

AM/NS INDIA

ArcelorMittal Nippon Steel India

Corporate Identification Number: U27100GJ1976FLC013787

Registered Office: AMNS House, AMNS Township, 27th km, Surat Hazira Road,
Hazira, Surat - 394270, Gujarat, India
E-mail: cs.amnsil@amns.in

FORM NO. CAA 2

[Pursuant to Section 230 (3) of the Companies Act, 2013 and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016] BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD BENCH, AT AHMEDABAD COMPANY APPLICATION (CAA) NO. 1 OF 2024

In the matter of the Companies Act, 2013;
AND

In the matter of Sections 230 to 232 read with, Section 66 of the Companies Act, 2013 and Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and other applicable provisions of the Companies Act, 2013;
AND

In the matter of Scheme of Amalgamation and Arrangement amongst AMNS Gandhidham Limited, ArcelorMittal Nippon Steel India Limited and their respective shareholders

ArcelorMittal Nippon Steel India Limited
(CIN: U27100GJ1976FLC013787)

A company registered under the Companies Act, 1956

Having its registered office at:

AMNS House, AMNS Township, 27th km,
Surat Hazira Road,
Hazira, Surat - 394270, Gujarat, India;

...Applicant Company / Amalgamated Company / Transferee Company

ADVERTISEMENT OF NOTICE OF THE MEETING OF SHAREHOLDERS AND THE MEETING OF UNSECURED CREDITORS OF ARCELORMITTAL NIPPON STEEL INDIA LIMITED

NOTICE is hereby given that by an order dated January 25, 2024 ("Order"), the Hon'ble National Company Law Tribunal, Ahmedabad Bench (the "Tribunal" or "NCLT") has directed to convene separate meetings of the shareholders and unsecured creditors of ArcelorMittal Nippon Steel India Limited to be held, for the purpose of considering, and if thought fit, approving with or without modifications, the Scheme of Amalgamation and Arrangement ("Scheme") of AMNS Gandhidham Limited ("Amalgamated Company"/"Transferor Company"), ArcelorMittal Nippon Steel India Limited ("Amalgamated Company"/"Transferee Company") and their respective shareholders under Sections 230-232 read with Section 66 and other applicable provisions of the Companies Act, 2013 (the "Act").

In pursuance of the aforesaid Order and as directed therein, in compliance with the applicable provisions of the Act and circulars issued thereunder, as amended from time to time, notice is hereby given that separate meetings of shareholders and unsecured creditors of the Transferee Company will be held through video conferencing/other audio-visual means ("VC/OAVM") following the operating procedures (with relevant modifications as may be required) referred to in Circular No. 17/2020 dated April 13, 2020; Circular No. 20/2020 dated May 5, 2020; Circular No. 22/2020 dated June 15, 2020; Circular No. 33/2020 dated September 28, 2020; Circular No. 39/2020 dated December 31, 2020; Circular No. 14/2020 dated April 8, 2020; General Circular No. 02/2022 dated May 5, 2022; General Circular No. 70/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India (SS-2), as per the schedule mentioned below, at which day, date and time the said shareholders and unsecured creditors of the Transferee Company are requested to attend:

Sr. No.	Class of Meeting	Time (IST)	Date of Meeting
1.	Shareholders	1:00 P.M.	Wednesday, March 27, 2024
2.	Unsecured Creditors	3:00 P.M.	Wednesday, March 27, 2024

The Transferee Company has provided facility of voting by remote electronic voting ("Remote e-voting") and e-voting during the aforesaid meetings through VC/OAVM. The Transferee Company has appointed Central Depository Services (India) Limited ("CDSL") to provide facility for Remote e-voting and e-voting during the meetings, so as to enable the shareholders and unsecured creditors to consider and approve the Scheme by way of the resolution included in the notice, as well as to enable the shareholders and unsecured creditors to attend and participate in the meetings through VC/OAVM. The detailed instructions for joining the meetings through VC/OAVM, manner of casting vote through Remote e-voting prior to the meetings or through e-voting during the meetings, are given in the notes to the notices of the meetings. The deemed venue for the meetings shall be the registered office of the Transferee Company.

The notice, together with the documents accompanying the same, of the aforesaid meetings has been sent as per the details in the records of Transferee Company as mentioned below:

- To the shareholders, whose names appears in the records of the Transferee Company as on October 5, 2023 through e-mail on February 21, 2024.
- To the unsecured creditors, whose name appears in the records of the Transferee Company as on October 5, 2023 through e-mail on February 21, 2024.

In accordance with Sections 230-232 read with Section 102 and other applicable provisions of the Act and Rule 6 and 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, notice of the meetings and copy of the Scheme along with the Explanatory Statement can also be accessed/downloaded from the website of AMNSI at www.amns.in and of CDSL at www.evotingindia.com. Further, these documents can also be obtained by the concerned persons free of charge on all days except Saturday, Sunday and public holidays, from the registered office of the Transferee Company between 11:00 A.M. and 1:00 P.M., up to the date of the meetings.

The cut-off date for e-voting (including Remote e-voting) and time period for the Remote e-voting of the aforesaid meetings is as under:

Particulars	Shareholders' meeting	Unsecured creditors' meeting
Cut-off date	October 5, 2023	October 5, 2023
Remote e-voting start date and time.	Sunday, March 24, 2024 at 9 A.M.	Sunday, March 24, 2024 at 9 A.M.
Remote e-voting end date and time.	Tuesday, March 26, 2024 at 5 P.M.	Tuesday, March 26, 2024 at 5 P.M.

The facility for casting vote by remote e-voting would be disabled after the end time, as mentioned above, for the meetings. If the required quorum for the respective meetings is not present within half an hour from the time appointed for holding the meetings, the respective meetings shall stand adjourned to the same day of next week.

Shareholders/unsecured creditors who opt for Remote e-voting will only be entitled to attend and participate in the meetings but will not be entitled to vote again during the meetings.

Shareholders/unsecured creditors who have not registered their e-mail address for purposes of e-voting, then such shareholder/unsecured creditor is requested to contact the Transferee Company for registration of the same on or before 2:00 p.m. on March 11, 2024 by sending an e-mail to Mr. Pankaj S. Chourasia at cs.amnsil@amns.in. Post successful registration of e-mail, the soft copy of the notice and the login credentials for attending the Meeting as well as for remote e-voting and e-voting during the Meeting would be sent at such registered e-mail address of the concerned Shareholder/unsecured creditor.

Only the shareholders whose names appear in the records of the Transferee Company as on October 5, 2023 shall only be entitled to avail the facility of e-voting and attend the meeting of the shareholders. The voting rights of shareholders shall be in proportion to their holding in the paid-up share capital of the Transferee Company as on October 5, 2023.

Only the unsecured creditors, whose names appear in the record of the Transferee Company as on October 5, 2023, shall only be entitled to avail the facility of e-voting and attend the meeting of the unsecured creditors. The voting rights of unsecured creditors shall be in proportion to the outstanding value/ amount due to the unsecured creditors of the Transferee Company as on October 5, 2023.

A person/entity who is not a shareholder/unsecured creditor as on October 5, 2023, should treat this notice for information purposes only and shall not be entitled to vote and/or participate in the meeting.

Since the meetings will be held through VC/OAVM, the facility for appointment of proxies will not be available for the meetings. However, a body corporate which is a shareholder or unsecured creditor is entitled to appoint an authorized representative for the purpose of voting through Remote e-voting, for participation in the meetings and such body corporates are required to send duly scanned certified copy (pdf file) of the relevant board resolution, along with authority letter (if required) to the Scrutinizer at kkhadaria@gmail.com from their registered e-mail address with a copy marked to the Transferee Company at its e-mail address viz. cs.amnsil@amns.in, no later than 48 hours before the scheduled time of the meetings.

The Hon'ble Tribunal has appointed Dr. Deepti Mukesh, Advocate as the Chairperson of the meetings, including for any adjournment(s) thereof. Further, the Hon'ble Tribunal has appointed Ms. Komal Khadaria, Practicing Company Secretary to be the Scrutinizer for the meetings, including for any adjournment(s) thereof. The Scheme, if approved by the meetings, will be subject to the subsequent approval of the Hon'ble Tribunal.

The results of the meetings shall be announced by the Chairperson of the meetings, within 15 days from the conclusion of the meetings upon receipt of Scrutinizer's report and the same shall be displayed on the Transferee Company's website www.amns.in and on CDSL's website www.evotingindia.com.

If you have any queries or issues regarding attending the meetings through, and e-voting through the CDSL e-voting system, you can write an email to helpdesk.evoting@cDSLindia.com or contact the toll free number at 1800 22 55 33.

Sd/-
Pankaj S. Chourasia
Company Secretary,
ArcelorMittal Nippon Steel India Limited

Date: February 22, 2024
Place: Mumbai



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FUTURES**

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THAAI CASTING LIMITED

Our Company was originally formed as a Partnership Firm under the Partnership Act, 1932 having Firm Registration Number FR/Chennai South/1102/2010 in the name and style of "Thaai Casting" pursuant to Deed of Partnership dated June 02, 2010. Subsequently our firm was converted from Partnership firm into a public limited company as per the provision of Part I Chapter XXI of the Companies Act, 2013 with the name and style of "Thaai Casting Limited" and received a Certificate of Incorporation from the Registrar of Companies, Tamil Nadu and Andaman situated at Chennai dated June 12, 2023. For details relating to change in the Registered Office of our Company, please refer to "History and Certain Corporate Matters" on page 155 of this Prospectus.

Registered Office: No. A-20 SIPCOT Industrial Park, 7th Cross Street, Pillaipakkam, Tiruvallur, Tamil Nadu, India, 602105;
Telephone: +91 79046 50127; Email: cs@thaicaasting.com; Website: https://www.thaicaasting.com;
Contact Person: Mr. Rajesh Kumar Samal, Company Secretary & Compliance Officer;
Corporate Identification Number: U24105TN2023PLC161105

OUR PROMOTERS: SRIRAMULU ANANDAN, ANANDAN SHEVAANI & CHINRAJ VENKATESAN

THE ISSUE

PUBLIC ISSUE OF 61,29,600 EQUITY SHARES OF FACE VALUE ₹ 10 EACH ("EQUITY SHARES") OF THAAI CASTING LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 77 PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ 67 PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING ₹ 4719.79 LAKHS (THE "ISSUE"). 3,47,200 EQUITY SHARES AGGREGATING TO ₹ 267.34 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 57,82,400 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT AN ISSUE PRICE OF ₹ 77 PER EQUITY SHARE AGGREGATING TO ₹ 4452.44 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.50% AND 25.00% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 218 OF THE PROSPECTUS.

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 10/- AND ISSUE PRICE IS ₹ 77/-.

THE ISSUE PRICE IS 7.7 TIMES OF THE FACE VALUE OF THE EQUITY SHARE

ANCHOR INVESTOR ISSUE PRICE: ₹ 77 PER EQUITY SHARE THE ISSUE PRICE IS 7.7 TIMES OF THE FACE VALUE

RISKS TO INVESTORS

- We are heavily dependent on the performance of the automotive sector in India, particularly the market for four-wheelers in India. Any adverse changes in the conditions affecting these markets can adversely impact our business, results of operations and financial condition.
- The Merchant Banker associated with the Issue has handled 20 public issues in the past two years out of which no issues closed below the Issue Price on Listing date
- Average cost of acquisition of Equity Shares held by the Promoter Sriramulu Anandan, Anandan Shevaani & Chinraj Venkatesan is Rs. 11.97, Rs. 10.00 and Rs. 10.00 per Equity Share and the Issue Price at the upper end of the Price Band is Rs. 77 per Equity Share.
- The Price/Earnings ratio based on Diluted EPS for year ended March 2023 for the company at the upper end of the Price Band is 26.01%.
- Weighted Average Return on Net worth for Fiscals 2023, 2022 and, 2021 is 27.09%

BID / ISSUE PERIOD ANCHOR INVESTOR BIDDING DATE WAS: WEDNESDAY, FEBRUARY 14, 2024
BID / ISSUE OPENED ON: THURSDAY, FEBRUARY 15, 2024
BID / ISSUE CLOSED ON: TUESDAY, FEBRUARY 20, 2024

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs"), the "QIB Portion", provided that our Company may, in consultation with the Book Running Lead Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amount will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 229 of Prospectus.

The bidding for Anchor Investors opened and closed on February 14, 2024. The Company received 2 Anchor Investor Application Forms from 2 Anchor Investors (including Nil mutual funds through Nil Mutual Fund schemes) for 17,34,400 Equity Shares. The Anchor Investor Allocation price was finalized at Rs. 77/- per Equity Share. A total of 17,34,400 Equity Shares were allotted under the Anchor Investor portion aggregating to Rs. 1335.48 Lakhs.

The Issue (excluding Anchor Investors Portion) received 4,92,230 Applications for 1,52,37,66,400 Equity Shares (before technical rejections) resulting in 268.80 times subscription (including reserved portion of market maker). The details of the Applications received in the Issue from various categories are as under (before technical rejections):

Detail of the Applications Received:

S. No.	Category	No. of Applications	No. of Equity Shares applied	Equity Shares Reserved as per Prospectus	No. of Shares Subscribed	Amount (in Rs.)
1.	Retail-Individual Investors	452035	723256000	2024000	357.34	55690712000
2.	Non-Institutional Investors	40115	635910400	868800	733.29	48965100800
3.	Market Maker	2	347200	347200	1	26734400
4.	Qualified Institutional Buyers (Excluding Anchor Investors)	78	164252800	1155200	141.99	12647465600
5.	Anchor Investors	2	17,34,400	17,34,400	1	13,35,48,800
	Total	4,92,232	1525500800	6129600	248.87	117457041600

Final Demand

A summary of the final demand as per NSE as on the Bid / Issue Closing Date at different Bid prices is as

SR. NO.	BID PRICE	BID QUANTITY	TOTAL NUMBER OF SHARES	TOTAL PRICE
1	73	566	1105600	80708800.00
2	74	100	241600	17878400.00
3	75	486	1086400	81480000.00
4	76	329	728000	55328000.00
	Cut off Price	309312	1235769600	95154259200.00

The Basis of Allotment was finalised in consultation with the Designated Stock Exchange, being National Stock Exchange of India Limited on February 21, 2024.

1) Allotment to Retail Individual Investors (After Technical Rejections)

The Basis of Allotment to the Retail Individual Investors, who have Bid at cut-off Price or at or above the Issue Price of Rs. 77/- per Equity Share, was finalized in consultation with National Stock Exchange of India Limited. The category has been subscribed to the extent of 346.84 times. The total number of Equity Shares Allotted in this category is 2024000 Equity Shares to 1280 successful applicants. The details of the Basis of Allotment of the said category is as under:

No. of Shares Applied for (Category Wise)	No. of application received	% of Total	Total No. of shares applied	% of Total	No. of Equity Shares Allotted per Applicant	Ratio	Total No. of Shares Allotted
Retail Individual Investor	438757	100	70201200	100	1600	1265:438757	2024000

2) Allotment to Non-Institutional Investors (After Technical Rejections)

The Basis of Allotment to the Non-Institutional Investors, who have Bid at cut-off Price or at or above the Issue Price of Rs. 77/- per Equity Share, was finalized in consultation with National Stock Exchange of India Limited. The category has been subscribed to the extent of 728.77 times. The total number of Equity Shares Allotted in this category is 868800 Equity Shares to 499 successful applicants. The details of the Basis of Allotment of the said category is as under (Sample Basis):

No. of Shares Applied for (Category wise)	No. of Application Received	% of Total	Total No. of Shares Applied in each Category	% to Total	Total No. of Shares Allotted	Ratio
3200	21224	53.87	67916800	10.74	92800	58 21224
4800	2746	6.97	13180800	2.08	17600	11 2746
6400	2804	7.11	17945600	2.83	24000	15 2804
8000	1319	3.34	10552000	1.66	14400	9 1319
9600	725	1.84	6960000	1.1	9600	6 725
11200	845	2.14	9464000	1.49	12800	8 845
12800	1800	4.56	23040000	3.64	32000	1 90
14400	2611	6.62	37598400	5.94	51200	32 2611
16000	1355	3.43	21680000	3.43	30400	19 1355
17600	277	0.7	4875200	0.77	6400	4 277

3) Allotment to QIBs excluding Anchor Investors (After Technical Rejections)

Allotment to QIBs, who have bid at the Issue Price of Rs. 77/- per Equity Share or above, has been done on a proportionate basis in consultation with National Stock Exchange of India Limited. This category has been subscribed to the extent of 141.99 times of QIB portion. The total number of Equity Shares allotted in the QIB category is 1155200 Equity Shares, which were allotted to 77 successful Applicants.

Category	FI's/Banks/AIF/ FII's/FPIs/ NBFC'S	TOTAL
QIB	1155200	1155200

4) Allotment to Anchor Investors (After Technical Rejections)

The Company in consultation with the BRLM has allocated 1734400 Equity Shares to 4 Anchor Investors at the Anchor Investor ISSUE PRICE OF Rs. 77/- per Equity Shares in accordance with the SEBI ICDR Regulations. This represents 60% of the QIB Category.

Category	FI's/BANKS	MF'S	IC	AIF	FII's/FPIs	NBFC'S	TOTAL
Anchor	-	-	-	-	1734400	-	1734400

The Board of Directors of our Company at its meeting held on February 21, 2024 has taken on record the basis of allotment of Equity Shares approved by the Designated Stock Exchange, being National Stock Exchange of India Limited and has allotted the Equity Shares to various successful applicants. The Allotment Advice Cum Refund Intimation will be dispatched to the address of the investors as registered with the depositories. Further, instructions to the SCSBs have been dispatched/ mailed for unblocking of funds and transfer to the Public Issue Account on or before February 22, 2024 and payment to non-Syndicate brokers have been issued on February 22, 2024. In case the same is not received within ten days, investors may contact the Registrar to the Issue at the address given below. The Equity Shares allotted to the successful allottees shall be uploaded on or before February 21, 2024 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company is in the process of obtaining the listing and trading approval from National Stock Exchange of India Limited and the trading of the Equity Shares is expected to commence on February 23, 2024.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus dated February 20, 2024 filed with the Registrar of Companies, Tamil Nadu & Andaman ("RoC").

INVESTORS, PLEASE NOTE

The details of the allotment made has been hosted on the website of the Registrar to the Issue, Purva Share Registry (India) Private Limited at website: www.purvashare.com. All future correspondence in this regard may kindly be addressed to the Registrar to the Issue quoting full name of the First/ Sole Bidder Serial number of the ASBA form, number of Equity Shares bid for, Bidder DP ID, Client ID, PAN, date of submission of the Bid cum Application Form, address of the Bidder, the name and address of the Designated Intermediary where the Bid cum Application Form was submitted by the Bidder and copy of the Acknowledgment Slip received from the Designated Intermediary and payment details at the address given below:

PURVA SHARE REGISTRY (INDIA) PRIVATE LIMITED
9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East) Mumbai 400011, Maharashtra, India.
Telephone: +91 022 4961 4132; Fax No: +91 022 2301 2517; E-mail: newissue@purvashare.com; Website: www.purvashare.com
Investor Grievance ID: newissue@purvashare.com
Contact Person: Ms. Deepali Dhuri
SEBI Registration: INR00000112

On behalf of Board of Directors
For THAAI CASTING LIMITED

Place: Tiruvallur, Tamil Nadu
Date: February 21, 2024

Mr. Rajesh Kumar Samal
Company Secretary & Compliance Officer

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF THAAI CASTING LIMITED.

Disclaimer: Thaai Casting Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Prospectus with the Registrar of Companies, Chennai on February 07, 2023 and thereafter with SEBI and the Stock Exchange. The Prospectus is available on the website of NSE Emerge at https://www1.nseindia.com/emerge/index_sme.htm and is available on the websites of the BRLM at www.gyrcapitaladvisors.com Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the Prospectus including the section titled "Risk Factors" beginning on page 31 of the Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being offered and sold outside the United States in "offshore transactions" in reliance on Regulation under the Securities Act and the applicable laws of each jurisdiction where such offers and sales are made. There will be no public offering in the United States.