

HC warns SpiceJet of contempt

FE BUREAU
New Delhi, July 2

A DIVISION BENCH of the Delhi High Court on Tuesday warned SpiceJet of contempt action if the airline doesn't return three engines to its lessor TWC Aviation by July 8.

The order was passed on an application filed by SpiceJet seeking an extension of time till July 8 to return the engines to the lessor, as the carrier could not find alternatives. The airline was earlier directed by the court to return them by June 16.

Senior advocate Amit Sibal, representing the airline, told the court that these three engines were fitted to aircraft currently in operation they would have to ground the aircraft if the engines are to be returned immediately.

"These aircraft are carrying 1,000 passengers a day. It will put them to great difficulty if the flights are cancelled," he said. Sibal further told the court that SpiceJet would ground the aircraft and return the engines if the replacement did not arrive in time.

Senior advocate Dayan Krishnan, who appeared for the lessor, argued that the airline owes over ₹120 crore to TWC Aviation and cannot continue to monetise the engines without settling part of their dues. He urged the court to direct SpiceJet to pay a portion of the dues before proceeding to use the engines.

The court asked the lessor to move an appropriate applica-



CASE FILE

Delhi HC has ordered SpiceJet to return three engines to its lessor TWC Aviation by July 8

Airline was earlier directed by the court to return them by June 16

Case will now come up for hearing on July 9

tion to this effect. The bench then issued a contempt notice to SpiceJet, clarifying that the notice would cease operating upon SpiceJet returning the engines. The case will now come up for hearing on July 9.

On May 27, the Delhi High Court had refused to stay an order from a single judge directing SpiceJet to return two aircraft and three engines to its lessor, TWC Aviation.

SpiceJet chose to withdraw the appeal and pursue the case before the single judge. However, the court granted the airline until June 16 to return the aircraft and engines, instead of the previously planned May 28.

A bench led by Justice Rajiv Shakder noted that it would be unfair to grant any relief when the airline owes the lessor over ₹120 crore.

Adi-Nadir Godrej family to buy 12.65% in Godrej Industries

VIVEAT SUSAN PINTO
Mumbai, July 2

MEMBERS OF THE Adi Godrej and Nadir Godrej families will acquire cousin Rishad Naoroji's stake in Godrej Industries as part of the family settlement announced two months ago, the firm stated in a stock exchange filing on Tuesday.

The transaction, to be executed in block deals at a weighted average price of ₹858.09 per share, will be valued at ₹3,653 crore. Based on Tuesday's closing price of ₹897.80 apiece on the BSE, the value of Naoroji's shareholding, part of RKN Enterprises, a promoter entity of Godrej Industries, is ₹3,829 crore. This implies a discount of about 5%

FAMILY PACT

Acquiring cousin Rishad Naoroji's stake in company in block deals valued at ₹3,653 crore

Total shareholding in Godrej Industries to increase to 43.83%



Adi Godrej's children Pirojsha Godrej, Tanya Dubash and Nisaba Godrej, to be acquirers of the stake

compared to Tuesday's closing price, BSE data shows.

Besides Nadir Godrej, Adi Godrej's children Pirojsha Godrej, Tanya Dubash and Nisaba Godrej will be the acquirers of the stake, the statement said. Their total shareholding in Godrej Industries, the holding

company of the Godrej Industries Group (GIG), will increase to 43.83% after the block deal from 31.18% currently.

Naoroji, 72, an environmentalist, holds shares in entities like Godrej Agrovet, Godrej Consumer and Godrej Properties, in addition to Godrej Industries,

valuing his shareholding at nearly ₹7,000 crore. These firms are part of the GIG faction created after the family settlement in May, led by the Adi and Nadir Godrej families. The Godrej Enterprises Group (GEG), led by Jamsheed Godrej and his sister Smita Crishna, will control Godrej & Boyce along with its affiliates and a substantial land bank located in Vikhroli, Mumbai.

Nadir Godrej is the chairperson of GIG and Pirojsha Godrej is the vice-chairperson. Jamsheed Godrej is the chairperson and MD of GEG and niece Nyrika Holkar is executive director. Pirojsha Godrej will take charge of GIG in 2026, and Holkar is likely to be elevated within GEG by then.

Prime Focus arm raises \$200 mn

FE BUREAU
Mumbai, July 2

LONDON-HEADQUARTERED DNEG Group, a subsidiary of the Indian visual effects and animation company Prime Focus, on Tuesday said United AI Sager Group (UASG) will make a strategic investment of \$200 million in the group, valuing it at \$2 billion.

"The investment by UASG will accelerate DNEG Group's strategy of innovation and diversification to evolve from a pure visual effects services provider to a sector-agnostic content production and AI-powered technology partner," the company said. The group will fully activate

its technology division, Brahma, which is developing a comprehensive AI-powered, photo-real CGI creator. Its intellectual property and content creation arm, Prime Focus Studios, will be enabled to expand its invest-

ment in and production of high-quality content, following its recent successful co-production of The Garfield Movie. Additionally, it plans to open a

new studio in Abu Dhabi.

"Our partnership with UASG, the launch of Brahma, and success of our content creation platform are all being fuelled by the power of our technology," said DNEG chairman and CEO Namit Malhotra.

AMBANI FAMILY HOSTS MASS WEDDING



Reliance Industries chairman Mukesh Ambani with wife Nita, son Akash, daughter-in-law Shloka, daughter Isha and son-in-law Anand Piralal at a mass wedding ceremony at the Reliance Corporate Park in Navi Mumbai on Tuesday. The Ambani family commenced the wedding celebrations of their son Anant with Radhika Merchant by organising the mass wedding for over 50 underprivileged couples from the Palghar area

Capgemini to invest ₹1,000 cr in Chennai unit

CAPGEMINI HAS ANNOUNCED the development of a new state-of-the-art facility in Chennai, committing approximately ₹1,000 crore over the next three years. This investment aims to empower local talent and reinforce the company's commitment to innovation, growth, and sustainability in the region, the company said in a statement.

Scheduled for completion in April 2027, the 5,000-seat facility is designed with environmentally friendly practices in mind. Spanning nearly 600,000 sq ft, the new facility is poised to attract top-tier talent from southern India.

—FE BUREAU

CIEL HR plans three acquisitions in FY25

K PANDIARAJAN, EXECUTIVE CHAIRMAN, CIEL HR GROUP

CIEL HR HAS ACHIEVED A SIGNIFICANT MILESTONE BY SURPASSING ₹1,000 CRORE REVENUE IN NINE YEARS OF ITS JOURNEY

NARAYANAN V
Chennai, July 2

CIEL HR, A recruitment and staffing solutions firm, is planning to acquire three companies in FY25 to fuel its inorganic growth ambitions and foray into newer markets.

"We have plans to acquire three companies in the areas of professional staffing, HR tech, and integrated facilities management (IFM). Of these, one company each will be in the West Asia, Southeast Asia, and India," said K Pandiarajan, executive chairman, CIEL HR Group.

While addressing a press conference on Tuesday, Pandiarajan announced that CIEL HR has recorded a revenue of ₹1,086 crore in FY24, marking a 36% year-on-year increase from a topline of ₹799 crore in FY23. "We are very happy to announce that CIEL HR has achieved a significant milestone by surpassing ₹1,000 crore revenue in just nine years of its journey. This accomplishment underscores our sustained growth trajectory driven by a strategic mix of organic expansion and strategic acquisitions," he added.

Prior to this, the company has acquired five companies for a total consideration of ₹50 crore. Pandiarajan said the company is looking to raise over ₹80 crore in a pre-IPO round to fund the planned acquisitions.

CIEL Group had earlier announced its intention to raise ₹500 crore via IPO by the third quarter of the current fiscal. Pandiarajan, however, did not comment on the IPO timeline, citing that the company is currently under a 'silent period'.

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INITIAL PUBLIC OFFER OF EQUITY SHARES ON THE MAIN BOARD OF THE STOCK EXCHANGES (DEFINED BELOW) IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS")

PUBLIC ANNOUNCEMENT

TRANSRAIL LIGHTING LIMITED

Our Company was originally incorporated as 'Transrail Lighting Limited' at Mumbai, Maharashtra as a public limited company under the Companies Act, 1956, pursuant to the certificate of incorporation dated February 18, 2008, issued by Registrar of Companies, Maharashtra at Mumbai ("RoC") and commenced operations pursuant to a certificate of commencement of business dated March 14, 2008. For further details of our Company, see "History and Certain Corporate Matters - Brief History of our Company" on page 204 of the draft red herring prospectus dated March 8, 2024, filed with Securities and Exchange Board of India on March 9, 2024 ("DRHP").

Registered Office: 501, A.B.C.E Fortune 2000, Block G, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra 400 051, India; Tel: +91 22 6197 9600; Website: www.transrail.in; Contact person: Gandhali Upadhye, Company Secretary and Compliance Officer; E-mail: cs@transrailighting.com; Corporate Identity Number: U31506MH2008PLC179012

THE PROMOTERS OF OUR COMPANY ARE AJANMA HOLDINGS PRIVATE LIMITED, DIGAMBAR CHUNNILAL BAGDE AND SANJAY KUMAR VERMA

NOTICE TO INVESTORS: ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS DATED MARCH 8, 2024 (THE "ADDENDUM")

INITIAL PUBLIC OFFERING OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("EQUITY SHARES") OF TRANSRAIL LIGHTING LIMITED (OUR "COMPANY" OR THE "COMPANY") FOR CASH AT A PRICE OF ₹[•] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹[•] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹[•] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹4,500.00 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE (THE "OFFER FOR SALE") OF UP TO 10,160,000 EQUITY SHARES AGGREGATING UP TO ₹[•] MILLION. BY AJANMA HOLDINGS PRIVATE LIMITED ("PROMOTER SELLING SHAREHOLDER") ("OFFERED SHARES"). THE OFFER SHALL CONSTITUTE [•]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Potential Bidders may note the following as a corrigendum cum addendum ("Addendum") to the draft red herring prospectus dated March 8, 2024, filed by our Company with SEBI and the Stock Exchanges ("DRHP"):

On June 24, 2024, Asiana Alternative Investment Fund - Scheme: Asiana Fund I ("Asiana"), has waived one of its exit options, i.e. buy-back arrangement (the "Buy-back Termination") under Clauses 11.2.1 and 11.2.2 of the share subscription cum shareholders' agreement dated September 26, 2023 ("SSSA"), entered into by and amongst our Company, our Promoter Selling Shareholder, and Asiana, read with the amendment agreement dated February 9, 2024 and such arrangement shall be of no further force or effect without any further act or deed required by any party to the SSSA. This Buy-back Termination effected in relation to the provisions of the SSSA shall also be deemed to be a termination under the corresponding provisions of the Articles of Association of our Company.

Accordingly, pursuant to the Buy-back Termination, Asiana's exit option by way of buy-back under Clause 11.2.2 of the SSSA has been terminated in its entirety with effect from June 24, 2024. Accordingly, our Company is no longer required to buy-back the Equity Shares held by Asiana in the event our Company and/or our Promoter Selling Shareholder, are unable to facilitate an exit for Asiana.

Please note that since the buy-back arrangement under Clause 11.2.2 of the SSSA was part of a waterfall mechanism and could only be triggered if the Offer was not consummated within a period of three years and no later than four years from the date of the SSSA and a secondary sale of the Equity Shares of our Company was not facilitated by our Company and AHPL held by Asiana, irrespective of the Buy-back Termination, our Company's obligation to buy-back the Equity Shares held by Asiana was not in operation as on the date of filing of the DRHP, i.e., March 8, 2024.

Based on the above, we confirm that neither our Company, nor any of our Directors or the Book Running Lead Managers have entered into any buy-back arrangements for purchase of Equity Shares from any person.

This Addendum does not purport to, nor does it, reflect all the changes that have occurred from the date of filing of the Draft Red Herring Prospectus and the date of this Addendum. Accordingly, this Addendum does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus. Please note that the information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent updated by way of this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus. Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchanges before making an investment decision with respect to the Offer.

This Addendum shall be made available to the public for comments, if any, for a period of at least 21 days and will be available on the website of SEBI at www.sebi.gov.in, the website of the Company at www.transrail.in and the websites of the BRLMs, i.e., Inga Ventures Private Limited at www.ingaventures.com, Axis Capital Limited at www.axiscapital.co.in, HDFC Bank Limited at www.hdfcbank.com and IDBI Capital Markets & Securities Limited at www.idbicapital.com.

Capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the DRHP.

BOOK RUNNING LEAD MANAGERS				REGISTRAR TO THE OFFER
Inga Ventures Private Limited 1229, Hubtown Solaris N.S. Phadke Marg, Opp. Telli Galli Andheri (East), Mumbai 400 069 Maharashtra, India Tel: +91 22 6854 0808 E-mail: transrail ipo@ingaventures.com Website: www.ingaventures.com Investor grievance ID: investors@ingaventures.com Contact person: Kavita Shah SEBI registration number: INM000012698	Axis Capital Limited 1 st Floor, Axis House, C-2 Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai 400 025, Maharashtra, India Tel: +91 22 4325 2183 E-mail: transrail ipo@axiscap.in Website: www.axiscapital.co.in Investor grievance ID: complaints@axiscap.in Contact person: Simran Gadhvi/ Harish Patel SEBI registration number: INM000012029	HDFC Bank Limited Investment Banking Group, Unit no. 701, 702 and 702-A, 7 th floor, Tower 2 and 3, One International Centre, Senapati Bapat Marg, Bhamburda, Mumbai 400 013, Maharashtra, India Tel: +91 22 3395 8233 E-mail: transrail ipo@hdfcbank.com Website: www.hdfcbank.com Investor grievance ID: investor.redressal@hdfcbank.com Contact person: Dhruv Bhavsar/ Sanjay Chudasama SEBI Registration number: INM000011252	IDBI Capital Markets & Securities Limited 6 th Floor, IDBI Tower, WTC Complex, Cuffe Parade, Mumbai 400 005 Maharashtra, India Tel: +91 22 4069 1953 E-mail: transrail ipo@idbicapital.com Investor grievance ID: redressal@idbicapital.com Contact person: Indrajit Bhagat/ Vimal Maniyar Website: www.idbicapital.com SEBI registration number: INM000010866	Link Intime India Private Limited C 101, 1 st Floor, 247 Park, L.B.S Marg Vikhroli (West), Mumbai 400 083 Maharashtra, India Tel: +91 22 810 811 4949 E-mail: transrailighting ipo@linkintime.co.in Website: www.linkintime.co.in Investor grievance ID: transrailighting ipo@linkintime.co.in Contact person: Shanti Gopalakrishnan SEBI registration number: INR000004058

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

For TRANSRAIL LIGHTING LIMITED
On behalf of the Board of Directors
Sd/-
Gandhali Upadhye
Company Secretary and Compliance Officer

Place: Mumbai
Date: July 2, 2024

TRANSRAIL LIGHTING LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the DRHP dated March 8, 2024 with the SEBI on March 9, 2024. The DRHP shall be available on the website of SEBI at www.sebi.gov.in, on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, on the website of the Company at www.transrail.in and on the websites of the BRLMs, i.e. Inga Ventures Private Limited, Axis Capital Limited, HDFC Bank Limited and IDBI Capital Markets & Securities Limited at www.ingaventures.com, www.axiscapital.co.in, www.hdfcbank.com and www.idbicapital.com, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "Risk Factors" on page 29 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

This announcement is not an offer of securities for sale in the United States or elsewhere. This announcement has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States. The Equity Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state law of the United States 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 U.S. Securities Act or any state law of the United States. Accordingly, the Equity Shares are only being offered and sold outside the United States in "offshore transactions" as defined in and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur. There will be no public offering of the Equity Shares in the United States.

UJJIVAN SMALL FINANCE BANK LIMITED
CIN No: L65110KA2016PLC142162

Registered Office : Grape Garden, No. 27, Srd A Cross, 18th Main, 6th Block, Koramangala, Bengaluru 560 095, Karnataka Phone: +91 80 4071 2121; Email: corporatesecretarial@ujjivan.com, Website: www.ujjivansfb.in

NOTICE OF THE 8TH ANNUAL GENERAL MEETING AND INFORMATION FOR E-VOTING

Notice is hereby given that:

- The 8th Annual General Meeting ("AGM or Meeting") of the Members of Ujjivan Small Finance Bank Limited ("Bank") will be held on Friday, July 26, 2024 at 03:50 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with relevant General Circulars issued by MCA and SEBI (hereinafter collectively referred to as "the Circulars"), to transact the businesses as set forth in the Notice of the AGM dated May 18, 2024.
- In compliance with the Circulars, the Notice of the AGM and Annual Report for the Financial Year 2023-24 has been sent by electronic mode to all the members whose email IDs are registered with the Bank's RTA/Depository Participant(s). These documents are also available for download on the website of the Bank, Stock Exchanges and e-voting agency KFin Technologies Limited (KFin Tech). The Notice of the AGM through emails was dispatched to the members on Tuesday, July 02, 2024.
- Members holding shares either in physical form or dematerialized form or members whose email IDs are not registered, as on the cut-off date (Friday, July 19, 2024), may cast their votes on the business as set forth in the Notice of the AGM through remote e-voting (e-voting from the place other than venue of the AGM) or by e-voting during the proceedings of the Meeting (collectively referred as e-voting). The instructions for e-voting are provided in the Notice of the AGM.
- The Members whose email IDs are not registered with the Depository Participant(s) and are holding shares in dematerialized mode, are requested to register their email addresses and mobile numbers with their concerned depositories through their depository participants. Members holding shares in physical form are requested to register/update the details in prescribed Form ISR-1 and other relevant forms with RTA of the Company, KFin Technologies Limited, through "In Person Verification" (IPV) or through hard copies which are self-attested, which can be shared on the address - Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032 for receiving AGM Notice, e-voting instructions and seamless credit of dividend to their respective bank accounts.
- Members are hereby informed that:
 - The business as set forth in the Notice of the AGM may be transacted through remote e-voting or e-voting at the AGM (collectively referred as e-voting);
 - The remote e-voting shall commence on Monday, July 22, 2024 at 09:00 AM IST;
 - The remote e-voting shall end on Thursday, July 25, 2024 at 05:00 PM IST
 - The cut-off date for determining the eligibility to vote by e-voting shall be Friday, July 19, 2024.
 - Any person, who acquires shares and becomes member after June 28, 2024, being the cut-off date for ascertaining the list of members entitled to receive the Notice of AGM and up to the cut-off date for e-voting i.e., July 19, 2024, may kindly refer the Notice of the AGM uploaded on the website of the Bank at www.ujjivansfb.in. Such members holding shares as on the cut-off date may obtain the User ID and password from KFin Tech;
 - Members may note that:
 - The remote e-voting module shall be disabled by KFin Tech after 5:00 P.M. on Thursday, July 25, 2024 and once the votes on a resolution is cast by the member, the member shall not be allowed to change it subsequently;
 - The facility for voting will also be made available during the AGM and those members present in the AGM through VC/OAVM, who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
 - The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting; and
 - A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., Friday July 19, 2024 only shall be entitled to avail the facility of remote e-voting or for e-voting.

In case of any queries, Members may write to einward.ris@kfintech.com.

- The record date for the purpose of final dividend for fiscal year 2024 is July 12, 2024. The final dividend, once approved by the shareholders in the ensuing AGM, will be paid within 30 days of the AGM.
- In case of any queries / grievances relating to voting by electronic means, the Members / Beneficial owners may contact Mr. Mohd Mohsin Uddin, Senior Manager, KFin Technologies Limited. Email: mohsin.mohd@kfintech.com, Phone: +91 040 6716 1562, toll-free number 1-800-309-4001.
- The members who require technical assistance to access and participate in the meeting through VC/OAVM may contact the helpline number 1-800-309-4001.

For UJJIVAN SMALL FINANCE BANK LIMITED
Sd/-
Sanjeev Barnwal
Company Secretary and Head of Regulatory Framework

Place: Bengaluru
Date: July 03, 2023