00,000	1.59
(*PAC 6) Keyuri Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(*PAC 7) Kevai Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(*PAC 8) VR Leading Edge Consultancy LLP	Nil	24,00,000	4.77		24,00,000	4.77
(*PAC 9)* Morabia Creations Private Limited	6,00,000	Nil	Nil		6,00,000	1.19

*Computed as a percentage of Emerging Equity Share Capital.

V. OFFER PRICE

- The Equity Shares of the Target Company are listed on BSE Limited, Mumbai (BSE). The shares are placed under Group "XT+1" having a Scrip Code of "505515" & Scrip ID: "SHYMINV" on the BSE.
- The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on BSE.

The annualized trading turnover of the equity shares of the Target Company on BSE during Twelve calendar months prior to the month of PA date (February, 2024 to January, 2025) is as given below:

Name of the Stock Exchange	Total number of equity shares traded during the preceding 12 months prior to the month of PA	Total Number Equity Shares listed	Annualized Trading Turnover (as % of total Listed Equity Shares)
BSE Ltd	50,14,603	1,34,98,000	37.15

(Source: www.bseindia.com)

- The Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share is justified per provision of Regulation 8(1) read with Regulation 8(2) of the SEBI (SAST) Regulations, taking into account the following parameters:

Sr. No.	Particular	Price (per equity share)
A.	The highest negotiated price per share of the Target Company for a acquisition (Price to be payable in proposed Preferential Issue by Acquirers along with PACs)	Rs. 10
B.	The volume-weighted average price paid or payable for acquisitions by the Acquirers along with PACs during the fifty-two weeks immediately preceding the date of the PA.	Not applicable
C.	The highest price paid or payable for any acquisition by the Acquirers along with PACs during the twenty-six weeks immediately preceding the date of the PA.	Not applicable
D.	The volume-weighted average market price of Equity Shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on BSE, being Stock Exchange where the Equity Shares of the Target are Listed.	Rs. 9.47
E.	Since the Equity Shares are not frequently traded, the price determined by the Acquirers along with PACs and the Manager to the Open Offer taking into account valuation parameters including book value, comparable trading multiples and such offer parameters as are customary for valuation of shares of such companies.	Not Applicable
F.	The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, 2011, if applicable.	Not Applicable

- The Offer Price is higher than the highest of the amounts specified in table, in point 4 above. Therefore, in terms of Regulation 8(2) of the SEBI (SAST) Regulations, 2011, the Offer Price is justified.
- In view of the above parameters considered and in the opinion of the Acquirers along with PACs and Manager to the Offer, the Offer Price of Rs. 10 (Rupees Ten only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.
- Since the date of the PA and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.
- In the event of any acquisition of Equity Shares by the Acquirers and PACs during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, the Acquirers along with PACs shall not acquire any Equity Shares after the 3rd Working Day prior to the commencement of the tendering period of this Offer and until the expiry of the tendering period of this Offer.
- As on the date of this DPS, there is no revision in the Offer Price or size of the Open Offer. An upward revision to the Offer Price or to size of the Open Offer, if any, on an account of competing offers or otherwise, may also be done at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period of this Open Offer in accordance Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall: (i) make corresponding increase to the escrow amount; (ii) make an announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify the BSE, CSE, NSE, the SEBI and the Target Company at its registered office of such revision.
- If the Acquirers or PACs acquire Equity Shares during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers and PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Open Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of shares of the Target Company in any form.

VI. FINANCIAL ARRANGEMENTS

- Assuming full acceptance under the offer, the maximum consideration payable by the Acquirers along with PACs under the offer would be Rs. 13,09,43,800/- (Rupees Thirteen Crores Nine Lakhs Forty Three Thousand Eight Hundred Only) ("maximum consideration") i.e. consideration payable for acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand Three Hundred Eighty only) equity shares of the target Company at offer price of Rs. 10.00/- (Rupees Ten Only) per Equity Share.
- In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirers and PACs have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own sources/ Net-worth and no borrowings from any Bank and/or Financial Institutions. CA Keyur Bhansari (Membership No.: 165174), Partner at M/s. Amit Dharamji & Associates having its office at 121, Manali Tower, Plot No. 110, Sector 8, Gandhinagar, 370201, Gujarat, Tel. no. +91 942907485, vide certificate dated 25/02/2025 has certified that sufficient resources are available with the Acquirers and PACs for fulfilling their Offer obligations in full. The sources of funds for the Acquirers and the PACs are from their cash and cash equivalents (including liquid assets) and illiquid assets.
- The Acquirers along with PACs, the Manager to the Offer and IDBI Bank Limited, have entered into an escrow agreement purpose of the Offer (the "Escrow Agreement") and opened an Escrow Account under the name and style of SHYAMKAMAL INVESTMENTS LTD - OPEN OFFER ESCROW ACCOUNT in accordance with regulation 17 of the SEBI (SAST) Regulations, 2011.
- Pursuant to the Escrow Agreement, the Acquirers on February 28, 2025 have deposited cash of an amount of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) in an escrow account opened with Axis Bank Limited, which is in excess of 25% of the Offer Consideration.
- The Acquirers along with PACs has duly empowered AFCD Capital India Private Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
- The Acquirer and the PAC have confirmed that they have, and they will continue to have, and maintain sufficient means and firm arrangements to enable compliance with payment obligations under the Open Offer.
- In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer along with PACs would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.
- Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied with the ability of the Acquirer and PACs to fulfill their obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.

VII. STATUTORY AND OTHER APPROVALS

- To the best of knowledge and belief of the Acquirers and PACs, as of the date of this DPS, except approval of BSE Limited under Regulation 28 of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue and the prior approval of Reserve Bank of India ("RBI"), there are no other statutory approvals required for this Offer. However, if any statutory approval becomes applicable before the completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.
- As on the date of this DPS, to the best of the knowledge of the Acquirers and PACs, there are no statutory or other approvals required to complete the Open Offer. If any other 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.
- In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and PACs, then the Acquirers and PACs shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers and PACs (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
- If Public Shareholders who are not persons resident in India (including NRIs, OCBs and FIIs) / FPIs had required any approvals (including from the Reserve Bank of India ("RBI"), or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for acquiring / holding the Equity Shares, in order to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. Such shareholders shall also seek appropriate

approvals from the RBI or any other regulatory body, if required to tender their Equity Shares in the Open Offer. In the event such approvals are not submitted, the Acquirers along with PACs reserve their right to reject such Equity Shares tendered in this Open Offer.

- Subject to the receipt of the statutory and other approvals, if any, the Acquirers and PACs shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer.
- In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirers and PACs for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers and PACs agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirers and PACs in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
- Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers and PACs shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

Tentative Activity Schedule	Day and Date*
Issue Date of the Public Announcement	Tuesday, February 25, 2025
Publication date of the Detailed Public Statement in the Newspapers	Wednesday, March 05, 2025
Last date for filing the Draft Letter of Offer with SEBI	Wednesday, March 12, 2025
Last date for Competing Offer(s)	Thursday, March 27, 2025
Last date for receipt of comments from SEBI on the Draft Letter of Offer	Friday, April 04, 2025
Identified Date*	Tuesday, April 08, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, April 17, 2025
Last date for publication of the recommendations of the committee of the independent directors of the Target Company to the Public Shareholders for this Offer in the Newspapers	Wednesday, April 23, 2025
Last date for upward revision of the Offer Price and/or the Offer Size	Thursday, April 24, 2025
Last date of publication of opening of Offer public announcement in the Newspapers	Thursday, April 24, 2025
Date of commencement of Tendering Period	Friday, April 25, 2025
Date of closing of Tendering Period	Tuesday, May 13, 2025
Last date for publication of post-Offer public announcement in the newspapers in which this DPS has been published	Tuesday, May 20, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI	Tuesday, June 3, 2025

* The above timelines are indicative, prepared on the basis of timelines provided under the SEBI (SAST) Regulations are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. Shareholders are requested to refer to the letter of offer for the revised timeline, if any.

Identified Date is only for the purpose of determining the Public Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, PACs, and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER (LOF)

- All the Public Shareholders (except the Acquirers, PACs, and any person deemed to be acting in concert with them) of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period of this Offer.
- Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
- Accidental omission to dispatch the Letter of Offer to any person to whom the Open Offer is made, or non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Open Offer in any way.
- The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
- The Public Shareholders who tender their Equity Shares in the Open Offer shall ensure that the Equity Shares are fully paid-up, and are free from all liens, charges and encumbrances. The Acquirers along with PACs shall acquire the Offer Shares that are validly tendered and accepted in the Open Offer, together with all rights attached hereto, including the rights to dividends, bonuses and rights offers declared thereon in accordance with the applicable law, and the terms set out in the PA, this DPS and the Letter of Offer.
- The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part XIV (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.
- In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirer along with PACs shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager.
- The Open Offer will be implemented by the Acquirers along with PACs through a stock exchange mechanism made available by stock exchanges in the form of a separate window ("Acquisition Window"), as provided under the SEBI (SAST) Regulations, 2011, and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, and CFD/DCR/ CIR/P/2016/131 dated August 9, 2016, as per further amendment vide SEBI circular numbered SEBI/HO/CFD/DCR-III/ CIR/P/2021/615 dated December 13, 2021 and on such terms and conditions as may be permitted by law from time to time.
- BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.
- The Acquirers along with PACs have appointed Relitrade Stock Broking Pvt Ltd ("Buying Broker") as their broker for the Open Offer through whom the purchases and settlement of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:
Name: Relitrade Stock Broking Pvt Ltd
Address: Relitrade House, 2nd Floor, O-Block Mondeval Retail Park, Nr Rajpath club, S G Highway, Ahmedabad- 380059
SEBI Registration No. INZ000184331
Tel No.: +91 79 68199999, Email: cs@relitrade.in, Website: https://www.relitrade.in
Contact Person: Cs Krupa Thakkar
- All Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to intimate their respective Stockbrokers ("Selling Broker") within the normal trading hours of the secondary market, during the Tendering Period.
- A Separate Acquisition Window will be provided by the BSE to facilitate the placing of sell orders. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.
- The selling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition window of the BSE. Before placing the bid, the concerned Public Shareholder/selling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation.
- The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.
- As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 3, 2018, bearing reference No. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 1, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD/1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI SAST Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI SAST Regulations.

X. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER

XI. OTHER INFORMATION

- The Acquirers and PACs accept full responsibility for the information contained in this Public Announcement and this Detailed Public Statement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company).
- The Acquirers and PACs undertake that they are aware of and will comply with his obligations as laid down in the SEBI (SAST) Regulations.
- Pursuant to Regulation 12 of SEBI (SAST) Regulations, 2011, Acquirers along with PACs have appointed AFCD Capital India Private Limited (SEBI Registration No.: INM000012555), as the Manager to the Offer ("Manager").
- The Acquirers along with PACs have appointed Skyline Financial Services Private Limited as the Registrar to the Offer has an office at D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020, Tel. No.: 011- 40450193-97, Email-id: admin@skylinert.com. Contact Person: Mr. Anju Rana.
- This Detailed Public Statement and PA will also be available on SEBI's website (www.sebi.gov.in), BSE's website (www.bseindia.com).

Registrar to the offer	Issued by the Manager to the offer
 SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020; Tel: 011- 40450193-97 Contact Person: Mr. Anju Rana Email: admin@skylinert.com Website: www.skylinert.com SEBI Registration Number: INR000003241	 AFCD CAPITAL INDIA PRIVATE LIMITED 604-605, Cosmos Plaza, J.P. Road, Near D.N Nagar Metro Station, Andheri (West), Mumbai-400053 Tel: 022-26378100 Fax: +91 22 2282 6580 Contact Person: Mr. Atul B Oza E-mail: capital@afcdgroup.in Website: www.afcdgroup.in SEBI Registration Number: INM000012555

"IMPORTANT"

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GISL Gujarat ISP Services Limited

Block No. 2, 2nd Floor, Karmayogi Bhavan, Sector 10 A, Gandhinagar-382010 (Gujarat). Phone: 079-23256022, Fax: 079-23238925

NOTICE FOR INVITING BIDS

GISL invites Bids through E-tendering for Request for proposal (RFP) for Selection of Service Provider for establishment of Wi-Fi Infrastructure using Bharatnet network of GFGNL at urban locations across the State of Gujarat (RFP NO.: GISL \ DST \ Urban Wi-Fi \ 2025-26 Dated 04.03.2025).

Interested parties may visit <https://tender.nprocure.com>, <https://gisltender.nprocure.com>, <

VIDEOCON INDUSTRIES LIMITED
CIN: L99999MH1986PLC103624
Regd. office: 14 K.M. Stone Aurangabd Pathan Road, Chittegaon, Tq. Pithan, Dist: Aurangabad- 431 105
Email: secretarialvg.in@gmail.com
Website: https://www.videoconindustriesltd.com/in

NOTICE OF THE ADJOURNED 34TH ANNUAL GENERAL MEETING FOR F.Y. 2023-24

NOTICE is hereby given that the Thirty Fourth (34th) Annual General Meeting ("AGM") of the Members of VIDEOCON INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 12:00 noon at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chittegaon Taluka Pathan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 34th AGM which is made available on the website of the Company viz. www. videoconindustriesltd.com and on the website of CDSL viz. www.evotingindia.com

By order of the Board of Directors of VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 25, 2019)

Place: Aurangabad
Date: March 04, 2025

ABHIJIT GUHATHAKURTA
RESOLUTION PROFESSIONAL
No. IBB/I/PA-003/IP/N000103/ 2017-18/11158

केनरा बैंक
Canara Bank
(A Government of India Undertaking)
संयुक्त रूप से नियंत्रित
Syndicated Bank

POSSESSION NOTICE
[Under Rule 8(1) of Security Interest (Enforcement) Rules, 2002]

Regional Office
Civil Lines
Moradabad

Whereas, The undersigned being the Authorised officer of the CANARA BANK, under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (Act No. 54 to 2002) and in exercise of powers conferred under section 13(12) read with Rule-3 of the Security Interest (Enforcement) Rules, 2002 issued demand notice on the date mentioned against account and stated herein calling upon them to repay the amount within 60 days from the date of receipt of said notice. The borrower having failed to repay the amount, notice is hereby given to the borrower/guarantor and the public in general that the undersigned has taken possession for the property describe herein blow in exercise of powers conferred on him/her under section 13(4) of the said Act read with rule 8 of the Security Interest (Enforcement) Rules, 2002. The borrower/guarantor in particular and the public in general are hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of the CANARA BANK for the amounts and interest thereon. The borrowers attentions in invited to provisions of sub-section (8) of section 13 of the act, in respect of time available to redeem to secured asset, Details of properties where possession had been taken is as follows:

Sr. No.	Name of the BORROWER/ GUARANTOR/MORTGAGOR	Description of the Immovable Property	Outstanding Amount u/s 13(2)	Date of Demand Notice Date of Possession
1	borrower SriM/S RAJ PAL BRANCH: MORADABAD GULAB BARI	All that part and parcel of the property consisting of A RESIDENTIAL PROPERTY MEASURING 42.15 SQ MT SITUATED AT GATA NO. 157, BALDEVPURI VILLAGE SIHORA GOVIND BAHAR CHUNGI MORADABD, BOUNDED AS -EAST-PLOT OF MITLESH, WEST-PLOT OF VIJENDRA SAINI, NORTH-RASTA 6FT WIDE, SOUTH-ARAZI OTHER PERSON, KHET	Rs. 10,18,308.00 + Int. & Other Charge	02-12-2024 04-03-2025

Date : 04.03.2025 PLACE : Moradabad Authorized Officer, Canara Bank

ZEL JEWELLERS LIMITED
CIN : L74899DL1994PLC058832
Registered Office: E-5, South Extension, Part II, New Delhi-110049
PHONES: (91)-11- 26252416,
EMAIL : zeljewellers@yahoo.co.in Web : http://www.rkjewellers.in
NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting (EGM) of the members of ZEL JEWELLERS LIMITED will be held on Thursday, March 27, 2025 at 3:00 p.m.at the Registered Office of the Company at E-5, South Extension, Part-II, New Delhi-110049 to transact the businesses as set out in the Notice convening the EGM, in compliance with applicable provisions of the Companies Act, 2013 (Act) and rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with all the applicable circulars issued by Ministry of Corporate Affairs (MCA Circulars) and Securities and Exchange Board of India (SEBI Circulars) (MCA Circulars and SEBI Circulars collectively referred as "Circulars")

In compliance with the Circulars, EGM Notice, has been sent only by email to all those members, whose email IDs are registered with the Depository Participants or the Company or Company's Registrar and Share Transfer Agent, Beetal Financial & Computer Services Pvt. Ltd. The emailing of EGM Notice is also made available on the Company's website at www.rkjewellers.in, website of Metropolitan Stock Exchange of India Limited at www.msx.in.

The cut-off date for determining the eligibility to vote at the EGM shall be Thursday, March 20, 2025 ("Cut-off date"). Shareholders of the Company, whose names appear in the register of members / list of beneficial owners as on Cut-off date, shall only be entitled to vote at the EGM, on all the resolutions set forth in the EGM Notice. A person who is not a shareholder as on the Cut-off date should treat this communication for information purposes only. The voting rights of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

By Order of the Board of Directors
For ZEL JEWELLERS LIMITED
Sd/-
Shilpy Chopra
Company Secretary
& Compliance Officer

Place : New Delhi
Date : March 1, 2025

...In Continuation of Previous Page

9. As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended December 31, 2024, the Target Company has disclosed that: (i) there are no partly paid-up Equity Shares; (ii) it has not issued any convertible securities; (iii) it has not issued any warrants; (iv) there are locked in Equity Shares of the Target Company; (v) No fully paid-up Equity Shares under global depository shares; and (vi) No shares held by promoters are pledge or otherwise encumbered.
10. As on the date of this DPS, there are no: (a) partly paid-up Equity Shares; and/or (b) outstanding convertible securities which are convertible into Equity Shares (such as depositary receipts, fully convertible debentures or warrants), issued by the Target Company.
11. As on the date of this DPS, the Target company does not have any Subsidiary or associate Company nor does it have a Joint Venture with any entity.
12. BSE Limited has levied the following fines on the Target Company for various non-compliances with the provisions of the SEBI (LODR) Regulations, 2015:

Sr. No.	Quarter Ended	Regulation	Provision	Fine Amount	Paid on
1.	Jun-23	Regulation 6(1)	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer	36,580	29-02-2024
2.	Sep-24	Regulation 17(1)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint Women Director	1,29,800	Withdrawn on December 09, 2024 by the Exchange.

13. The brief financial information of the Target Company based on its audited financial statements as of and for the financial years ended March 31, 2024, March 31, 2023 & March 31, 2022 audited by the Independent Statutory Auditor of the Target Company; and for the Nine-months period ended December 31, 2024 (unaudited), is as set out below:

Particulars	Financial year ended on			9 Months period ended on December 31, 2024
	March 31, 2022	March 31, 2023	March 31, 2024	
Total Revenue	70,000	3,000	1,07,000	67,95,000
Profit/Loss after Tax	19,60,000	(26,58,000)	21,07,000	(54,46,000)
Earnings per share (EPS) (Basic & Diluted)	0.25	(0.31)	(0.25)	(0.39)
Net worth/Shareholders Funds	2,21,40,000	1,95,43,000	3,63,12,000	

14. The Present Board of Directors of Target Company are as follows:

S. No.	Name	Designation	DIN/PAN	Date of Appointment
1.	Jatinbhai Virendrabhai Shah	Managing Director	03513997	25/05/2022
2.	Shikha Agarwal	Director	08635830	25/05/2022
3.	Dixita Devang Pathak	Company Secretary	*****7263P	16/12/2024
4.	Darshan Hareeshchandra Rana	CFO	*****5284P	29/01/2025
5.	Pranav Manoj Vajani	Director	09213749	31/07/2024
6.	Meshwa Panchal	Director	10749902	04/09/2024
7.	Premaram Jaitaram Patel	Director	09324872	07/10/2024
8.	Ronak jaysukhlal Doshi	Director	08198816	25/06/2024
9.	Niraj Chandulal Pandya	Director	08289360	25/06/2024
10.	Simoli Kalpesh Raval	Director	10350999	25/06/2024
11.	Janak Jagjivan Shah	Director	10507644	25/06/2024
12.	Asahok Kumar Varshney	Director	10663427	25/06/2024
13.	Chirag Jitendrabhai Shah	Director	10505306	13/02/2024
14.	Bhaveshkumar Chhels Shankar Joshi	Additional Director	10957319	25/02/2025
15.	Hetalben Narshinhbhai Hadiya	Additional Director	10959909	25/02/2025

II. DETAILS OF OPEN OFFER

1. The Acquirers along with PACs has made the Offer in accordance with the Regulation 3(1) and 4 of the Takeover Regulations vide the PA dated February 25, 2025 to all the public shareholders of the Target Company for the acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand three Hundred & Eighty only) fully paid up Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid -up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 10.00/- (Rupee Ten Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").
2. The Offer is being made to all the public Shareholders of the Target Company except the Acquirers, PACs, and any other person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011. The Equity Shares of the Target Company under the Offer will be acquired by Acquirers along with PACs as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereto.
3. The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
4. The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers along with PACs will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.
5. The Offer is subject to the receipt of the Statutory and other approvals as mentioned in Section VI of this DPS. In terms of Regulation 23(1)(a) of the Takeover Regulations, if the statutory approvals are not received, the Offer will stand withdrawn.
6. To the extent required and to optimize the value of all the shareholders, the Acquirers along with PACs may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers along with PACs intends to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers along with PACs.
7. Currently, the Acquirers along with PACs does not have any intention to dispose of or otherwise encumber any material assets or investments of the Target Company, by way of sale, lease, encumbrance, reconstruction, restructuring or otherwise for a period of 2 (Two) years from the closure of this Open Offer except: (a) in the ordinary course of business; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the operations of the Target Company. If the Acquirer intend to alienate any material asset of the Target Company, within a period of 2 years from completion of the Open Offer, the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
8. The Manager to the Offer, AFCO Capital India Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

III. BACKGROUND TO THE OFFER

1. This offer is being made pursuant to the resolution passed by the Board of Directors of the Target Company during their meeting held on February 25, 2025, which approved the preferential issue of 3,68,65,000 equity shares of face value Rs. 10 each, at an issue price of Rs. 10 per share, on a preferential basis to certain public category investors. Of these, 11,75,00,000 equity shares will be allocated to Acquirer-1, in exchange for the conversion of an unsecured loan, and the remaining equity shares will be allotted for cash as follows: 2,500,000 equity shares to Acquirer-2, 1,18,00,000 equity shares to PAC-1, 1,00,00,000 equity shares to PAC-2, 800,00,000 equity shares to PAC-3, 1,00,00,000 equity shares to PAC-4, 800,00,000 equity shares to PAC-5, 1,00,00,000 equity shares to PAC-6, 1,00,00,000 equity shares to PAC-7, and 2,40,00,000 equity shares to PAC-8. PAC-9 is not included in the list of allottees for the Preferential Issue. This preferential allotment is being made in accordance with Section 62 of the Companies Act, 2013, and the provisions of SEBI (ICDR) Regulations, 2018, subject to obtaining the necessary statutory approvals.
2. This Open Offer is a "Mandatory Offer" under the Regulation 3(1) and 4 of the Takeover Regulations being made by the Acquirers along with PACs for acquisition of 26.00% Emerging Voting Share Capital of the Target Company.
3. After the completion of this open offer and pursuant to preferential issue, the Acquirers along with PACs shall hold majority of equity shares by virtue of which they will be in a position to exercise control over management and affairs of the Target Company and will form part of the Promoter and Promoter Group of the Target Company, subject to necessary compliance and in accordance with the SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The Acquirers along with PACs intends to control over the Target Company and make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance hereto. However, no firm decision has been made in this regard by the Acquirers along with PACs.
5. The prime objective of the Acquirers in undertaking the Proposed Transaction is to obtain substantial holding of Equity Shares and voting rights, along with acquiring control of the Target Company. The Acquirers aim to position the Target Company for future growth and value creation for its stakeholders. The Acquirers reserve the right to modify the Present business Structure in a manner seeing the broader interests of the Shareholders. Any change in the structure that may be carried out, will be in accordance with the applicable laws.

IV. SHAREHOLDING AND ACQUISITION DETAILS

The present and proposed shareholding of the Acquirers and PACs in the Target Company and the details of their acquisition are as follows:

Name of Acquirers and PACs	Share-holding as on PA date	Shares agreed to be acquired under Proposed Preferential Issue		Shares acquired between PA date and DPS date	Shares to be acquired in the open offer (Assuming full acceptances)	Post offer shareholding (assuming full acceptance) (On Diluted basis, as on th 10 working day after closing of tendering period)	
		Number	%			Number	%
(Acquirer 1) Morabia Enterprise Private Limited	12,50,000	1,17,50,000	23.33	Nil			
(Acquirer 2) Mahendra Harjivan Morabia	Nil	25,00,000	4.96		1,30,94,380	2,85,94,380	56.78

(PAC 1) Morabia Induben Mahendra	32,986	11,80,000	2.34	Nil	12,12,986	2.41
(PAC 2) Morabia Smit Mahendra	5,002	10,00,000	1.99		10,05,002	2
(PAC 3) Paragi Smit Morabia	5,300	8,00,000	1.59		8,05,300	1.6
(PAC 4) Morabia Nirmal Mahendra	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 5) Surbhi Nirmal Morabia	Nil	8,00,000	1.59		8,00,000	1.59
(PAC 6) Keyuri Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 7) Keval Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 8) VR Leading Edge Consultancy LLP	Nil	24,00,000	4.77		24,00,000	4.77
(PAC 9)* Morabia Creations Private Limited	6,00,000	Nil	Nil		6,00,000	1.19

*Computed as a percentage of Emerging Equity Share Capital.

V. OFFER PRICE

1. The Equity Shares of the Target Company are listed on BSE Limited, Mumbai (BSE). The shares are placed under Group "XT+1" having a Scrip Code of "505515" & Scrip Id: "SHYMINV" on the BSE.
2. The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on BSE.
- The annualized trading turnover of the equity shares of the Target Company on BSE during Twelve calendar months prior to the month of PA date (February, 2024 to January, 2025) is as given below:

Name of the Stock Exchange	Total number of equity shares traded during the preceding 12 months prior to the month of PA	Total Number Shares Listed	Annualized Trading Turnover (as % of total Listed Equity Shares)
BSE Ltd	50,14,603	1,34,98,000	37.15

(Source: www.bseindia.com)

3. The Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share is justified per provision of Regulation 8(1) read with Regulation 8(2) of the SEBI (SAST) Regulations, taking into account the following parameters:

Sr. No.	Particular	Price (per equity share)
A.	The highest negotiated price per share of the Target Company for a acquisition (Price to be payable in proposed Preferential Issue by Acquirers along with PACs)	Rs. 10
B.	The volume-weighted average price paid or payable for acquisitions by the Acquirers along with PACs during the fifty-two weeks immediately preceding the date of the PA.	Not applicable
C.	The highest price paid or payable for any acquisition by the Acquirers along with PACs during the twenty-six weeks immediately preceding the date of the PA.	Not applicable
D.	The volume-weighted average market price of Equity Shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on BSE, being Stock Exchange where the Equity Shares of the Target are Listed.	Rs. 9.47
E.	Since the Equity Shares are not frequently traded, the price determined by the Acquirers along with PACs and the Manager to the Open Offer taking into account valuation parameters including book value, comparable trading multiples and such other parameters as are customary for valuation of shares of such companies.	Not Applicable
F.	The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, 2011, if applicable.	Not Applicable

4. The Offer Price is higher than the highest of the amounts specified in table, in point 4 above. Therefore, in terms of Regulation 8(2) of the SEBI (SAST) Regulations, 2011, the Offer Price is justified.
5. In view of the above parameters considered and in the opinion of the Acquirers along with PACs and Manager to the Offer, the Offer Price of Rs. 10 (Rupees Ten only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.
6. Since the date of the PA and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc., where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.
7. In the event of any acquisition of Equity Shares by the Acquirers and PACs during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, the Acquirers along with PACs shall not acquire any Equity Shares after the 3rd Working Day prior to the commencement of the tendering period of this Offer and until the expiry of the tendering period of this Offer.
8. As on the date of this DPS, there is no revision in the Offer Price or size of the Open Offer. An upward revision to the Offer Price or to size of the Open Offer, if any, on account of corporate offers or otherwise, may also be done at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period of this Open Offer in accordance Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall: (i) make corresponding increase to the escrow amount; (ii) make an announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify the BSE, CSE, NSE, the SEBI and the Target Company at its registered office of such revision.
9. If the Acquirers or PACs acquire Equity Shares during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers and PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Open Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of shares of the Target Company in any form.

VI. FINANCIAL ARRANGEMENTS

1. Assuming full acceptance under the offer, the maximum consideration payable by the Acquirers along with PACs under the offer would be Rs. 13,09,43,800/- (Rupees Thirteen Crores Nine Lakhs Forty Three Thousand Eight Hundred Only) ("maximum consideration") i.e. consideration payable for acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand Three Hundred Eighty only) equity shares of the target company at offer price of Rs. 10.00/- (Rupees Ten Only) per Equity Share.
2. In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirers and PACs have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own sources: Net-worth and no borrowings from any Bank and/or Financial Institutions. CA Keyur Bhansari (Membership No.: 165174), Partner at M/s. Amit Dharamsi & Associates having its office at 121, Manali Tower, plot No. 110, Sector 8, Gandhidham, 370201, Gujarat, Tel. no. +91 9429007485, vide certificate dated 25/02/2025 has certified that sufficient resources are available with the Acquirers and PACs for fulfilling their offer obligations in full. The sources of funds for the Acquirers and the PACs are from their cash and cash equivalents (including liquid assets) and illiquid assets.
3. The Acquirers along with PACs, the Manager to the Offer and IDBI Bank Limited, have entered into an escrow agreement purpose of the Offer (the "Escrow Agreement") and opened an Escrow Account under the name and style of SHYAMKAMAL INVESTMENTS LTD - OPEN OFFER ESCROW ACCOUNT" in accordance with regulation 17 of the SEBI (SAST) Regulations, 2011.
4. Pursuant to the Escrow Agreement, the Acquirers on February 28, 2025 have deposited cash of an amount of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) in an escrow account opened with Axis Bank Limited, which is in excess of 25% of the Offer Consideration.
5. The Acquirers along with PACs has duly empowered AFCO Capital India Private Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
6. The Acquirer and the PAC have confirmed that they have, and they will continue to have, and maintain sufficient means and firm arrangements to enable compliance with payment obligations under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer along with PACs would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.
8. Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied with the ability of the Acquirer and PACs to fulfill their obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.

VII. STATUTORY AND OTHER APPROVALS

1. To the best of knowledge and belief of the Acquirers and PACs, as of the date of this DPS, except approval of BSE Limited under Regulation 28 of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue and the prior approval of Reserve Bank of India ("RBI"), there are no other statutory approvals required for this Offer. However, if any statutory approval becomes applicable before the completion of this Offer, the Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.
2. As on the date of this DPS, to the best of the knowledge of the Acquirers and PACs, there are no statutory or other approvals required to complete the Open Offer. If any other 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.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and PACs, then the Acquirers and PACs shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers and PACs (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. If Public Shareholders who are not persons resident in India (including NRIs, DCRs and FIs / FPIs had required any approvals (including from the Reserve Bank of India ("RBI"), or any other regulatory body)) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for acquiring / holding the Equity Shares, in order to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. Such shareholders shall also seek appropriate

approvals from the RBI or any other regulatory body, if required to tender their Equity Shares in the Open Offer. In the event such approvals are not submitted, the Acquirers along with PACs reserve their right to reject such Equity Shares tendered in this Open Offer.

5. Subject to the receipt of the statutory and other approvals, if any, the Acquirers and PACs shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirers and PACs for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers and PACs agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirers and PACs in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers and PACs shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

Intensive Activity Schedule	Day and Date*
Issue Date of the Public Announcement	Tuesday, February 25, 2025
Publication date of the Detailed Public Statement in the Newspapers	Wednesday, March 05, 2025
Last date for filing the Draft Letter of Offer with SEBI	Wednesday, March 12, 2025
Last date for Competing Offer(s)	Thursday, March 27, 2025
Last date for receipt of comments from SEBI on the Draft Letter of Offer	Friday, April 04, 2025
Identified Date*	Tuesday, April 08, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, April 17, 2025
Last date for publication of the recommendations of the committee of the independent directors of the Target Company to the Public Shareholders for this Offer in the Newspapers	Wednesday, April 23, 2025
Last date for upward revision of the Offer Price and/or the Offer Size	Thursday, April 24, 2025
Last date of publication of opening of Offer public announcement in the Newspapers	Thursday, April 24, 2025
Date of commencement of Tendering Period	Friday, April 25, 2025
Date of closing of Tendering Period	Tuesday, May 13, 2025
Last date for publication of post-offer public announcement in the newspapers in which this DPS has been published	Tuesday, May 20, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI	Tuesday, June 3, 2025

* The above timelines are indicative, prepared on the basis of timelines provided under the SEBI (SAST) Regulations are subject to receipt of statutory regulatory approvals and may have to be revised accordingly. Shareholders are requested to refer to the letter of offer for the revised timeline, if any.

Identified Date is only for the purpose of determining the Public Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, PACs, and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER (LOF)

1. All the Public Shareholders (except the Acquirers, PACs, and any person deemed to be acting in concert with them) of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period of this Offer.
2. Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
3. Accidental omission to dispatch the Letter of Offer to any person to whom the Open Offer is made, or non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Open Offer in any way.
4. The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. The Public Shareholders who tender their Equity Shares in the Open Offer shall ensure that the Equity Shares are fully paid-up, and are free from all liens, charges and encumbrances. The Acquirers along with PACs shall acquire the Offer Shares that are validly tendered and accepted in the Open Offer, together with all rights attached hitherto, including the rights to dividends, bonuses and rights offers declared thereof in accordance with the applicable law, and the terms set out in the PA, this DPS and the Letter of Offer.
6. The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part XIV

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9. As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended December 31, 2024, the Target Company has disclosed that: (i) there are no partly paid-up Equity Shares; (ii) it has not issued any convertible securities; (iii) it has not issued any warrants; (iv) there are locked in Equity Shares of the Target Company; (v) No fully paid-up Equity Shares underlying global depository shares; and (vi) No shares held by promoters are pledged or otherwise encumbered.
10. As on the date of this DPS, there are no: (a) partly paid-up Equity Shares; and/or (b) outstanding convertible securities which are convertible into Equity Shares (such as depository receipts, fully convertible debentures or warrants), issued by the Target Company.
11. As on the date of this DPS, the Target Company does not have any Subsidiary or associate Company nor does it have a Joint Venture with any entity.
12. BSE Limited has levied the following fines on the Target Company for various non-compliances with the provisions of the SEBI (LODR) Regulations, 2015:

Sr. No.	Quarter Ended	Regulation	Provision	Fine Amount	Paid on
1.	Jun-23	Regulation 6(1)	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer	36,580	29-02-2024
2.	Sep-24	Regulation 17(1)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint Women Director	1,29,800	Withdrawn on December 09, 2024 by the Exchange.

13. The brief financial information of the Target Company based on its audited financial statements as of and for the financial years ended March 31, 2024, March 31, 2023 & March 31, 2022 audited by the Independent Statutory Auditor of the Target Company; and for the Nine-months period ended December 31, 2024 (unaudited), is as set out below:

Particulars	Financial year ended on			(Amount in Lakhs)
	March 31, 2022	March 31, 2023	March 31, 2024	
Total Revenue	70,000	3,000	1,07,000	67,95,000
Profit/Loss after Tax	19,60,000	(26,58,000)	21,07,000	(54,46,000)
Earnings per share (EPS) (Basic & Diluted)	0.25	(0.31)	(0.25)	(0.39)
Net worth/Shareholders Funds	2,21,40,000	1,95,43,000	3,63,12,000	

14. The Present Board of Directors of Target Company are as follows:

S. No.	Name	Designation	DIN/PAN	Date of Appointment
1.	Jatinbhai Virendrabhai Shah	Managing Director	03513997	25/05/2022
2.	Shikha Agarwal	Director	08635830	25/05/2022
3.	Dixita Devang Pathak	Company Secretary	*****7263P	16/12/2024
4.	Darshan Hareeshchandra Rana	CFO	*****5284P	29/01/2025
5.	Pranav Manoj Vajani	Director	09213749	31/07/2024
6.	Meshwa Panchal	Director	10749902	04/09/2024
7.	Premaram Jaitaram Patel	Director	09324872	07/10/2024
8.	Ronak Jaysukhlal Doshi	Director	08198816	25/06/2024
9.	Niraj Chandulal Pandya	Director	08289360	25/06/2024
10.	Simoli Kalpesh Raval	Director	10350999	25/06/2024
11.	Janak Jagjivan Shah	Director	10507644	25/06/2024
12.	Ashok Kumar Varshney	Director	10663427	25/06/2024
13.	Chirag Jitendrabhai Shah	Director	10505306	13/02/2024
14.	Bhaveshkumar Chhelshankar Joshi	Additional Director	10957319	25/02/2025
15.	Hetalben Narshibhai Hadiya	Additional Director	10959909	25/02/2025

II. DETAILS OF OPEN OFFER

1. The Acquirers along with PACs has made the Offer in accordance with the Regulation 3(1) and 4 of the Takeover Regulations vide the PA dated February 25, 2025 to all the public shareholders of the Target Company for the acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand three Hundred & Eighty only) fully paid up Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid-up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 10.00/- (Rupee Ten Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").
2. The Offer is being made to all the public Shareholders of the Target Company except the Acquirers, PACs, and any other person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011. The Equity Shares of the Target Company under the Offer will be acquired by Acquirers along with PACs as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights of offer declared thereon.
3. The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
4. The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers along with PACs will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.
5. The Offer is subject to the receipt of the Statutory and other approvals as mentioned in Section VI of this DPS. In terms of Regulation 23(1)(a) of the Takeover Regulations, if the statutory approvals are not received, the Offer will stand withdrawn.
6. To the extent required and to optimize the value of all the shareholders, the Acquirers along with PACs may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers along with PACs intend to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers along with PACs.
7. Currently, the Acquirers along with PACs does not have any intention to dispose of or otherwise encumber any material assets or investments of the Target Company, by way of sale, lease, encumbrance, reconstruction, restructuring or otherwise for a period of 2 (Two) years from the closure of this Open Offer except: (a) in the ordinary course of business; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the operations of the Target Company. If the Acquirer intend to alienate any material asset of the Target Company, within a period of 2 years from completion of the Open Offer, the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
8. The Manager to the Offer, AFCD Capital India Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

III. BACKGROUND TO THE OFFER

1. This Offer is being made pursuant to the resolution passed by the Board of Directors of the Target Company during their meeting held on February 25, 2025, which approved the preferential issue of 3,68,65,000 equity shares of face value Rs. 10 each, at an issue price of Rs. 10 per share, on a preferential basis to certain public category investors. Of these, 11,75,000 equity shares will be allocated to Acquirer-1, in exchange for the conversion of an unsecured loan, and the remaining equity shares will be allocated for cash as follows: 2,500,000 equity shares to Acquirer-2, 1,18,000 equity shares to PAC-1, 1,00,000 equity shares to PAC-2, 800,000 equity shares to PAC-3, 1,00,000 equity shares to PAC-4, 800,000 equity shares to PAC-5, 1,00,000 equity shares to PAC-6, 1,00,000 equity shares to PAC-7, and 2,40,000 equity shares to PAC-8. PAC-9 is not included in the list of allottees for the Preferential Issue. This preferential allotment is being made in accordance with Section 62 of the Companies Act, 2013, and the provisions of SEBI (ICDR) Regulations, 2018, subject to obtaining the necessary statutory approvals.
2. This Open Offer is a "Mandatory Offer" under the Regulation 3(1) and 4 of the Takeover Regulations being made by the Acquirers along with PACs for acquisition of 26.00% Emerging Voting Share Capital of the Target Company.
3. After the completion of this open offer and pursuant to preferential issue, the Acquirers along with PACs shall hold majority of equity shares by virtue of which they will be in a position to exercise control over management and affairs of the Target Company and will form part of the Promoter and Promoter Group of the Target Company, subject to necessary compliance and in accordance with the SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The Acquirers along with PACs intend to control over the Target Company and make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance herewith. However, no firm decision has been made in this regard by the Acquirers along with PACs.
5. The prime objective of the Acquirers in undertaking the Proposed Transaction is to obtain substantial holding of Equity Shares and voting rights, along with acquiring control of the Target Company. The Acquirers aim to position the Target Company for future growth and value creation for its stakeholders. The Acquirers reserve the right to modify the Present business Structure in a manner serves the broader interests of the Shareholders. Any change in the structure that may be carried out, will be in accordance with the applicable laws.

IV. SHAREHOLDING AND ACQUISITION DETAILS

The present and proposed shareholding of the Acquirers and PACs in the Target Company and the details of their acquisition are as follows:

Assessment as follows:						
Name of Acquirers and PACs	Shareholding as on PA date	Shares agreed to be acquired under Proposed Preferential Issue		Shares acquired between PA date and DPS date	Shares to be acquired in the open offer (Assuming full acceptance)	Post offer shareholding (assuming full acceptance) (On Diluted basis, as on the 10 working day after closing of tendering period)
		Number	%*			Number
(Acquirer 1) Morabia Enterprise Private Limited	12,50,000	1,17,50,000	23.33	Nil		
(Acquirer 2) Mahendra Harajivan Morabia	Nil	25,00,000	4.96		1,30,94,380	2,85,94,380 56.78

(*PAC 1) Morabia Induben Mahendra	32,986	11,80,000	2.34	Nil	12,12,986	2.41
(*PAC 2) Morabia Smit Mahendra	5,002	10,00,000	1.99		10,05,002	2
(*PAC 3) Paragi Smit Morabia	5,300	8,00,000	1.59		8,05,300	1.6
(*PAC 4) Morabia Nirmal Mahendra	Nil	10,00,000	1.99		10,00,000	1.99
(*PAC 5) Surbhi Nirmal Morabia	Nil	8,00,000	1.59		8,00,000	1.59
(*PAC 6) Keyuri Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(*PAC 7) Kevai Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(*PAC 8) VR Leading Edge Consultancy LLP	Nil	24,00,000	4.77		24,00,000	4.77
(*PAC 9)* Morabia Creations Private Limited	6,00,000	Nil	Nil		6,00,000	1.19

*Computed as a percentage of Emerging Equity Share Capital.

V. OFFER PRICE

1. The Equity Shares of the Target Company are listed on BSE Limited, Mumbai (BSE). The shares are placed under Group "XT+1" having a Scrip Code of "505515" & Scrip ID: "SHYMINV" on the BSE.
2. The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on BSE.

The annualized trading turnover of the equity shares of the Target Company on BSE during Twelve calendar months prior to the month of PA date (February, 2024 to January, 2025) is as given below:

Name of the Stock Exchange	Total number of equity shares traded during the preceding 12 months prior to the month of PA	Total Number Equity Shares listed	Annualized Trading Turnover (as % of total Listed Equity Shares)
BSE Ltd	50,14,603	1,34,98,000	37.15

(Source: www.bseindia.com)

3. The Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share is justified per provision of Regulation 8(1) read with Regulation 8(2) of the SEBI (SAST) Regulations, taking into account the following parameters:

Sr. No.	Particular	Price (per equity share)
A.	The highest negotiated price per share of the Target Company for a acquisition (Price to be payable in proposed Preferential Issue by Acquirers along with PACs)	Rs. 10
B.	The volume-weighted average price paid or payable for acquisitions by the Acquirers along with PACs during the fifty-two weeks immediately preceding the date of the PA.	Not applicable
C.	The highest price paid or payable for any acquisition by the Acquirers along with PACs during the twenty-six weeks immediately preceding the date of the PA.	Not applicable
D.	The volume-weighted average market price of Equity Shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on BSE, being Stock Exchange where the Equity Shares of the Target are Listed.	Rs. 9.47
E.	Since the Equity Shares are not frequently traded, the price determined by the Acquirers along with PACs and the Manager to the Open Offer taking into account valuation parameters including book value, comparable trading multiples and such offer parameters as are customary for valuation of shares of such companies.	Not Applicable
F.	The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, 2011, if applicable.	Not Applicable

4. The Offer Price is higher than the highest of the amounts specified in table, in point 4 above. Therefore, in terms of Regulation 8(2) of the SEBI (SAST) Regulations, 2011, the Offer Price is justified.
5. In view of the above parameters considered and in the opinion of the Acquirers along with PACs and Manager to the Offer, the Offer Price of Rs. 10 (Rupees Ten only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.
6. Since the date of the PA and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.
7. In the event of any acquisition of Equity Shares by the Acquirers and PACs during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, the Acquirers along with PACs shall not acquire any Equity Shares after the 3rd Working Day prior to the commencement of the tendering period of this Offer and until the expiry of the tendering period of this Offer.
8. As on the date of this DPS, there is no revision in the Offer Price or size of the Open Offer. An upward revision to the Offer Price or to size of the Open Offer, if any, on an account of competing offers or otherwise, may also be done at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period of this Open Offer in accordance Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall: (i) make corresponding increase to the escrow amount; (ii) make an announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify the BSE, CSE, NSE, the SEBI and the Target Company at its registered office of such revision.
9. If the Acquirers or PACs acquire Equity Shares during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers and PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Open Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of shares of the Target Company in any form.

VI. FINANCIAL ARRANGEMENTS

1. Assuming full acceptance under the offer, the maximum consideration payable by the Acquirers along with PACs under the offer would be Rs. 13,09,43,800/- (Rupees Thirteen Crores Nine Lakhs Forty Three Thousand Eight Hundred Only) ("maximum consideration") i.e. consideration payable for acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand Three Hundred Eighty only) equity shares of the target Company at offer price of Rs. 10.00/- (Rupees Ten Only) per Equity Share.
2. In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirers and PACs have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own sources/ Net-worth and no borrowings from any Bank and/or Financial Institutions. CA Keyur Bhansari (Membership No.: 165174), Partner at M/s. Amit Dharamji & Associates having its office at 121, Manali Tower, Plot No. 110, Sector 8, Gandhinagar, 370201, Gujarat, Tel. no. +91 942907485, vide certificate dated 25/02/2025 has certified that sufficient resources are available with the Acquirers and PACs for fulfilling their Offer obligations in full. The sources of funds for the Acquirers and the PACs are from their cash and cash equivalents (including liquid assets) and illiquid assets.
3. The Acquirers along with PACs, the Manager to the Offer and IDBI Bank Limited, have entered into an escrow agreement purpose of the Offer (the "Escrow Agreement") and opened an Escrow Account under the name and style of SHYAMKAMAL INVESTMENTS LTD - OPEN OFFER ESCROW ACCOUNT in accordance with regulation 17 of the SEBI (SAST) Regulations, 2011.
4. Pursuant to the Escrow Agreement, the Acquirers on February 28, 2025 have deposited cash of an amount of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) in an escrow account opened with Axis Bank Limited, which is in excess of 25% of the Offer Consideration.
5. The Acquirers along with PACs has duly empowered AFCD Capital India Private Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
6. The Acquirer and the PAC have confirmed that they have, and they will continue to have, and maintain sufficient means and firm arrangements to enable compliance with payment obligations under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer along with PACs would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.
8. Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied with the ability of the Acquirer and PACs to fulfill their obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.

VII. STATUTORY AND OTHER APPROVALS

1. To the best of knowledge and belief of the Acquirers and PACs, as of the date of this DPS, except approval of BSE Limited under Regulation 28 of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue and the prior approval of Reserve Bank of India ("RBI"), there are no other statutory approvals required for this Offer. However, if any statutory approval becomes applicable before the completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.
2. As on the date of this DPS, to the best of the knowledge of the Acquirers and PACs, there are no statutory or other approvals required to complete the Open Offer. If any other 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.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and PACs, then the Acquirers and PACs shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers and PACs (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. If Public Shareholders who are not persons resident in India (including NRIs, OCBs and FIIs) / FPIs had required any approvals (including from the Reserve Bank of India ("RBI"), or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for acquiring / holding the Equity Shares, in order to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. Such shareholders shall also seek appropriate

approvals from the RBI or any other regulatory body, if required to tender their Equity Shares in the Open Offer. In the event such approvals are not submitted, the Acquirers along with PACs reserve their right to reject such Equity Shares tendered in this Open Offer.

5. Subject to the receipt of the statutory and other approvals, if any, the Acquirers and PACs shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirers and PACs for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers and PACs agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirers and PACs in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers and PACs shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

Tentative Activity Schedule	Day and Date*
Issue Date of the Public Announcement	Tuesday, February 25, 2025
Publication date of the Detailed Public Statement in the Newspapers	Wednesday, March 05, 2025
Last date for filing the Draft Letter of Offer with SEBI	Wednesday, March 12, 2025
Last date for Competing Offer(s)	Thursday, March 27, 2025
Last date for receipt of comments from SEBI on the Draft Letter of Offer	Friday, April 04, 2025
Identified Date*	Tuesday, April 08, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, April 17, 2025
Last date for publication of the recommendations of the committee of the independent directors of the Target Company to the Public Shareholders for this Offer in the Newspapers	Wednesday, April 23, 2025
Last date for upward revision of the Offer Price and/or the Offer Size	Thursday, April 24, 2025
Last date of publication of opening of Offer public announcement in the Newspapers	Thursday, April 24, 2025
Date of commencement of Tendering Period	Friday, April 25, 2025
Date of closing of Tendering Period	Tuesday, May 13, 2025
Last date for publication of post-Offer public announcement in the newspapers in which this DPS has been published	Tuesday, May 20, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI	Tuesday, June 3, 2025

* The above timelines are indicative, prepared on the basis of timelines provided under the SEBI (SAST) Regulations are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. Shareholders are requested to refer to the letter of offer for the revised timeline, if any.

Identified Date is only for the purpose of determining the Public Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, PACs, and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER (LOF)

1. All the Public Shareholders (except the Acquirers, PACs, and any person deemed to be acting in concert with them) of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period of this Offer.
2. Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
3. Accidental omission to dispatch the Letter of Offer to any person to whom the Open Offer is made, or non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Open Offer in any way.
4. The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. The Public Shareholders who tender their Equity Shares in the Open Offer shall ensure that the Equity Shares are fully paid-up, and are free from all liens, charges and encumbrances. The Acquirers along with PACs shall acquire the Offer Shares that are validly tendered and accepted in the Open Offer, together with all rights attached hitherto, including the rights to dividends, bonuses and rights of offer declared thereon in accordance with the applicable law, and the terms set out in the PA, this DPS and the Letter of Offer.
6. The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part XIV (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.
7. In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirer along with PACs shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager.
8. The Open Offer will be implemented by the Acquirers along with PACs through a stock exchange mechanism made available by stock exchanges in the form of a separate window ("Acquisition Window"), as provided under the SEBI (SAST) Regulations, 2011, and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, and CFD/DCR/ CIR/P/2016/131 dated August 9, 2016, as per further amendment vide SEBI circular numbered SEBI/HO/CFD/DCR-III/ CIR/P/2021/615 dated December 13, 2021 and on such terms and conditions as may be permitted by law from time to time.
9. BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.
10. The Acquirers along with PACs have appointed Relitrade Stock Broking Pvt Ltd ("Buying Broker") as their broker for the Open Offer through whom the purchases and settlement of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:
- Name: Relitrade Stock Broking Pvt Ltd
Address: Relitrade House, 2nd Floor, O-Block Mondeval Retail Park, Nr Rajpath club, S G Highway, Ahmedabad- 380059
SEBI Registration No. INZ000184331
Tel No.: +91 79 68199999, Email: cs@relitrade.in, Website: https://www.relitrade.in
Contact Person: Cs Krupa Thakkar
11. All Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to intimate their respective Stockbrokers ("Selling Broker") within the normal trading hours of the secondary market, during the Tendering Period.
12. A Separate Acquisition Window will be provided by the BSE to facilitate the placing of sell orders. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.
13. The selling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition window of the BSE. Before placing the bid, the concerned Public Shareholder/selling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation.
14. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.
15. As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 3, 2018, bearing reference No. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 1, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD/1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI SAST Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI SAST Regulations.

X. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER

XI. OTHER INFORMATION

1. The Acquirers and PACs accept full responsibility for the information contained in this Public Announcement and this Detailed Public Statement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company).
2. The Acquirers and PACs undertake that they are aware of and will comply with his obligations as laid down in the SEBI (SAST) Regulations.
3. Pursuant to Regulation 12 of SEBI (SAST) Regulations, 2011, Acquirers along with PACs have appointed AFCD Capital India Private Limited (SEBI Registration No.: INM000012555), as the Manager to the Offer ("Manager").
4. The Acquirers along with PACs have appointed Skyline Financial Services Private Limited as the Registrar to the Offer has an office at D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020, Tel. No.: 011- 40450193-97, Email-id: admin@skylinert.com. Contact Person: Mr. Anuj Rana.
5. This Detailed Public Statement and PA will also be available on SEBI's website (www.sebi.gov.in), BSE's website (www.bseindia.com).

Registrar to the offer	Issued by the Manager to the offer
 SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020; Tel: 011- 40450193-97 Contact Person: Mr. Anuj Rana Email: admin@skylinert.com Website: www.skylinert.com SEBI Registration Number: INR00003241	 AFCD CAPITAL INDIA PRIVATE LIMITED 604-605, Cosmos Plaza, J.P. Road, Near D.N. Nagar Metro Station, Andheri (West), Mumbai-400053 Tel: 022-26378100 Fax: +91 22 2282 6580 Contact Person: Mr. Atul B Oza E-mail: capital@afcdgroup.in Website: www.afcdgroup.in SEBI Registration Number: INM000012555

"IMPORTANT"

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GISL Gujarat ISP Services Limited
Block No. 2, 2nd Floor, Karmayogi Bhavan, Sector 10 A, Gandhinagar-382010 (Gujarat). Phone: 079-23256022, Fax: 079-23238925
NOTICE FOR INVITING BIDS
GISL invites Bids through E-tendering for Request for proposal (RFP) for Selection of Service Provider for establishment of Wi-Fi Infrastructure using Bharatnet network of GFGNL at urban locations across the State of Gujarat (RFP NO.: GISL \ DST \

...In Continuation of Previous Page

9. As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended December 31, 2024, the Target Company has disclosed that: (i) there are no partly paid-up Equity Shares; (ii) it has not issued any convertible securities; (iii) it has not issued any warrants; (iv) there are locked in Equity Shares of the Target Company; (v) No fully paid-up Equity Shares underlying global depository shares; and (vi) No shares held by promoters are pledged or otherwise encumbered.
10. As on the date of this DPS, there are no: (a) partly paid-up Equity Shares; and/or (b) outstanding convertible securities which are convertible into Equity Shares (such as depository receipts, fully convertible debentures or warrants), issued by the Target Company.
11. As on the date of this DPS, the Target Company does not have any Subsidiary or associate Company nor does it have a Joint Venture with any entity.
12. BSE Limited has levied the following fines on the Target Company for various non-compliances with the provisions of the SEBI (LODR) Regulations, 2015:

Sr. No.	Quarter Ended	Regulation	Provision	Fine Amount	Paid on
1.	Jun-23	Regulation 6(1)	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer	36,580	29-02-2024
2.	Sep-24	Regulation 17(1)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint Women Director	1,29,800	Withdrawn on December 09, 2024 by the Exchange.

13. The brief financial information of the Target Company based on its audited financial statements as of and for the financial years ended March 31, 2024, March 31, 2023 & March 31, 2022 audited by the Independent Statutory Auditor of the Target Company; and for the Nine-months period ended December 31, 2024 (unaudited), is as set out below:

Particulars	Financial year ended on			(Amount in Lakhs)
	March 31, 2022	March 31, 2023	March 31, 2024	
Total Revenue	70,000	3,000	1,07,000	67,95,000
Profit/Loss after Tax	19,60,000	(26,58,000)	21,07,000	(54,46,000)
Earnings per share (EPS) (Basic & Diluted)	0.25	(0.31)	(0.25)	(0.39)
Net worth/Shareholders Funds	2,21,40,000	1,95,43,000	3,63,12,000	

14. The Present Board of Directors of Target Company are as follows:

S. No.	Name	Designation	DIN/PAN	Date of Appointment
1.	Jatinbhai Virendrabhai Shah	Managing Director	03513997	25/05/2022
2.	Shikha Agarwal	Director	08635830	25/05/2022
3.	Dixita Devang Pathak	Company Secretary	*****7263P	16/12/2024
4.	Darshan Hareeshchandra Rana	CFO	*****5284P	29/01/2025
5.	Pranav Manoj Vajani	Director	09213749	31/07/2024
6.	Meshwa Panchal	Director	10749902	04/09/2024
7.	Premaram Jaitaram Patel	Director	09324872	07/10/2024
8.	Ronak jaysukhlal Doshi	Director	08198816	25/06/2024
9.	Niraj Chandulal Pandya	Director	08289360	25/06/2024
10.	Simoli Kalpesh Raval	Director	10350999	25/06/2024
11.	Janak Jagjivan Shah	Director	10507644	25/06/2024
12.	Ashok Kumar Varshney	Director	10663427	25/06/2024
13.	Chirag Jitendrabhai Shah	Director	10505306	13/02/2024
14.	Bhaveshkumar Chhelshankar Joshi	Additional Director	10957319	25/02/2025
15.	Hetalben Narshibhai Hadiya	Additional Director	10959909	25/02/2025

II. DETAILS OF OPEN OFFER

1. The Acquirers along with PACs has made the Offer in accordance with the Regulation 3(1) and 4 of the Takeover Regulations vide the PA dated February 25, 2025 to all the public shareholders of the Target Company for the acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand three Hundred & Eighty only) fully paid up Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid-up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 10.00/- (Rupee Ten Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").
2. The Offer is being made to all the public Shareholders of the Target Company except the Acquirers, PACs, and any other person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011. The Equity Shares of the Target Company under the Offer will be acquired by Acquirers along with PACs as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights of offer declared thereon.
3. The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
4. The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers along with PACs will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.
5. The Offer is subject to the receipt of the Statutory and other approvals as mentioned in Section VI of this DPS. In terms of Regulation 23(1)(a) of the Takeover Regulations, if the statutory approvals are not received, the Offer will stand withdrawn.
6. To the extent required and to optimize the value of all the shareholders, the Acquirers along with PACs may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers along with PACs intend to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers along with PACs.
7. Currently, the Acquirers along with PACs does not have any intention to dispose of or otherwise encumber any material assets or investments of the Target Company, by way of sale, lease, encumbrance, reconstruction, restructuring or otherwise for a period of 2 (Two) years from the closure of this Open Offer except: (a) in the ordinary course of business; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the operations of the Target Company. If the Acquirer intend to alienate any material asset of the Target Company, within a period of 2 years from completion of the Open Offer, the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
8. The Manager to the Offer, AFCD Capital India Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

III. BACKGROUND TO THE OFFER

1. This Offer is being made pursuant to the resolution passed by the Board of Directors of the Target Company during their meeting held on February 25, 2025, which approved the preferential issue of 3,68,65,000 equity shares of face value Rs. 10 each, at an issue price of Rs. 10 per share, on a preferential basis to certain public category investors. Of these, 11,750,000 equity shares will be allocated to Acquirer-1, in exchange for the conversion of an unsecured loan, and the remaining equity shares will be allocated for cash as follows: 2,500,000 equity shares to Acquirer-2, 1,180,000 equity shares to PAC-1, 1,000,000 equity shares to PAC-2, 800,000 equity shares to PAC-3, 1,000,000 equity shares to PAC-4, 800,000 equity shares to PAC-5, 1,000,000 equity shares to PAC-6, 1,000,000 equity shares to PAC-7, and 2,400,000 equity shares to PAC-8. PAC-9 is not included in the list of allottees for the Preferential Issue. This preferential allotment is being made in accordance with Section 62 of the Companies Act, 2013, and the provisions of SEBI (ICDR) Regulations, 2018, subject to obtaining the necessary statutory approvals.
2. This Open Offer is a "Mandatory Offer" under the Regulation 3(1) and 4 of the Takeover Regulations being made by the Acquirers along with PACs for acquisition of 26.00% Emerging Voting Share Capital of the Target Company.
3. After the completion of this open offer and pursuant to preferential issue, the Acquirers along with PACs shall hold majority of equity shares by virtue of which they will be in a position to exercise control over management and affairs of the Target Company and will form part of the Promoter and Promoter Group of the Target Company, subject to necessary compliance and in accordance with the SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The Acquirers along with PACs intend to control over the Target Company and make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance herewith. However, no firm decision has been made in this regard by the Acquirers along with PACs.
5. The prime objective of the Acquirers in undertaking the Proposed Transaction is to obtain substantial holding of Equity Shares and voting rights, along with acquiring control of the Target Company. The Acquirers aim to position the Target Company for future growth and value creation for its stakeholders. The Acquirers reserve the right to modify the Present business Structure in a manner serves the broader interests of the Shareholders. Any change in the structure that may be carried out, will be in accordance with the applicable laws.

IV. SHAREHOLDING AND ACQUISITION DETAILS

The present and proposed shareholding of the Acquirers and PACs in the Target Company and the details of their acquisition are as follows:

Acquisition and as follows:						
Name of Acquirers and PACs	Shareholding as on PA date	Shares agreed to be acquired under Proposed Preferential Issue		Shares acquired between PA date and DPS date	Shares to be acquired in the open offer (Assuming full acceptance)	Post offer shareholding (assuming full acceptance) (On Diluted basis, as on 10 working day after closing of tendering period)
		Number	%*			
(Acquirer 1) Morabia Enterprise Private Limited	12,50,000	1,17,50,000	23.33	Nil		
(Acquirer 2) Mahendra Harajivan Morabia	Nil	25,00,000	4.96		1,30,94,380	2,85,94,380 56.78

(PAC 1) Morabia Induben Mahendra	32,986	11,80,000	2.34	Nil	12,12,986	2.41
(PAC 2) Morabia Smit Mahendra	5,002	10,00,000	1.99		10,05,002	2
(PAC 3) Paragi Smit Morabia	5,300	8,00,000	1.59		8,05,300	1.6
(PAC 4) Morabia Nirmal Mahendra	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 5) Surbhi Nirmal Morabia	Nil	8,00,000	1.59		8,00,000	1.59
(PAC 6) Keyuri Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 7) Kevai Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 8) VR Leading Edge Consultancy LLP	Nil	24,00,000	4.77		24,00,000	4.77
(PAC 9)* Morabia Creations Private Limited	6,00,000	Nil	Nil		6,00,000	1.19

*Computed as a percentage of Emerging Equity Share Capital.

V. OFFER PRICE

1. The Equity Shares of the Target Company are listed on BSE Limited, Mumbai (BSE). The shares are placed under Group "XT+1" having a Scrip Code of "505515" & Scrip ID: "SHYMINV" on the BSE.
2. The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on BSE.

The annualized trading turnover of the equity shares of the Target Company on BSE during Twelve calendar months prior to the month of PA date (February, 2024 to January, 2025) is as given below:

Name of the Stock Exchange	Total number of equity shares traded during the preceding 12 months prior to the month of PA	Total Number Equity Shares listed	Annualized Trading Turnover (as % of total Listed Equity Shares)
BSE Ltd	50,14,603	1,34,98,000	37.15

(Source: www.bseindia.com)

3. The Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share is justified per provision of Regulation 8(1) read with Regulation 8(2) of the SEBI (SAST) Regulations, taking into account the following parameters:

Sr. No.	Particular	Price (per equity share)
A.	The highest negotiated price per share of the Target Company for a acquisition (Price to be payable in proposed Preferential Issue by Acquirers along with PACs)	Rs. 10
B.	The volume-weighted average price paid or payable for acquisitions by the Acquirers along with PACs during the fifty-two weeks immediately preceding the date of the PA.	Not applicable
C.	The highest price paid or payable for any acquisition by the Acquirers along with PACs during the twenty-six weeks immediately preceding the date of the PA.	Not applicable
D.	The volume-weighted average market price of Equity Shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on BSE, being Stock Exchange where the Equity Shares of the Target are Listed.	Rs. 9.47
E.	Since the Equity Shares are not frequently traded, the price determined by the Acquirers along with PACs and the Manager to the Open Offer taking into account valuation parameters including book value, comparable trading multiples and such offer parameters as are customary for valuation of shares of such companies.	Not Applicable
F.	The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, 2011, if applicable.	Not Applicable

4. The Offer Price is higher than the highest of the amounts specified in table, in point 4 above. Therefore, in terms of Regulation 8(2) of the SEBI (SAST) Regulations, 2011, the Offer Price is justified.
5. In view of the above parameters considered and in the opinion of the Acquirers along with PACs and Manager to the Offer, the Offer Price of Rs. 10 (Rupees Ten only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.
6. Since the date of the PA and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.
7. In the event of any acquisition of Equity Shares by the Acquirers and PACs during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, the Acquirers along with PACs shall not acquire any Equity Shares after the 3rd Working Day prior to the commencement of the tendering period of this Offer and until the expiry of the tendering period of this Offer.
8. As on the date of this DPS, there is no revision in the Offer Price or size of the Open Offer. An upward revision to the Offer Price or to size of the Open Offer, if any, on an account of competing offers or otherwise, may also be done at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period of this Open Offer in accordance Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall: (i) make corresponding increase to the escrow amount; (ii) make an announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify the BSE, CSE, NSE, the SEBI and the Target Company at its registered office of such revision.
9. If the Acquirers or PACs acquire Equity Shares during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers and PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Open Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of shares of the Target Company in any form.

VI. FINANCIAL ARRANGEMENTS

1. Assuming full acceptance under the offer, the maximum consideration payable by the Acquirers along with PACs under the offer would be Rs. 13,09,43,800/- (Rupees Thirteen Crores Nine Lakhs Forty Three Thousand Eight Hundred Only) ("maximum consideration") i.e. consideration payable for acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand Three Hundred Eighty only) equity shares of the target Company at offer price of Rs. 10.00/- (Rupees Ten Only) per Equity Share.
2. In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirers and PACs have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own sources/ Net-worth and no borrowings from any Bank and/or Financial Institutions. CA Keyur Bhansari (Membership No.: 165174), Partner at M/s. Amit Dharamji & Associates having its office at 121, Manali Tower, Plot No. 110, Sector 8, Gandhinagar, 370201, Gujarat, Tel. no. +91 942907485, vide certificate dated 25/02/2025 has certified that sufficient resources are available with the Acquirers and PACs for fulfilling their Offer obligations in full. The sources of funds for the Acquirers and the PACs are from their cash and cash equivalents (including liquid assets) and illiquid assets.
3. The Acquirers along with PACs, the Manager to the Offer and IDBI Bank Limited, have entered into an escrow agreement purpose of the Offer (the "Escrow Agreement") and opened an Escrow Account under the name and style of SHYAMKAMAL INVESTMENTS LTD - OPEN OFFER ESCROW ACCOUNT in accordance with regulation 17 of the SEBI (SAST) Regulations, 2011.
4. Pursuant to the Escrow Agreement, the Acquirers on February 28, 2025 have deposited cash of an amount of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) in an escrow account opened with Axis Bank Limited, which is in excess of 25% of the Offer Consideration.
5. The Acquirers along with PACs has duly empowered AFCD Capital India Private Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
6. The Acquirer and the PAC have confirmed that they have, and they will continue to have, and maintain sufficient means and firm arrangements to enable compliance with payment obligations under the Open Offer.
7. In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer along with PACs would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.
8. Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied with the ability of the Acquirer and PACs to fulfill their obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.

VII. STATUTORY AND OTHER APPROVALS

1. To the best of knowledge and belief of the Acquirers and PACs, as of the date of this DPS, except approval of BSE Limited under Regulation 28 of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue and the prior approval of Reserve Bank of India ("RBI"), there are no other statutory approvals required for this Offer. However, if any statutory approval becomes applicable before the completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.
2. As on the date of this DPS, to the best of the knowledge of the Acquirers and PACs, there are no statutory or other approvals required to complete the Open Offer. If any other 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.
3. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and PACs, then the Acquirers and PACs shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers and PACs (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
4. If Public Shareholders who are not persons resident in India (including NRIs, OCBs and FIIs) / FPIs had required any approvals (including from the Reserve Bank of India ("RBI"), or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for acquiring / holding the Equity Shares, in order to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. Such shareholders shall also seek appropriate

approvals from the RBI or any other regulatory body, if required to tender their Equity Shares in the Open Offer. In the event such approvals are not submitted, the Acquirers along with PACs reserve their right to reject such Equity Shares tendered in this Open Offer.

5. Subject to the receipt of the statutory and other approvals, if any, the Acquirers and PACs shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer.
6. In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirers and PACs for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers and PACs agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirers and PACs in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
7. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers and PACs shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

Tentative Activity Schedule	Day and Date*
Issue Date of the Public Announcement	Tuesday, February 25, 2025
Publication date of the Detailed Public Statement in the Newspapers	Wednesday, March 05, 2025
Last date for filing the Draft Letter of Offer with SEBI	Wednesday, March 12, 2025
Last date for Competing Offer(s)	Thursday, March 27, 2025
Last date for receipt of comments from SEBI on the Draft Letter of Offer	Friday, April 04, 2025
Identified Date*	Tuesday, April 08, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, April 17, 2025
Last date for publication of the recommendations of the committee of the independent directors of the Target Company to the Public Shareholders for this Offer in the Newspapers	Wednesday, April 23, 2025
Last date for upward revision of the Offer Price and/or the Offer Size	Thursday, April 24, 2025
Last date of publication of opening of Offer public announcement in the Newspapers	Thursday, April 24, 2025
Date of commencement of Tendering Period	Friday, April 25, 2025
Date of closing of Tendering Period	Tuesday, May 13, 2025
Last date for publication of post-Offer public announcement in the newspapers in which this DPS has been published	Tuesday, May 20, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI	Tuesday, June 3, 2025

* The above timelines are indicative, prepared on the basis of timelines provided under the SEBI (SAST) Regulations are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. Shareholders are requested to refer to the letter of offer for the revised timeline, if any.

Identified Date is only for the purpose of determining the Public Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, PACs, and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER (LOF)

1. All the Public Shareholders (except the Acquirers, PACs, and any person deemed to be acting in concert with them) of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period of this Offer.
2. Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
3. Accidental omission to dispatch the Letter of Offer to any person to whom the Open Offer is made, or non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Open Offer in any way.
4. The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
5. The Public Shareholders who tender their Equity Shares in the Open Offer shall ensure that the Equity Shares are fully paid-up, and are free from all liens, charges and encumbrances. The Acquirers along with PACs shall acquire the Offer Shares that are validly tendered and accepted in the Open Offer, together with all rights attached hereto, including the rights to dividends, bonuses and rights of offer declared thereon in accordance with the applicable law, and the terms set out in the PA, this DPS and the Letter of Offer.
6. The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part XIV (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity-client identity, current address and contact details.
7. In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirer along with PACs shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager.
8. The Open Offer will be implemented by the Acquirers along with PACs through a stock exchange mechanism made available by stock exchanges in the form of a separate window ("Acquisition Window"), as provided under the SEBI (SAST) Regulations, 2011, and SEBI circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, and CFD/DCR/ CIR/P/2016/131 dated August 9, 2016, as per further amendment vide SEBI circular numbered SEBI/HO/CFD/DCR-III/ CIR/P/2021/615 dated August 13, 2021 and on such terms and conditions as may be permitted by law from time to time.
9. BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.
10. The Acquirers along with PACs have appointed Relitrade Stock Broking Pvt Ltd ("Buying Broker") as their broker for the Open Offer through whom the purchases and settlement of the Offer Shares tendered under the Open Offer shall be made. The contact details of the Buying Broker are as mentioned below:
- Name: Relitrade Stock Broking Pvt Ltd
Address: Relitrade House, 2nd Floor, O-Block Mondeval Retail Park, Nr Rajpath club, S G Highway, Ahmedabad- 380059
SEBI Registration No. INZ000184331
Tel No.: +91 79 68199999, Email: cs@relitrade.in, Website: https://www.relitrade.in
Contact Person: Cs Krupa Thakkar
11. All Public Shareholders who desire to tender their Equity Shares under the Open Offer would have to intimate their respective Stockbrokers ("Selling Broker") within the normal trading hours of the secondary market, during the Tendering Period.
12. A Separate Acquisition Window will be provided by the BSE to facilitate the placing of sell orders. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.
13. The selling broker would be required to place an order/bid on behalf of the Public Shareholders who wish to tender their Equity Shares in the Open Offer using the Acquisition window of the BSE. Before placing the bid, the concerned Public Shareholder/selling broker would be required to transfer the tendered Equity Shares to the special account of Clearing Corporation of India Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation.
14. The process of tendering Equity Shares by the Equity Shareholders holding in demat and physical Equity Shares will be separately enumerated in the Letter of Offer.
15. As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated December 3, 2018, bearing reference No. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 1, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD/1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI SAST Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI SAST Regulations.

X. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER

XI. OTHER INFORMATION

1. The Acquirers and PACs accept full responsibility for the information contained in this Public Announcement and this Detailed Public Statement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company).
2. The Acquirers and PACs undertake that they are aware of and will comply with his obligations as laid down in the SEBI (SAST) Regulations.
3. Pursuant to Regulation 12 of SEBI (SAST) Regulations, 2011, Acquirers along with PACs have appointed AFCD Capital India Private Limited (SEBI Registration No.: INM000012555), as the Manager to the Offer ("Manager").
4. The Acquirers along with PACs have appointed Skyline Financial Services Private Limited as the Registrar to the Offer has an office at D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020, Tel. No.: 011- 40450193-97, Email-id: admin@skylinert.com. Contact Person: Mr. Anuj Rana.
5. This Detailed Public Statement and PA will also be available on SEBI's website (www.sebi.gov.in), BSE's website (www.bseindia.com).

Registrar to the offer	Issued by the Manager to the offer
 SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi- 110020; Tel: 011- 40450193-97 Contact Person: Mr. Anuj Rana Email: admin@skylinert.com Website: www.skylinert.com SEBI Registration Number: INR00003241	 AFCD CAPITAL INDIA PRIVATE LIMITED 604-605, Cosmos Plaza, J.P. Road, Near D.N Nagar Metro Station, Andheri (West), Mumbai-400053 Tel: 022-26378100 Fax: +91 22 2282 6580 Contact Person: Mr. Atul B Oza E-mail: capital@afcdgroup.in Website: www.afcdgroup.in SEBI Registration Number: INM000012555

"IMPORTANT"

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GISL Gujarat ISP Services Limited
Block No. 2, 2nd Floor, Karmayogi Bhavan, Sector 10 A, Gandhinagar-382010 (Gujarat). Phone: 079-23256022, Fax: 079-23238925
NOTICE FOR INVITING BIDS
GISL invites Bids through E-tendering for Request for proposal (RFP) for Selection of Service Provider for establishment of Wi-Fi Infrastructure using Bharatnet network of GFGNL at urban locations across the State of Gujarat (RFP NO.: GISL \ DST

Form No. INC 26
(Pursuant to Rule 30 of the Companies (Incorporation) Rules, 2014)
Before the Regional Director,
Eastern Region, Kolkata

In the matter of the Companies Act, 2013, Section 13(4) of Companies Act, 2013 and Rule 30(9) of the Companies (Incorporation) Rules, 2014
AND
In the matter of M/s. CAPRICORN INVESTECH PRIVATE LIMITED (CIN: U65999WB1903PTC083359), a company incorporated under the Companies Act, 1956 and having its registered office at, 80/1B, Phears Lane, Kolkata, West Bengal, India, 700012.

Petitioner Notice is hereby given to the General Public that the Company proposes to make an application to the Regional Director, Eastern Region, Kolkata under Section 13 of the Companies Act, 2013 seeking confirmation of alteration of the Memorandum of Association of the Company in terms of the Special Resolution passed at the Extra-Ordinary General Meeting held on 28/11/2024, to enable the Company to change its Registered Office from the "State of West Bengal" within the jurisdiction of the Registrar of Companies, at Kolkata, to the "State of NCT/Dehli" within the jurisdiction of the Registrar of Companies, at Dehli.

Any person whose interest is likely to be affected by the proposed change of the registered office of the Company from the State of West Bengal to the State of NCT/Dehli, may deliver their objection to the Registrar of Companies, at Dehli, by filing an intimation complaint form to be delivered or send by registered post of higher objections supported by an affidavit stating the nature of his/her interest and grounds of opposition to the Regional Director, Eastern Region, Nizam Place, MSO Building, 3rd Floor, 23/44 A.J.C. Bose Road, Kolkata-700020, West Bengal, within Fourteen (14) days from the date of publication of this notice with a copy to the applicant Company at its registered office at the address mentioned above.

For and on behalf of the Applicant
CAPRICORN INVESTECH PRIVATE LIMITED
YUVU MITTAL
(DIRECTOR)
Date: 05/03/2025
Place: Kolkata
DIN: 09309361

IDFC FIRST Bank Limited

(erstwhile Capital First Limited and amalgamated with IDFC Bank Limited)
CIN : L65110TN2014PLC097792
Registered Office: KRM Towers, 8 Floor, Harrington Road, Chetpet, Chennai - 600031.
TEL: +91 44 4564 4000 | FAX: +91 44 4564 4022.



PUBLIC NOTICE
GOLD AUCTION CUM INVITATION NOTICE

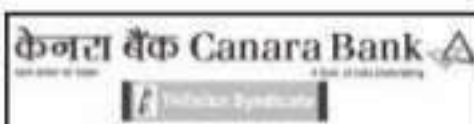
The Below mentioned borrower has been issued notices to pay the outstanding amount towards the credit facility against Gold ornament savailed by him from IDFC FIRST Bank Limited. Since the borrower has failed to repay the dues under the facility. We are constrained to conduct an auction of the pledged Gold ornaments on **13/03/2025**. In the event any surplus amount is realized from this auction, the same will be returned to the concerned borrower and if there is any deficit post the auction, the balance amount shall be recovered from the borrower through appropriate legal proceedings. IDFC FIRST Bank has the authority to remove the following account from the auction without prior intimation. Further IDFC FIRST Bank reserves the right to change the Auction Date without any prior notice.

Loan Account Number	Customer Name	Branch Name
154131433	DEBJIT DEY	MBL - HABRA
154294556	PAYEL DEY	MBL - HABRA
156541179	BIKASH MAKAL	KOLKATA-NEW ALIPORE BRANCH
190988255	RAJESH SHAW	BURDWAN CITY MBL
112480257	ARIJUL RAHAMAN	HABRA MBL
113568377	RATAN HALDER	HABRA MBL
114781347	SAMBHUNATH DAS	HABRA MBL

Auction will be conducted online through <https://idfcgold.auctiontiger.net> on 13/03/2025 from 12:00 pm to 2:00 pm. / <http://gold.samil.in> on 13/03/2025 from 3:00 pm to 5:00 pm By way of this publication the concerned borrower are hereby given final notice and last opportunity to pay the facility recalled amount, with all interest and charges before the schedule auction date failing which the jewellery will be auctioned. Please note that, if the auction does not get completed on the same day due to time limit the bank will re auction the pledged gold ornaments within next 7 days on the same terms and conditions. If the customer is deceased all the conditions pertaining to auction will be applicable to his legal heirs.
Date:05.03.2025 Place: West Bengal

LOST DEED NOTICE

This is to notify that original Sale Deed bearing No. - 7064 date 03.09.2019 registered before the office of DSR-II, South 24 Parganas of Property situated at J.L. No. - 25, RS No. - 35 comprising in RS Khatian No. - 73, under RS Dag No. - 1020, P.S. - Haridevapur, KMC Ward No. - 122, Kolkata - 700082. Land area more or less 02 Cottas together with 100 sq.ft. temporary structure owned by Dipankar Gayen, Son of Late John Gayen was lost from his custody on 01.03.2025 and he had lodged one General Diary at Tollygunge Police Station on 01.03.2025 vide GDE No. - 47. If anyone finds the aforesaid title deed as above please contact us in the following number. Sd/-
Dilip Halder
Mobile : 9007950834



Regional Office Kolkata - 1, Recovery Section
Bellis House, 21, Camac Street
Kolkata - 700 016

WITHDRAWAL OF SALE

With reference to the E-auction Sale Notice pertaining to the Property of M/s. Global Aqua (Sl. No. 1) of Chowringhee Branch which was published in this news paper on 22.02.2025 and which would be conducted on 25.03.2025 have been withdrawn until further orders.

Date : 05.03.2025 Sd/- Authorised Officer
Place : Kolkata Canara Bank

EAST COAST RAILWAY

File No. DRM/Engg/KUR/24-25/
E-Tender/113, Dt.:28.02.2025
Tender No. etenderhkur-331-2024
Dtd.: 20.02.2025

DESCRIPTION : DEEP SCREENING OF TRACK, POINTS & CROSSINGS AND OTHER ALLIED WORKS AT KHURDA ROAD YARD AND APPROACHES UNDER THE JURISDICTION OF SENIOR SECTION ENGINEER/PWAY/ KHURDA ROAD OF KHURDA ROAD DIVISION.

Approx. Cost of the Work : ₹ 263.63 Lakh, EMD : ₹ 2,81,800/-, Completion Period : 10 (Ten) Months.

Tender Closing Date and Time : At 1500 Hrs. of 17.03.2025.

No manual offers sent by Post / Courier/ Fax or in person shall be accepted against such e-tenders even if these are submitted on firm's letter head and received in time. All such manual offers shall be considered invalid and shall be rejected summarily without any consideration.

Complete information including e-tender documents of the above e-tender is available in website : www.ireps.gov.in

Note : The prospective tenderers are advised to revisit the website 10 (Ten) days before the date of closing of tender to note any changes / corrigenda issued for this tender. The tenderers/bidders must have Class-III Digital Signature Certificate and must be registered on IREPS Portal. Only registered tenderer(s)/ bidder(s) can participate on e-tendering.

Divisional Railway Manager (Engg) / PR-1039/P/24-25 Khurda Road



Relationship beyond banking

Bardhaman Zonal Office

446/N, Armstrong Avenue, Bidhan Nagar, Sector-2A,Durgapur,
District - Burdwan, PIN- 713212, Phone No. 0342-2665703.

POSSESSION NOTICE

(FOR IMMOVABLE PROPERTY)
APPENDIX - IV, [See Rule-3(1)]

Whereas
The undersigned being the authorised officer of the Bank of India Ukhra under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 and in exercise of powers conferred under Section 13(12) read with rule 3 of the Security Interest (Enforcement) Rules, 2002 issued a demand notice dated 04.12.2024 calling upon the borrower **Shri Munna Singh (Prop: M/s Baba Loknath auto parts)** to repay the amount mentioned in the notice being **Rs. 10,02,198.08 (in words Ten lacs two thousand one hundred ninety eight rupees and eight paise only)** within 60 days from the date of receipt of the said notice.

The borrower having failed to repay the amount, notice is hereby given to the borrower and the public in general that the undersigned has taken possession of the property described herein below in exercise of powers conferred on him under sub-section (4) of section 13 of Act read with rule 8 of the Security Interest (Enforcement) Rules, 2002 on this the **1st day of March of the year 2025**.

The borrower in particular and the public in general is hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of the Bank of India Ukhra for an amount **Rs.10,02,198.08** and interest thereon.

The borrower's attention is invited to provisions of sub-section (8) of section 13 of the Act, in respect of time available, to redeem the secured assets.

Description of the Immovable Property
All that part and parcel of the property consisting of **Title Deed No.1979/2006**, Equitable Mortgage by deposit of Original Title Deeds being **No.1-1979** for the year 2006 at ADSR Raniganj in the name of Mr Munna Singh situated vacant land 4 Cottah 6.23 Chattak situated at Vill - Chhokra, Bonbahal, Gaighata, Ukhra Road near Nehru School P.O. - Haripur, P.S.- Andai, Dist Paschim Burdwan, West Bengal - 713322 under chhokra Gram Panchayat consisting of property Additional Dist Sub-Register office at L.R. Plot No. 246.
Bounded : On the North : Ukhra Raniganj Road. On the South: Nehru School. On the East: Land of Provat Mitra. On the West: Petrol Pump

Date: 01.03.2025
Place: Ukhra
Authorized Officer
Bank of India

**INDIAN BANK**

ZONAL OFFICE KOLKATA CENTRAL
2ND AND 3RD FLOOR, 14, INDIA EXCHANGE
PLACE, KOLKATA, WEST BENGAL - 700001

E-auction for

Sale of Immovable Properties

Notice of sale under Rule 6(2) & 8(6) of The Security Interest (Enforcement Rules) 2002 under The Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002.

E-auction sale notice for sale of Immovable Assets under the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 read with proviso to Rule 9 (1) of the Security Interest (Enforcement) Rules, 2002.
Notice is hereby given to the public in general and in particular to the Borrower(s) and Guarantor(s) that the below described immovable property mortgaged/charged to the Secured Creditor, the Symbolic / Physical possession of which has been taken by the Authorized Officer of Indian Bank, Secured Creditor, will be sold on "As is where is", "As is what is" and "Wherever there is" on 09.04.2025 from 11:00 am to 5:00 pm for recovery of amount mentioned against account, due to the Indian Bank, secured creditor. The specific details of the property intended to be brought to sale through e-auction mode are enumerated below.

Sl. No.	Name of Borrower & Branch	Description of Property
1.	Sri Supriya Sinha Roy (Borrower & Mortgagor) Alipur Purbapara, Alipur Nayanagar, Haripal, Alipur, VTC : Mogalpur, P.O. : Bhandarhati, District : Hooghly, PIN : 712301 Smt. Sanchari Sinha Roy (Borrower) Alipur Purbapara, Alipur Nayanagar, Haripal, Alipur, VTC : Mogalpur, P.O. : Bhandarhati, District : Hooghly, PIN : 712301 Branch : Jodhpur Park	Mortgaged Assets : CERSAI ASSET ID : 200087728219 SECURITY INTEREST ID : 400085787985 ALL THAT residential apartment No. 309, Block A on the Third Floor, South East Corner of the said building called "G.C. Roy Chowdhury Tower", Phase "I" containing a super built-up area of 1285 Sq.Ft. more or less comprising of three bedrooms, 1 living cum dining room, one puja room, one kitchen and one attached bath and one common bath (Indian) and two balcony etc, the said G-4 Tower situated at and comprised to RS Dag No. 1390, LR Dag No. 1390 under CS Khatian No. 403 corresponding to R.S Khatian No. 1852 and CS Dag No. 1390/1885, 1383 under C.S Khatian Nos. 1175, 377 respectively at Mouza - Belgaria, J.L. No. 03, Touzi No. 172, being Municipality Holding No. 663, Municipal Premises No. 139, Feeder Road, Karmahati - 700056 under Ward No. 020 with the Municipal limits of Karmahati Municipality in the District of North 24 Parganas. Together with all easementary rights over, under and above the adjacent common passage. The Land is butted & bounded as : On the North : By 15' wide common passage thereafter Phase-I i.e. B.N. Roy Chowdhury Super Market and Baidyanath Apartment; On the South : By 10' wide Road thereafter tank of the Owners; On the East : By Vacant Land thereafter Railway Line; On the West : By Madhusudan Roy Chowdhury Road. Property stands in the name of Mr. Supriya Sinha Roy.

Bidders are advised to visit the website (<https://baanknet.com>) of our e auction service provider PSB Alliance Pvt. Ltd to participate in online bid. For Technical Assistance Please call PSB Alliance Pvt. Ltd Helpdesk No. : 8291220220, email ID : - **support.BAANKNET@psballiance.com** and other help line numbers available in service providers help desk. For Registration status with PSB Alliance Pvt. Ltd. and EMD status, please contact **support.BAANKNET@psballiance.com**.
For property details and photograph of the property and auction terms and conditions please visit : <https://baanknet.com> and for clarifications related to this portal, please contact Helpdesk No. : 8291220220.
Bidders are advised to use Property ID Number mentioned above while searching for the property in the website with <https://baanknet.com>
Date : 04.03.2025
Place : Kolkata
Sd/-
Authorized Officer, Indian Bank



ARAMBAGH BRANCH (DP 19732)
Ward No. 5, Link Road, P.S. - Arambagh
P.O. - Arambagh, Arambagh
Pin - 721 601

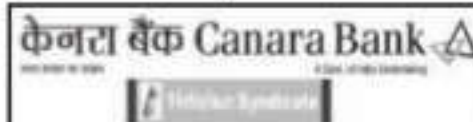
GOLD AUCTION NOTICE

Whereas the authorized officer of Canara Bank, Arambagh Branch issued Sale Notice(s) calling upon the borrower to clear the dues in gold loan availed by him. The Borrower had failed to repay the amount, notice is hereby given to the borrower and the public in general that the undersigned will conduct online auction of the gold ornaments strictly on "As is What is Basis" & "Whatever there is Basis" & "Without Recourse Basis". The auction will be conducted on 11.03.2025 at 12:00 Noon to 03:00 P.M.

Sl. No.	Name of the Borrower & Loan A/c. No.	Gross Weight & Net Weight	Date of Inspection
1.	RAJESH PAINE Loan A/c. Nos. : 180316461513 & 180316464728	Gross Weight : 118.10 Gram Net Weight : 91.10 Gram	04.03.2025

EMD Account details : NEFT/RTGS in the Account No. : 209272434
Account Name : SL-OL-RTGS-NEFT PMT ENS, IFSC : CNRB0019732
Please contact : 83349 99172 for more information, Terms & Conditions.

Date : 05.03.2025
Place : Arambagh
Branch Manager
Canara Bank, Arambagh Branch



HALDIA - I BRANCH (DP 2938)
Tripalthi Complex, In Front of Hotel Golden Retreat, Sakanta Sagar Colony
P.O. - Debhog, Pin - 721 657

GOLD AUCTION NOTICE

Whereas the authorized officer of Canara Bank, Haldia - I Branch issued Sale Notice(s) calling upon the borrower to clear the dues in gold loan availed by him. The Borrower had failed to repay the amount, notice is hereby given to the borrower and the public in general that the undersigned will conduct online auction of the gold ornaments strictly on "As is What is Basis" & "Whatever there is Basis" & "Without Recourse Basis". The auction will be conducted on 11.03.2025 at 12:00 Noon to 03:00 P.M.

Sl. No.	Name of the Borrower & Loan A/c. No.	Gross Weight & Net Weight	Date of Inspection
1.	PRASENJIT ROY Loan A/c. No. : 180332724701	Gross Weight : 26.00 Gram Net Weight : 22.20 Gram	04.03.2025

EMD Account details : NEFT/RTGS in the Account No. : 209272434
Account Name : SL-OL-RTGS-NEFT PMT ENS, IFSC : CNRB0002938
Please contact : 83349 99194 for more information, Terms & Conditions.

Date : 05.03.2025
Place : Haldia
Chief Manager
Canara Bank, Haldia - I Branch



CONTAI BRANCH (DP 4093)
Kishore Nagar, P.O. - Contai
Pin - 721 401

GOLD AUCTION NOTICE

Whereas the authorized officer of Canara Bank, Contai Branch issued Sale Notice(s) calling upon the borrower to clear the dues in gold loan availed by him. The Borrower had failed to repay the amount, notice is hereby given to the borrower and the public in general that the undersigned will conduct online auction of the gold ornaments strictly on "As is What is Basis" & "Whatever there is Basis" & "Without Recourse Basis". The auction will be conducted on 11.03.2025 at 12:00 Noon to 03:00 P.M.

Sl. No.	Name of the Borrower & Loan A/c. No.	Gross Weight & Net Weight	Date of Inspection
1.	PULAK KUMAR SAMANTA Loan A/c. No. : 184004708499	Gross Weight : 22.60 Gram Net Weight : 11.30 Gram	04.03.2025

EMD Account details : NEFT/RTGS in the Account No. : 209272434
Account Name : SL-OL-RTGS-NEFT PMT ENS, IFSC : CNRB0004093
Please contact : 83349 99186 for more information, Terms & Conditions.

Date : 05.03.2025
Place : Contai
Chief Manager
Canara Bank, Contai Branch



SATMILE BRANCH (DP 19780)
Dakshin Charakihitya, P.O. : Satmile
Tehsil : Contai, P.O. : Satmile
Pin - 721 452

GOLD AUCTION NOTICE

Whereas the authorized officer of Canara Bank, Satmile Branch issued Sale Notice(s) calling upon the borrower to clear the dues in gold loan availed by him. The Borrower had failed to repay the amount, notice is hereby given to the borrower and the public in general that the undersigned will conduct online auction of the gold ornaments strictly on "As is What is Basis" & "Whatever there is Basis" & "Without Recourse Basis". The auction will be conducted on 11.03.2025 at 12:00 Noon to 03:00 P.M.

Sl. No.	Name of the Borrower & Loan A/c. No.	Gross Weight & Net Weight	Date of Inspection
1.	SUBHASHIS MAJHI Loan A/c. No. : 180044393816	Gross Weight : 31.90 Gram Net Weight : 31.00 Gram	04.03.2025

EMD Account details : NEFT/RTGS in the Account No. : 209272434
Account Name : SL-OL-RTGS-NEFT PMT ENS, IFSC : CNRB0019780
Please contact : 62922 43486 for more information, Terms & Conditions.

Date : 05.03.2025
Place : Satmile
Branch Manager
Canara Bank, Satmile Branch

SBI STRESSED ASSETS RECOVERY BRANCH, SOUTH BENGAL
Jeevan Deep Building, 2nd Floor, 1, Middleton Street, Kolkata - 700 071
Phone : (033) 2288 4437, Fax : (033) 2288 4302, E-mail : sbi.15196@sbi.co.in

Authorised Officer's Details : Name: Sanghamitra Gangopadhyay, e-mail ID : sanghamitra.gupta@sbi.co.in, Mobile No. : 9674741918

E-Auction Sale Notice for Sale of Immovable Assets under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 under Rule 9(1) read with proviso to Rule 8(6) applicable for immovable property of the Security Interest (Enforcement) Rules, 2002. Notice is hereby given to the Public in general and in particular to the Borrower/Guarantors/Mortgagors that the below described Secured Assets mortgaged to the Secured Creditor, the **Constructive Possession** of which has been taken by the Authorized Officer of State Bank of India, the Secured Creditor, will be sold on "As is Where is", "As is What is" and "Whatever there is" basis on the below mentioned dates.

DATE & TIME OF E-AUCTION : DATE : 24.03.2025
TIME OF AUCTION 11.00 A.M. TO 3.00 P.M. WITH UNLIMITED EXTENSIONS OF 10 MINUTES FOR EACH BID.

Sl. No.	Name of the Unit / Borrower/ Director & Guarantor	DETAILS OF THE ASSETS BEING SOLD	Outstanding Dues	Reserve Price
1.	Shri Uttam Das S/o- Late Ram Das Address: 38/H/1 Kankulia Road, Ballygunge, Kolkata-700019. AND 16/2E Ballygunj Station Road, Ward No.- 68, P.S.-Gariahat, Ballygunge, Kolkata-700019 Smt. Seema Das W/o- Shri Uttam Das Address: 38/H/1 Kankulia Road, Ballygunge, Kolkata-700019. AND 16/2E Ballygunj Station Road, Ward No.- 68, P.S.-Gariahat, Ballygunge, Kolkata-700019	Owner :- Shri Uttam Das S/o. Late Ram Das and Smt. Seema Das W/o. Shri Uttam Das. Deed No. 01445 for the year 2012 , Registered in Book No. 1, CD Volume No. 6, Page No. 3935-3957 at ADSR Alipore. All that piece & parcel of Land with structure measuring about 1 (One) Cottah, 14 (Fourteen) Chittaks more or less together with dwelling house thereon lying and situated at premises no 16/2A, Ballygunge Station Road, now premises no 16/2E Ballygunge Station Road, P.S. Gariahat, Kolkata-700019. Holding No. 273/72 (Formerly Holding No. 47B) under Kolkata Municipal Corporation. The property is Butted & Bounded in the following manner:- On The North- Plot No. 8, On The South- 16' Wide Common Passage, On The East- 16' Wide Common Passage, On The West- 16/2B Ballygunge Station Road. (PROPERTY UNDER BANK'S CONSTRUCTIVE POSSESSION)	Rs. 31,81,222.00 (Rupees Thirty One Lakh Eighty One Thousand Two Hundred Twenty Two Only) as on 12.03.2024 with further interest at contracted rate incidental expenses, cost, charges etc.	Reserve Price Rs. 1,60,52,000.00 EMD @ 10% Rs. 16,05,200.00 Bid increment Amount Rs. 10,000.00

a) For detailed terms and conditions of the sale, please refer to the link provided in State Bank of India, the Secured Creditor's website www.sbi.co.in and specific link created for the particular e-Auction : <https://BAANKNET.com>
b) Intending bidder/s should transfer his EMD amount by means of challan generated on his bidder account maintained with PSB Alliance Pvt. Ltd. by means of NEFT/ RTGS transfer from his bank account well before the auction date. For any queries please contact support.baanknet@psballiance.com or Contact No. 8291220220

The intending bidder is advised to go through the detailed terms & conditions uploaded in above mention site before participating in the auction process.

Date: 05.03.2025
Place: Kolkata
In case of any dispute the English version shall prevail
Authorized Officer
State Bank of India

TRIBENI BRANCH

B.T.P.S. Township 1 No Gate B.T.P.S Township Road, Dist, BTPS Twp, Tribeni, West Bengal 712503, E-mail ID of Branch: sbi.00225@sbi.co.in

A notice is hereby given that the following Borrower(s) and Guarantor(s) have defaulted in the repayment of principal and interest of the credit facilities obtained by them from the Bank and the same have been classified as Non Performing Assets (NPA). The notices were issued to them under Section 13(2) of Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 on their last known addresses, but they may have not been duly served and as such they are hereby informed by way of this notice.

Sl. No.	Name of the Borrower & Guarantor with Addresses	Description of Property Mortgaged by deposit of title Deed	Date of Notice	Date of NPA	Amount outstanding (As on the date of notice)
1.	Name of Borrower : M/s. Global Electronics Prop. Smt. Jayasree Das W/o. Sri Joydeb Das Address : 38, Tribeni Station Road, Tribeni Bazar, Bade Baikunthapur, P.O. Tribeni, P.S. Mogra, District - Hooghly, PIN- 712503. Name of Guarantor : Sri Joydeb Das, S/o. Lt. Radhaballab Das Address : 38, Tribeni Station Road, Tribeni Bazar, Bade Baikunthapur, P.O. Tribeni, P.S. Mogra, District - Hooghly, PIN- 712503. A/C. Nos. : 10266745800 (CC) 39557368198 (GECL)	PART - I Nature of Charge: Hypothecation of stock in trade PART - II Description of Property mortgaged by deposit of Title Deed All that piece and parcel of land & building measuring about 1 Cottah 10 Chhittak 29 Sq.ft. more or less, situated at Mouza - Tribeni Baikunthapur, J.L. No. 36, Touzi No. 8, R.S. Dag No. 1910 & 1912, L.R. Dag No. 3456, 3457, R.S. Khatian No. 1425, 1439, Hal L.R. Khatian No. 429/2 Krishi, 490/1 Krishi, 429/1 Krishi, 373/1 Krishi, Own L.R. Khatian No. 1845 situated at Holding No. 38/A, Bade Baikunthapur, Ward No. 14 under Bansberia Municipality, P.O. Tribeni, P.S. Mogra, District - Hooghly, PIN - 712503. Being Deed No. 02777, Book No. I, Volume No. 48, Pages No. 119 to 126 for the year 1997, A.D.S.R.O. Hooghly. The property stands in the Name of Sri Joydeb Das S/o. Lt. Radhaballab Das The property is butted & bounded by: On the North by: Tribeni Station Road, On the South by: House of Tarun Lumar Day, On the East by: House of Pradip Basu, On the West by: 16ft wide Municipality Road.	30.01.2025	29.06.2023	Rs. 19,91,148.00 (CC), Rs. 63,483.00 (GECL), Aggregate Outstanding Rs. 20,54,631.00 (Rupees Twenty Lakh Fifty Four Thousand Six Hundred Thirty One Only) as on 24.01.2025. You are also liable to pay future interest w.e.f. 24.01.2025 at the contractual rate on the aforesaid amount together with incidental expenses, cost, charges, etc.
2.	Name of Borrower : M/s. Global Power Prop. Sri Joydeb Das S/o. Lt. Radhaballab Das Address : 38, Tribeni Station Road, Tribeni Bazar, Bade Baikunthapur, P.O. Tribeni, P.S. Mogra, District - Hooghly, PIN- 712503. A/C. Nos. : 31502436377 (CC)	PART - I Nature of Charge: Hypothecation of stock in trade PART - II Description of Property mortgaged by deposit of Title Deed All that piece and parcel of land & building measuring about 1 Cottah 10 Chhittak 29 Sq.ft. more or less, situated at Mouza - Tribeni Baikunthapur, J.L. No. 36, Touzi No. 8, R.S. Dag No. 1910 & 1912, L.R. Dag No. 3456, 3457, R.S. Khatian No. 1425, 1439, Hal L.R. Khatian No. 429/2 Krishi, 490/1 Krishi, 429/1 Krishi, 373/1 Krishi, Own L.R. Khatian No. 1845 situated at Holding No. 38/A, Bade Baikunthapur, Ward No. 14 under Bansberia Municipality, P.O. Tribeni, P.S. Mogra, District - Hooghly, PIN - 712503. Being Deed No. 02777, Book No. I, Volume No. 48, Pages No. 119 to 126 for the year 1997, A.D.S.R.O. Hooghly. The property stands in the Name of Sri Joydeb Das S/o. Lt. Radhaballab Das The property is butted & bounded by: On the North by: Tribeni Station Road, On the South by: House of Tarun Lumar Day, On the East by: House of Pradip Basu, On the West by: 16ft wide Municipality Road.	30.01.2025	26.06.2023	Rs. 7,88,193.00 (Rupees Seven Lakh Eighty Eight Thousand One Hundred Ninety Three Only) as on 24.01.2025. You are also liable to pay future interest w.e.f. 24.01.2025 at the contractual rate on the aforesaid amount together with incidental expenses, cost, charges,

VIDEOCON INDUSTRIES LIMITED

CIN: L99999MH1986PLC103624

Regd. office: 14 K.M. Stone Aurangabd Pathan Road, Chittegaon, Tq. Pithan, Dist: Aurangabad- 431 105

Email: secretarialvg.in@gmail.com

Website: https://www.videoconindustriesltd.com/in

NOTICE OF THE ADJOURNED 34TH ANNUAL GENERAL MEETING FOR F.Y. 2023-24

NOTICE is hereby given that the Thirty Fourth (34th) Annual General Meeting ("AGM") of the Members of VIDEOCON INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) for F.Y. 2023-24 which was convened on Tuesday, March 04, 2025 was adjourned for the want of quorum and will now be held on Tuesday, March 11, 2025 at 12:00 noon at the Registered Office of the Company at 14 KM Stone, Aurangabad Pathan Road, Village Chittegaon Taluka Pathan Dist. Aurangabad -431 105 Maharashtra to transact the business as specified in the notice convening the 34th AGM which is made available on the website of the Company viz. www. videoconindustriesltd.com and on the website of CDSL viz. www.evotingindia.com

By order of the Board of Directors of VIDEOCON INDUSTRIES LIMITED (A Company under Corporate Insolvency Resolution Process by NCLT Order dated September 5, 2018 read with Orders dated August 8, 2019 and September 25, 2019)

Place: Aurangabad Date: March 04, 2025

ABHIJIT GUHATHAKURTA RESOLUTION PROFESSIONAL No. IBB/I/PA-003/IP/N000103/ 2017-18/11158

केनरा बैंक Canara Bank

(A Government of India Undertaking)

केनरा बैंक: Syndicate Bank

POSSESSION NOTICE

[Under Rule 8(1) of Security Interest (Enforcement) Rules, 2002]

Regional Office

Civil Lines

Moradabad

Whereas, The undersigned being the Authorised officer of the CANARA BANK, under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (Act No. 54 to 2002) and in exercise of powers conferred under section 13(12) read with Rule-3 of the Security Interest (Enforcement) Rules, 2002 issued demand notice on the date mentioned against account and stated herein calling upon them to repay the amount within 60 days from the date of receipt of said notice. The borrower having failed to repay the amount, notice is hereby given to the borrower/guarantor and the public in general that the undersigned has taken possession for the property describe herein blow in exercise of powers conferred on him/her under section 13(4) of the said Act read with rule 8 of the Security Interest (Enforcement) Rules, 2002. The borrower/guarantor in particular and the public in general are hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of the CANARA BANK for the amounts and interest thereon. The borrowers attentions in invited to provisions of sub-section (8) of section 13 of the act, in respect of time available to redeem to secured asset, Details of properties where possession had been taken is as follows:

Sr. No.	Name of the BORROWER/ GUARANTOR/MORTGAGOR	Description of the Immovable Property	Outstanding Amount u/s 13(2)	Date of Demand Notice Date of Possession
1	borrower SriM/S RAJ PAL BRANCH: MORADABAD GULAB BARI	All that part and parcel of the property consisting of A RESIDENTIAL PROPERTY MEASURING 42.15 SQ MT SITUATED AT GATA NO. 157, BALDEVPURI VILLAGE SIHORA GOVIND BAHAR CHUNGI MORADABD. BOUNDED AS -EAST-PLOT OF MITLESH, WEST-PLOT OF VIJENDRA SAINI, NORTH-RASTA 6FT WIDE, SOUTH-ARAZI OTHER PERSON, KHET	Rs. 10,18,308.00 + Int. & Other Charge	02-12-2024 04-03-2025

Date : 04.03.2025

PLACE : Moradabad

Authorized Officer, Canara Bank

ZEL JEWELLERS LIMITED

CIN : L74899DL1994PLC058832

Registered Office: E-5, South Extension, Part II, New Delhi-110049

PHONES: (91)-11- 26252416,

EMAIL : zeljewellers@yahoo.co.in Web : http://www.rkjewellers.in

NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting ("EGM") of the members of ZELJEWELLERS LIMITED will be held on Thursday, March 27, 2025 at 3:00 p.m.at the Registered Office of the Company at E-5, South Extension, Part-II, New Delhi-110049 to transact the businesses as set out in the Notice convening the EGM, in compliance with applicable provisions of the Companies Act, 2013 ("Act") and rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with all the applicable circulars issued by Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") (MCA Circulars and SEBI Circulars collectively referred as "Circulars")

In compliance with the Circulars, EGM Notice, has been sent only by email to all those members, whose email IDs are registered with the Depository Participants or the Company or Company's Registrar and Share Transfer Agent, Beetal Financial & Computer Services Pvt. Ltd. The emailing of EGM Notice to all the members has been completed. The soft copy of the EGM Notice is also made available on the Company's website at www.rkjewellers.in, website of Metropolitan Stock Exchange of India Limited at www.msx.in.

The cut-off date for determining the eligibility to vote at the EGM shall be Thursday, March 20, 2025 ("Cut-off Date"). Shareholders of the Company, whose names appear in the register of members / list of beneficial owners as on Cut-off date, shall only be entitled to vote at the EGM, on all the resolutions set forth in the EGM Notice. A person who is not a shareholder as on the Cut-off date should treat this communication for informational purposes only. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

By Order of the Board of Directors For ZEL JEWELLERS LIMITED

Shilpy Chopra Company Secretary & Compliance Officer

Place : New Delhi Date : March 1, 2025

9. As per the shareholding pattern filed by the Target Company with the BSE Limited for the quarter ended December 31, 2024, the Target Company has disclosed that: (i) there are no partly paid-up Equity Shares; (ii) it has not issued any convertible securities; (iii) it has not issued any warrants; (iv) there are locked in Equity Shares of the Target Company; (v) No fully paid-up Equity Shares under global depository shares; and (vi) No shares held by promoters are pledge or otherwise encumbered.

10. As on the date of this DPS, there are no: (a) partly paid-up Equity Shares; and/or (b) outstanding convertible securities which are convertible into Equity Shares (such as depository receipts, fully convertible debentures or warrants), issued by the Target Company.

11. As on the date of this DPS, the Target company does not have any Subsidiary or associate Company nor does it have a Joint Venture with any entity.

12. BSE Limited has levied the following fines on the Target Company for various non-compliances with the provisions of the SEBI (LODR) Regulations, 2015:

Sr. No.	Quarter Ended	Regulation	Provision	Fine Amount	Paid on
1.	Jun-23	Regulation 6(1)	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer	36,580	29-02-2024
2.	Sep-24	Regulation 17(1)	Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint Women Director	1,29,800	Withdrawn on December 09, 2024 by the Exchange.

13. The brief financial information of the Target Company based on its audited financial statements as of and for the financial years ended March 31, 2024, March 31, 2023 & March 31, 2022 audited by the Independent Statutory Auditor of the Target Company; and for the Nine-months period ended December 31, 2024 (unaudited), is as set out below:

Particulars	Financial year ended on			9 Months period ended on December 31, 2024
	March 31, 2022	March 31, 2023	March 31, 2024	
Total Revenue	70,000	3,000	1,07,000	67,95,000
Profit/Loss after Tax	19,60,000	(26,58,000)	21,07,000	(54,46,000)
Earnings per share (EPS) (Basic & Diluted)	0.25	(0.31)	(0.25)	(0.39)
Net worth/Shareholders Funds	2,21,40,000	1,95,43,000	3,63,12,000	

14. The Present Board of Directors of Target Company are as follows:

S. No.	Name	Designation	DIN/PAN	Date of Appointment
1.	Jatinbhai Virendrabhai Shah	Managing Director	03513997	25/05/2022
2.	Shikha Agarwal	Director	08635830	25/05/2022
3.	Dixita Devang Pathak	Company Secretary	****7263P	16/12/2024
4.	Darshan Hareeshchandra Rana	CFD	****5284P	29/01/2025
5.	Pranav Manoj Vajani	Director	09213749	31/07/2024
6.	Meshwa Panchal	Director	10749902	04/09/2024
7.	Premaram Jaitaram Patel	Director	09324872	07/10/2024
8.	Ronak jaysukhlal Doshi	Director	08198816	25/06/2024
9.	Niraj Chandulal Pandya	Director	08289360	25/06/2024
10.	Simoli Kalpesh Raval	Director	10350999	25/06/2024
11.	Janak Jagjivan Shah	Director	10507644	25/06/2024
12.	Asahok Kumar Varshney	Director	10663427	25/06/2024
13.	Chirag Jitendrabhai Shah	Director	10505306	13/02/2024
14.	Bhaveshkumar Chhelshankar Joshi	Additional Director	10957319	25/02/2025
15.	Hetalben Narshihbhai Hadiya	Additional Director	10959909	25/02/2025

II. DETAILS OF OPEN OFFER

- The Acquirers along with PACs has made the Offer in accordance with the Regulation 3(1) and 4 of the Takeover Regulations vide the PA dated February 25, 2025 to all the public shareholders of the Target Company for the acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand three Hundred & Eighty only) fully paid up Equity Shares ("Open Offer Shares") of the face value of Rs. 10/- each representing 26.00% of the Fully Paid -up Equity Share Capital of the Target Company at the "Offer Price" of Rs. 10.00/- (Rupee Ten Only) per Equity Share payable in "Cash" and subject to the terms and conditions set out in the DPS and the Letter of Offer ("LOF").
- The Offer is being made to all the public Shareholders of the Target Company except the Acquirers, PACs, and any other person deemed to be acting in concert with them, pursuant to and in compliance with the provisions of regulation 7(6) of the SEBI (SAST) Regulations, 2011. The Equity Shares of the Target Company under the Offer will be acquired by Acquirers along with PACs as fully paid-up, free from any lien, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereto.
- The Offer is neither conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the Takeover Regulations nor it is a competing offer in terms of Regulation 20 of the Takeover Regulations. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of equity shares of the Target Company. Also, there is no differential pricing in this Offer as all the Equity Shares of the Target Company are fully paid-up.
- The Offer (assuming full acceptance to the Offer Size) will result in the minimum public shareholding (MPS) to fall below 25% of Equity & Voting Capital of the Target Company in terms of Regulation 38 of the Listing Regulations read with Rule 19A (1) of the Securities Contracts (Regulations) Rules, 1957 ("SCRR"). If the MPS falls below 25% of the Equity & Voting Capital, the Acquirers along with PACs will comply with the provisions of Regulation 7(4) of the Takeover Regulations to maintain the MPS in accordance with the SCRR and the Listing Regulations.
- The Offer is subject to the receipt of the Statutory and other approvals as mentioned in Section VI of this DPS. In terms of Regulation 23(1)(a) of the Takeover Regulations, if the statutory approvals are not received, the Offer will stand withdrawn.
- To the extent required and to optimize the value of all the shareholders, the Acquirers along with PACs may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time. The Acquirers along with PACs intend to seek a reconstitution of the Board of Directors of the Target Company after successful completion of the Offer. However, no firm decision has been made in this regard by the Acquirers along with PACs.
- Currently, the Acquirers along with PACs does not have any intention to dispose of or otherwise encumber any material assets or investments of the Target Company, by way of sale, lease, encumbrance, reconstruction, restructuring or otherwise for a period of 2 (Two) years from the closure of this Open Offer except: (a) in the ordinary course of business; and (b) on account of regulatory approvals or conditions or compliance with any law that is binding on or applicable to the operations of the Target Company. If the Acquirer intend to alienate any material asset of the Target Company, within a period of 2 years from completion of the Open Offer, the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
- The Manager to the Offer, AFCO Capital India Private Limited, does not hold any equity shares in the Target Company as on the date of DPS. The Manager to the Offer further declares and undertakes that they will not deal on their own account in the equity shares of the Target Company during the Offer Period.

III. BACKGROUND TO THE OFFER

- This offer is being made pursuant to the resolution passed by the Board of Directors of the Target Company during their meeting held on February 25, 2025, which approved the preferential issue of 3,68,65,000 equity shares of face value Rs. 10 each, at an issue price of Rs. 10 per share, on a preferential basis to certain public category investors. Of these, 11,75,00,000 equity shares will be allocated to Acquirer-1, in exchange for the conversion of an unsecured loan, and the remaining equity shares will be allotted for cash as follows: 2,50,00,000 equity shares to Acquirer-2, 1,18,00,000 equity shares to PAC-1, 1,00,00,000 equity shares to PAC-2, 80,00,000 equity shares to PAC-3, 1,00,00,000 equity shares to PAC-4, 80,00,000 equity shares to PAC-5, 1,00,00,000 equity shares to PAC-6, 1,00,00,000 equity shares to PAC-7, and 2,40,00,000 equity shares to PAC-8. PAC-9 is not included in the list of allottees for the Preferential Issue. This preferential allotment is being made in accordance with Section 62 of the Companies Act, 2013, and the provisions of SEBI (ICDR) Regulations, 2018, subject to obtaining the necessary statutory approvals.
- This Open Offer is a "Mandatory Offer" under the Regulation 3(1) and 4 of the Takeover Regulations being made by the Acquirers along with PACs for acquisition of 26.00% Emerging Voting Share Capital of the Target Company.
- After the completion of this open offer and pursuant to preferential issue, the Acquirers along with PACs shall hold majority of equity shares by virtue of which they will be in a position to exercise control over management and affairs of the Target Company and will form part of the Promoter and Promoter Group of the Target Company, subject to necessary compliance and in accordance with the SEBI (SAST) Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Acquirers along with PACs intend to control over the Target Company and make changes in the Board of Directors of the Target Company subsequent to the completion of this Open Offer in accordance hereto. However, no firm decision has been made in this regard by the Acquirers along with PACs.
- The prime objective of the Acquirers in undertaking the Proposed Transaction is to obtain substantial holding of Equity Shares and voting rights, along with acquiring control of the Target Company. The Acquirers aim to position the Target Company for future growth and value creation for its stakeholders. The Acquirers reserve the right to modify the Present business Structure in a manner seeing the broader interests of the Shareholders. Any change in the structure that may be carried out, will be in accordance with the applicable laws.

IV. SHAREHOLDING AND ACQUISITION DETAILS

The present and proposed shareholding of the Acquirers and PACs in the Target Company and the details of their acquisition are as follows:

Name of Acquirers and PACs	Share-holding as on PA date	Shares agreed to be acquired under Proposed Preferential Issue		Shares acquired between PA date and DPS date	Shares to be acquired in the open offer (Assuming full acceptances)	Post offer shareholding (assuming full acceptance) (On Diluted basis, as on th 10 working day after closing of tendering period)	
		Number	%*			Number	%*
(Acquirer 1*) Morabia Enterprise Private Limited	12,50,000	1,17,50,000	23.33	Nil			
(Acquirer 2*) Mahendra Harjivan Morabia	Nil	25,00,000	4.96		1,30,94,380	2,85,94,380	56.78

(PAC 1*) Morabia Induben Mahendra	32,986	11,80,000	2.34	Nil	12,12,986	2.41
(PAC 2*) Morabia Smit Mahendra	5,002	10,00,000	1.99		10,05,002	2
(PAC 3*) Paragi Smit Morabia	5,300	8,00,000	1.59		8,05,300	1.6
(PAC 4*) Morabia Nirmal Mahendra	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 5*) Surbhi Nirmal Morabia	Nil	8,00,000	1.59		8,00,000	1.59
(PAC 6*) Keyur Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 7*) Keval Mahendrabhai Morabia	Nil	10,00,000	1.99		10,00,000	1.99
(PAC 8*) VR Leading Edge Consultancy LLP	Nil	24,00,000	4.77		24,00,000	4.77
(PAC 9*) Morabia Creations Private Limited	6,00,000	Nil	Nil		6,00,000	1.19

*Computed as a percentage of Emerging Equity Share Capital.

V. OFFER PRICE

- The Equity Shares of the Target Company are listed on BSE Limited, Mumbai (BSE). The shares are placed under Group "XT+1" having a Scrip Code of "50515" & Scrip Id: "SHYMINV" on the BSE.
- The equity shares of the Target Company are frequently traded within the meaning of explanation provided in Regulation 2(i) of the SEBI (SAST) Regulations on BSE. The annualized trading turnover of the equity shares of the Target Company on BSE during Twelve calendar months prior to the month of PA date (February, 2024 to January, 2025) is as given below:

Name of the Stock Exchange	Total number of equity shares traded during the preceding 12 months prior to the month of PA	Total Number Equity Shares listed	Annualized Trading Turnover (as % of total Listed Equity Shares)
BSE Ltd	50,14,603	1,34,98,000	37.15

(Source: www.bseindia.com)

- The Offer Price of Rs. 10/- (Rupees Ten Only) per fully paid-up Equity Share is justified per provision of Regulation 8(1) read with Regulation 8(2) of the SEBI (SAST) Regulations, taking into account the following parameters:

Sr. No.	Particular	Price (per equity share)
A.	The highest negotiated price per share of the Target Company for a acquisition (Price to be payable in proposed Preferential Issue by Acquirers along with PACs)	Rs. 10
B.	The volume-weighted average price paid or payable for acquisitions by the Acquirers along with PACs during the fifty-two weeks immediately preceding the date of the PA.	Not applicable
C.	The highest price paid or payable for any acquisition by the Acquirers along with PACs during the twenty-six weeks immediately preceding the date of the PA.	Not applicable
D.	The volume-weighted average market price of Equity Shares for a period of sixty (60) trading days immediately preceding the date of the PA as traded on BSE, being Stock Exchange where the Equity Shares of the Target are Listed.	Rs. 9.47
E.	Since the Equity Shares are not frequently traded, the price determined by the Acquirers along with PACs and the Manager to the Open Offer taking into account valuation parameters including book value, comparable trading multiples and such other parameters as are customary for valuation of shares of such companies.	Not Applicable
F.	The per equity share value computed under Regulation 8(5) of the SEBI (SAST) Regulations, 2011, if applicable.	Not Applicable

- The Offer Price is higher than the highest of the amounts specified in table, in point 4 above. Therefore, in terms of Regulation 8(2) of the SEBI (SAST) Regulations, 2011, the Offer Price is justified.
- In view of the above parameters considered and in the opinion of the Acquirers along with PACs and Manager to the Offer, the Offer Price of Rs. 10 (Rupees Ten only) per equity share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.
- Since the date of the PA and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations, 2011. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc., where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.
- In the event of any acquisition of Equity Shares by the Acquirers and PACs during the Offer period, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. However, the Acquirers along with PACs shall not acquire any Equity Shares after the 3rd Working Day prior to the commencement of the tendering period of this Offer and until the expiry of the tendering period of this Offer.
- As on the date of this DPS, there is no revision in the Offer Price or size of the Open Offer. An upward revision to the Offer Price or to size of the Open Offer, if any, on account of corporate offers or otherwise, may also be done at any time prior to the commencement of the last 1 Working Day before the commencement of the Tendering Period of this Open Offer in accordance Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. Such revision would be done in compliance with other formalities prescribed under the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall: (i) make corresponding increase to the escrow amount; (ii) make an announcement in the same newspapers in which this DPS has been published; and (iii) simultaneously notify the BSE, CSE, NSE, the SEBI and the Target Company at its registered office of such revision.
- If the Acquirers or PACs acquire Equity Shares during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, then the Acquirers and PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Open Offer within 60 (Sixty) days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another open offer under the SEBI (SAST) Regulations, or pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, or open market purchases made in the ordinary course on the stock exchanges, not being negotiated acquisition of shares of the Target Company in any form.

VI. FINANCIAL ARRANGEMENTS

- Assuming full acceptance under the offer, the maximum consideration payable by the Acquirers along with PACs under the offer would be Rs. 13.09,43,800/- (Rupees Thirteen Crores Nine Lakhs Forty Three Thousand Eight Hundred Only) ("maximum consideration") i.e. consideration payable for acquisition of up to 1,30,94,380 (One Crore Thirty Lakhs Ninety Four Thousand Three Hundred Eighty only) equity shares of the target Company at offer price of Rs. 10.00/- (Rupees Ten Only) per Equity Share.
- In terms of Regulation 25(1) of the SEBI (SAST) Regulations, the Acquirers and PACs have adequate financial resources and have made firm financial arrangements for the implementation of the Offer in full out of their own sources: Net-worth and no borrowings from any Bank and/or Financial Institutions. CA Keyur Bhansari (Membership No.: 165174), Partner at M/s. Amit Dharamsi & Associates having its office at 121, Manali Tower, plot No. 110, Sector 8, Gandhidham, 372021, Gujarat, Tel. no. +91 9429007485, vide certificate dated 25/02/2025 has certified that sufficient resources are available with the Acquirers and PACs for fulfilling their offer obligations in full. The sources of funds for the Acquirers and the PACs are from their cash and cash equivalents (including liquid assets) and illiquid assets.
- The Acquirers along with PACs, the Manager to the Offer and IDBI Bank Limited, have entered into an escrow agreement purpose of the Offer (the "Escrow Agreement") and opened an Escrow Account under the name and style of SHYAMKAMAL INVESTMENTS LTD - OPEN OFFER ESCROW ACCOUNT" in accordance with regulation 17 of the SEBI (SAST) Regulations, 2011.
- Pursuant to the Escrow Agreement, the Acquirers on February 28, 2025 have deposited cash of an amount of Rs. 3,50,00,000 (Rupees Three Crores Fifty Lakhs only) in an escrow account opened with Axis Bank Limited, which is in excess of 25% of the Offer Consideration.
- The Acquirers along with PACs has duly empowered AFCO Capital India Private Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
- The Acquirer and the PAC have confirmed that they have, and they will continue to have, and maintain sufficient means and firm arrangements to enable compliance with payment obligations under the Open Offer.
- In case of upward revision of the Offer Price and/or the Offer Size, the Acquirer along with PACs would deposit appropriate additional amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, prior to effecting such revision.
- Based on the aforesaid financial arrangements and on the confirmations received from the Escrow Banker and the Chartered Accountant, the Manager is satisfied with the ability of the Acquirer and PACs to fulfill their obligations in respect of this Offer in accordance with the provisions of SEBI (SAST) Regulations.

VII. STATUTORY AND OTHER APPROVALS

- To the best of knowledge and belief of the Acquirers and PACs, as of the date of this DPS, except approval of BSE Limited under Regulation 28 of SEBI (LODR) Regulations, 2015 in respect of Proposed Preferential Issue and the prior approval of Reserve Bank of India ("RBI"), there are no other statutory approvals required for this Offer. However, if any statutory approval becomes applicable before the completion of this Offer, this Offer would be subject to the receipt of such other statutory approvals that may become applicable at a later date.
- As on the date of this DPS, to the best of the knowledge of the Acquirers and PACs, there are no statutory or other approvals required to complete the Open Offer. If any other 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.
- In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event that the approvals specified in this DPS or those which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and PACs, then the Acquirers and PACs shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers and PACs (through the Manager) shall, within 2 Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.
- If Public Shareholders who are not persons resident in India (including NRIs, DCRs and FIs / FPIs had required any approvals (including from the Reserve Bank of India ("RBI"), or any other regulatory body)) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for acquiring / holding the Equity Shares, in order to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. Such shareholders shall also seek appropriate

approvals from the RBI or any other regulatory body, if required to tender their Equity Shares in the Open Offer. In the event such approvals are not submitted, the Acquirers along with PACs reserve their right to reject such Equity Shares tendered in this Open Offer.

- Subject to the receipt of the statutory and other approvals, if any, the Acquirers and PACs shall complete payment of consideration within 10 Working Days from the closure of the Tendering Period to those Public Shareholders whose documents are found valid and in order and are approved for acquisition by the Acquirer.
- In case of delay in receipt of any statutory approval(s) becoming applicable prior to completion of the Offer, SEBI has the power to grant an extension of time to the Acquirers and PACs for payment of consideration to the Public Shareholders of the Target Company who have accepted the Offer within such period, subject to the Acquirers and PACs agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if a delay occurs on account of willful default by the Acquirers and PACs in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011, will also become applicable and the amount lying in the escrow account shall become liable to forfeiture.
- Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers and PACs shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer

VIII. TENTATIVE SCHEDULE OF ACTIVITIES

Intensive Activity Schedule	Day and Date*
Issue Date of the Public Announcement	Tuesday, February 25, 2025
Publication date of the Detailed Public Statement in the Newspapers	Wednesday, March 05, 2025
Last date for filing the Draft Letter of Offer with SEBI	Wednesday, March 12, 2025
Last date for Competing Offer(s)	Thursday, March 27, 2025
Last date for receipt of comments from SEBI on the Draft Letter of Offer	Friday, April 04, 2025
Identified Date*	Tuesday, April 08, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, April 17, 2025
Last date for publication of the recommendations of the committee of the independent directors of the Target Company to the Public Shareholders for this Offer in the Newspapers	Wednesday, April 23, 2025
Last date for upward revision of the Offer Price and/or the Offer Size	Thursday, April 24, 2025
Last date of publication of opening of Offer public announcement in the Newspapers	Thursday, April 24, 2025
Date of commencement of Tendering Period	Friday, April 25, 2025
Date of closing of Tendering Period	Tuesday, May 13, 2025
Last date for publication of post-Offer public announcement in the newspapers in which this DPS has been published	Tuesday, May 20, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI	Tuesday, June 3, 2025

* The above timelines are indicative, prepared on the basis of timelines provided under the SEBI (SAST) Regulations are subject to receipt of statutory/ regulatory approvals and may have to be revised accordingly. Shareholders are requested to refer to the letter of offer for the revised timeline, if any.

Identified Date is only for the purpose of determining the Public Shareholders of the Target Company as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the shareholders holding Equity Shares of the Target Company (registered or unregistered) (except the Acquirers, PACs, and any person deemed to be acting in concert with them) are eligible to participate in this Offer any time before the closure of this Offer.

IX. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER (LOF)

- All the Public Shareholders (except the Acquirers, PACs, and any person deemed to be acting in concert with them) of the Target Company, whether holding the Equity Shares in physical form or dematerialized form are eligible to participate in this Offer at any time during the Tendering Period of this Offer.
- Person who has acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer.
- Accidental omission to dispatch the Letter of Offer to any person to whom the Open Offer is made, or non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Open Offer in any way.
- The Letter of Offer shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories / the Company and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.
- The Public Shareholders who tender their Equity Shares in the Open Offer shall ensure that the Equity Shares are fully paid-up, and are free from all liens, charges and encumbrances. The Acquirers along with PACs shall acquire the Offer Shares that are validly tendered and accepted in the Open Offer, together with all rights attached hitherto, including the rights to dividends, bonuses and rights offers declared thereof in accordance with the applicable law, and the terms set out in the PA, this DPS and the Letter of Offer.
- The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer (detailed at Part XIV (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP Identity-client identity, current address and contact details.
- In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirer along with PACs shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate