किसी देश ने नागरिकता का आधार धर्म को नहीं बनाया : विजयन

कन्नूर, 22 अप्रैल (भाषा)।

केरल के मुख्यमंत्री पिनराई विजयन ने सोमवार को कहा कि दुनिया के किसी भी सभ्य देश ने नागरिकता का आधार धर्म को नहीं बनाया है और भाजपा नीत केंद्र सरकार का विवादित नागरिकता (संशोधन) कानून (सीएए) देश के धर्मनिरपेक्ष मूल्यों के खिलाफ है। विजयन ने आरोप लगाया कि जब सीएए के खिलाफ प्रदर्शन करने और धर्मनिरपेक्षता को बचाने के लिए हर कोई आगे आया तो कांग्रेस ने भाजपा के इस कदम के खिलाफ कोई खास विरोध नहीं किया। विजयन ने यह बात उत्तरी जिले के मट्टनूर में एक चुनावी सभा को संबोधित करते हुए कही। राज्य में लोकसभा चुनाव के तहत सिर्फ चार दिन बाद मतदान है। विजयन ने कहा कि कोई भी देश शरणार्थियों को उनके धर्म के आधार पर नहीं बांटता। भारत नागरिकता देने के लिए धर्म को आधार बना रहा है।

> *पिनराई* विजयन ने आरोप लगाया कि यह धर्मनिरपेक्ष मूल्यों को नष्ट कर रहा है।

उन्होंने आरोप लगाया कि यह धर्मनिरपेक्ष मूल्यों को नष्ट कर रहा है। विजयन ने आरोप लगाया कि दिल्ली में सीएए के खिलाफ विरोध प्रदर्शन के लिए वामपंथी दलों के नेताओं सहित कई राष्ट्रीय नेताओं को गिरफ्तार किया गया था, लेकिन उनमें कोई कांग्रेस नेता नहीं था।

मुख्यमंत्री ने राज्य में कांग्रेस नेतृत्व वाले यूडीएफ के 18 सांसदों पर उस दिन पार्टी के अध्यक्ष द्वारा आयोजित भोज में शामिल होने का आरोप लगाया जब राष्ट्रीय राजधानी में सीएए के खिलाफ सबसे उग्र आंदोलन हुआ था।

अभिनेता रणवीर सिंह ने 'डीपफेक' वीडियो को लेकर दर्ज कराई प्राथमिकी

नई दिल्ली, 22 अप्रैल (भाषा)।

अभिनेता रणवीर सिंह के 'डीपफेक' वीडियो का प्रसार करने वाले सोशल मीडिया हैंडल के खिलाफ एक प्राथमिकी दर्ज कराई गई है। उनके प्रवक्ता ने सोमवार को यह जानकारी दी। पिछले सप्ताह, सिंह का एक वीडियो इंटरनेट पर वायरल हुआ था, जिसमें उन्हें अपना राजनीतिक विचार प्रकट करते देखा जा सकता था। मूल क्लिप एक साक्षात्कार का हिस्सा है, जो उन्होंने फैशन शो के लिए वाराणसी में दिया था।

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

PUBLIC ANNOUNCEMENT

(Please scan this QR code to view the Addendum)

NORTHERN ARC

NORTHERN ARC CAPITAL LIMITED

Our Company was incorporated on March 9, 1989 at Madras, India as 'Highland Leasing & Finance Private Limited', a private limited company under the Companies Act, 1956 and was granted a certificate of incorporation by the Registrar of Companies, Tamil Nadu at Chennai ("**RoC**"). The name of our Company was changed to 'IFMR Capital Finance Private Limited' and a fresh certificate of incorporation dated June 19, 2009 was issued by the RoC. Our Company was then converted into a public limited company under the Companies Act, 2013, and consequently, the name of our Company was changed to 'IFMR Capital Finance Limited' and a fresh certificate of incorporation dated December 12, 2017 was issued by the RoC. Subsequently, the name of our Company was changed to 'Northern Arc Capital Limited' and a fresh certificate of incorporation dated February 20, 2018 was issued by the RoC. For further details in relation to changes in the name and the registered office of our Company, see *"History and Certain Corporate Matters"* beginning on page 283 of the draft red herring prospectus dated February 2, 2024 ("**DRHP**"). Our Company is registered with the Reserve Bank of India (the "**RBI**") as a non-banking financial company ("**NBFC**") not accepting public deposits (certificate of registration No. B-07.00430). For further details, see *"Government and Other Approvals"* beginning on page 488 of the DRHP.

Registered and Corporate Office: No. 1, Kanagam Village, 10th Floor, IITM Research Park, Taramani, Chennai - 600 113, Tamil Nadu, India. **Contact Person:** Prakash Chandra Panda, Company Secretary and Compliance Officer, **Tel:** +91 44 6668 7000; **E-mail:** investors@northernarc.com; **Website:** www.northernarc.com, **Corporate Identity Number:** U65910TN1989PLC017021

OUR COMPANY DOES NOT HAVE AN IDENTIFIABLE PROMOTER

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹10 EACH ("EQUITY SHARES") OF NORTHERN ARC CAPITAL LIMITED (OUR "COMPANY" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹[●] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹5,000.00 MILLION BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 21,052,629 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION COMPRISING UP TO 4,922,949 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY LEAPFROG FINANCIAL INCLUSION INDIA (II) LTD, UP TO 1,265,476 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY ACCION AFRICA-ASIA INVESTMENT COMPANY, UP TO 4,254,744 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY AUGUSTA INVESTMENTS II PTE. LTD, UP TO 2,237,030 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY EIGHT ROADS INVESTMENTS MAURITIUS II LIMITED (FORMERLY KNOWN AS FIL CAPITAL INVESTMENTS (MAURITIUS) II LIMITED)^, UP TO 1,631,949 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY DVARA TRUST (REPRESENTED BY ITS CORPORATE TRUSTEE, DVARA HOLDINGS (FORMERLY KNOWN AS DVARA HOLDINGS PRIVATE LIMITED AND AS DVARA TRUSTEESHIP SERVICES PRIVATE LIMITED)), UP TO 5,000,000 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND)^, UP TO 107,696 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND – SERIES 2 (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND – SERIES 2), UP TO 47,373 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND – SERIES 3 (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND – SERIES 3), UP TO 162,817 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND – SERIES 4 (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND – SERIES 4), UP TO 133,595 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND – SERIES 5 (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND – SERIES 5), UP TO 5,481 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND – SERIES 6 (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND – SERIES 6)^, UP TO 132,299 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY 360 ONE SPECIAL OPPORTUNITIES FUND – SERIES 7 (FORMERLY KNOWN AS IIFL SPECIAL OPPORTUNITIES FUND – SERIES 7) AND UP TO 1,151,220 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY SUMITOMO MITSUI BANKING CORPORATION, (COLLECTIVELY REFERRED TO AS THE "SELLING SHAREHOLDERS", AND EACH INDIVIDUALLY, AS A "SELLING SHAREHOLDER" AND SUCH OFFER FOR SALE OF EQUITY SHARES BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE"). THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹[●] MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES NOT EXCEEDING 5% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF THE FULLY DILUTED POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

OUR COMPANY MAY, AT ITS DISCRETION, CONSIDER FURTHER ISSUE OF SPECIFIED SECURITIES FOR CASH CONSIDERATION AGGREGATING UP TO ₹1,000.00 MILLION, PRIOR TO FILING OF THE RED HERRING PROSPECTUS WITH THE ROC (THE "PRE-IPO PLACEMENT"). THE PRICE OF THE SPECIFIED SECURITIES ALLOTTED PURSUANT TO THE FURTHER ISSUE SHALL BE DETERMINED BY OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS ("BRLMS"). IF THE PRE-IPO PLACEMENT IS COMPLETED, THE AMOUNT RAISED PURSUANT TO THE PRE-IPO PLACEMENT WILL BE REDUCED FROM THE FRESH ISSUE, SUBJECT TO COMPLIANCE WITH RULE 19(2)(b) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED (THE "SCRR").

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH AND THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLMS AND WILL BE ADVERTISED IN ALL EDITIONS OF THE ENGLISH NATIONAL DAILY NEWSPAPER, [●], ALL EDITIONS OF THE HINDI NATIONAL DAILY NEWSPAPER, [●] AND THE CHENNAI EDITION OF THE TAMIL DAILY NEWSPAPER, [●] (TAMIL BEING THE REGIONAL LANGUAGE OF TAMIL NADU, WHERE OUR REGISTERED AND CORPORATE OFFICE IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST TWO WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SUCH ADVERTISEMENT SHALL BE MADE AVAILABLE TO THE BSE LIMITED (THE "BSE") AND THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED (THE "NSE", AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES.

^All or a certain portion of the Offered Shares of such Selling Shareholder includes Equity Shares that will be acquired upon conversion of CCPS prior to the filing of the Red Herring Prospectus

ADDENDUM TO THE DRHP: NOTICE TO INVESTORS (THE "ADDENDUM")

This Addendum is with reference to the DRHP filed with the SEBI and the Stock Exchanges in relation to the Offer. Potential Bidders may note the following:

1. Further to the disclosure on the IFC Private Placement included in *"History and Certain Corporate Matters–Subscription agreement dated February 2, 2024 entered into between our Company and IFC"* on page 293 of the DRHP, the relevant regulatory approval has been received. The Company and IFC have also executed an amendment to the IFC SSA dated April 18, 2024 ("**SSA Amendment Agreement**"), pursuant to which the conversion price of the CCPS has been revised such that each CCPS allotted to IFC will convert into 'N' number of Equity Shares, where N = (₹391.00)/(₹338.25). Pursuant to a resolution of the Board of Directors dated April 22, 2024, our Company has allotted 8,491,048 CCPS to IFC at an issue price of ₹391.00 per CCPS. Accordingly, 8,491,048 CCPS allotted to IFC will convert into 9,815,224 Equity Shares prior to filing of the Red Herring Prospectus with the RoC. The CCPS issued to IFC are fully paid-up and represent 6.80% of the pre-Offer Equity Share capital of our Company on a fully diluted basis, as on the date of this Addendum.
2. IFC has executed the Amendment and Termination Agreement disclosed in "*History and Certain Corporate Matters–Amendment and termination agreement dated February 2, 2024 entered into by and among the Parties to the SHA*" on page 294 of the DRHP and pursuant to the allotment of CCPS to IFC, the Revised SHA has come into effect. Accordingly, as disclosed in "*Description of Equity Shares and Terms of the Articles of Association*" on page 549, Part II of the Articles of Association has been amended to reflect provisions of the Revised SHA. The amendments to the Articles of Association were approved by a special resolution dated April 15, 2024 passed by our Shareholders. The disclosures in the DRHP including in the sections "*History and Certain Corporate Matters*" and "*Description of Equity Shares and Terms of the Articles of Association*", beginning on pages 283 and 538 of the DRHP, respectively, will be suitably updated in the RHP and Prospectus, as and when filed with the RoC, SEBI and Stock Exchanges.
3. Further to the Affirma Commitment Letter disclosed in "*History and Certain Corporate Matters–Commitment letter dated January 31, 2024 issued by Augusta*" on page 293 of the DRHP, our Company has received a binding commitment letter dated April 12, 2024 pursuant to which our Company has allotted 639,386 CCPS to Mr. Varun Jaipuria and 639,386 CCPS to RJ Corp Limited (together with Mr. Varun Jaipuria, "**Affirma Group Allottees**"), at a price of ₹391.00 per CCPS. The allotment to the Affirma Group Allottees was approved pursuant to a resolution of the Board of Directors dated April 22, 2024. As set out in the commitment letter dated April 12, 2024, the CCPS allotted to the Affirma Group Allottees will convert into 'N' number of Equity Shares, where N = (₹391.00)/(₹338.25). Accordingly, 1,278,772 CCPS allotted to Mr. Varun Jaipuria and RJ Corp Limited, in aggregate, will convert into 1,478,196 Equity Shares prior to filing of the Red Herring Prospectus (i.e., 739,098 Equity Shares will be allotted to each of Mr. Varun Jaipuria and RJ Corp Limited). The CCPS issued to Mr. Varun Jaipuria and RJ Corp Limited are fully paid-up and represent 0.51% and 0.51%, respectively, of the pre-Offer Equity Share capital of our Company on a fully diluted basis, as on the date of this Addendum.

   The details of the above allotments to IFC and the Affirma Group Allottees are summarized below:

Date of allotment	Number of CCPS allotted	Issue price per CCPS (₹)	Total consideration (₹ million)	Allottees
April 22, 2024	8,491,048	391.00	3,319.99	International Finance Corporation
April 22, 2024	639,386	391.00	249.99	RJ Corp Limited
April 22, 2024	639,386	391.00	249.99	Varun Jaipuria

4. In addition to the above, the Company and the other parties to the Revised SHA have executed an amendment to the Revised SHA dated April 18, 2024 to reflect the revised terms of the CCPS allotted to IFC and the Affirma Group Allottees ("**Amendment to the Revised SHA**"). Under the Amendment to the Revised SHA, in the event a Strategic Sale (as defined in the Amendment to the Revised SHA) is proposed to be undertaken and the Offer has failed or is withdrawn, our Company and the Shareholders are required to mutually discuss and agree to the revised conversion price for the CCPS allotted to the Affirma Group Allottees and IFC.

   Pursuant to (i) the execution of the SSA Amendment Agreement and the Amendment to the Revised SHA and (ii) the allotment of the CCPS to IFC and the Affirma Group Allottees, the disclosures in the DRHP in relation to, *inter alia*, the IFC Private Placement, the Affirma Commitment Letter, the Revised SHA, the IFC SSA, the pre-Offer Shareholding details, history of the preference share capital of our Company, details of price at which specified securities were acquired in the last three years and the weighted average cost of acquisition of all specified securities, in the sections *"Definitions and Abbreviations", "Offer Document Summary", "The Offer", "Capital Structure", "Basis for Offer Price", "History and Certain Corporate Matters", "Our Principal Shareholders"* and *"Material Contracts and Documents for Inspection"* beginning on pages 2, 18, 81, 98, 135, 283, 315 and 550 of the DRHP, respectively, will be suitably updated in the RHP and Prospectus, as and when filed with the RoC, SEBI and Stock Exchanges.
5. Pursuant to resolutions of the Board of Directors, each dated April 22, 2024, Ms. Monika Gurung has ceased to be the Company Secretary and Compliance Officer and Mr. Prakash Chandra Panda has been appointed as the Company Secretary and Compliance Officer of our Company with effect from April 22, 2024. The disclosures in the DRHP including in the section *"Our Management–Key Managerial Personnel of our Company"* on page 311 of the DRHP, will be suitably updated to reflect the above in the Red Herring Prospectus and Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges.
6. Please note that this Addendum does not reflect all the changes that have occurred between the date of filing of the DRHP with the SEBI and the Stock Exchanges and the date hereof, and accordingly, does not include all the changes and/ or updates that will be included in the Red Herring Prospectus and the Prospectus. The information in this Addendum supplements and updates the information in the DRHP and the above changes are to be read in conjunction with the DRHP and accordingly, relevant references in the DRHP stand updated pursuant to this Addendum. Potential Bidders should read this Addendum in conjunction with the DRHP.

   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

ICICI Securities

ICICI Securities Limited
ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025, Maharashtra, India
Tel: + 91 22 6807 7100
E-mail: northernarc.ipo@icicisecurities.com
Website: www.icicisecurities.com
Investor grievance e-mail: customercare@icicisecurities.com
Contact Person: Rupesh Khant
SEBI Registration No.: INM000011179

AXIS CAPITAL

Axis Capital Limited
1st Floor, Axis House, C 2 Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025, Maharashtra, India
Tel: +91 22 4325 2183
E-mail: northernarc.ipo@axiscap.in
Website: www.axiscapital.co.in
Investor grievance e-mail: complaints@axiscap.in
Contact Person: Pratik Pednekar
SEBI Registration No.: INM000012029

citi

Citigroup Global Markets India Private Limited
1202, 12th Floor, First International Financial Center, G - Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 098, Maharashtra, India
Tel: +91 22 6175 9999
E-mail: Northernarcipo@citi.com
Website: www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm
Investor grievance e-mail: investors.cgmib@citi.com
Contact Person: Dylan Fernandes
SEBI Registration No.: INM000010718

REGISTRAR TO THE OFFER

KFINTECH

KFin Technologies Limited *(formerly known as KFin Technologies Private Limited)*
Selenium Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Hyderabad 500 032, Telangana, India
Tel: +91 40 6716 2222
E-mail: nacl.ipo@kfintech.com
Website: www.kfintech.com
Investor grievance e-mail: einward.ris@kfintech.com
Contact Person: M. Murali Krishna
SEBI Registration No.: INR000000221

For **Northern Arc Capital Limited**
On behalf of the Board of Directors
Sd/-
Prakash Chandra Panda
Company Secretary and Compliance Officer

Place: Chennai
Date: April 22, 2024

Northern Arc Capital 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 February 2, 2024 with SEBI on February 3, 2024. The DRHP is and the Addendum shall be available on the website of SEBI at www.sebi.gov.in, websites of the BSE Limited at www.bseindia.com, the website of the National Stock Exchange of India Limited at www.nseindia.com, the website of the Company at www.northernarc.com and on the websites of the BRLMs, *i.e.*, ICICI Securities Limited, Axis Capital Limited and Citigroup Global Markets India Private Limited at www.icicisecurities.com, www.axiscapital.co.in and www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm, respectively. Potential Bidders should not rely on the DRHP and Addendum filed with SEBI for making any investment decision.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") and may not be offered or sold within the United States or to, or for the account of benefit of, U.S. Persons as defined in Regulation S under the U.S. Securities Act ("**U.S. Persons**") except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Company has not registered and does not intend to register under the U.S. Investment Company Act of 1940, as amended (the "**U.S. Investment Company Act**") in reliance upon section 3(c)(7) of the U.S. Investment Company Act and investors will not be entitled to the benefits of the U.S. Investment Company Act. Accordingly, the Equity Shares are only being offered and sold (i) to persons within the United States or to or for the account or benefit of, U.S. Persons (as defined in Regulation S under the U.S. Securities Act), who are both (a) "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act ("**Rule 144A**") in one or more transactions exempt from the registration requirements of the U.S. Securities Act; and (b) "qualified purchases" (as defined in Section 2(a)(51) of the U.S. Investment Company Act) in reliance upon section 3(c)(7) of the U.S. Investment Company Act, and (ii) outside the United States, to investors that are not U.S. Persons nor persons acquiring for the account or benefit of U.S. Persons in "offshore transactions" 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 in the United States.

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होंडा इंडिया पावर प्रोडक्ट्स लिमिटेड

सीआईएनः L40103DL2004PLC203950
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सदस्यों को इसके द्वारा सूचित किया जाता है कि (i) कंपनी (प्रबंधन और प्रशासन) नियम, 2014 के संशोधित नियम 20 और 22 के साथ पठित अधिनियम की धारा 108, 110 और अन्य लागू प्रावधानों के प्रावधानों के अनुपालन में, (।।) भारतीय कंपनी सचिव संस्थान द्वारा समय–समय पर जारी सचिवीय मानक–2 के लागू प्रावधानय (।।।) सामान्य परिपत्र संख्या 14/2020 दिनांक 8 अप्रैल, 2020, परिपत्र संख्या 17/2020 दिनांक 13 अप्रैल, 2020, परिपत्र संख्या 22/2020 दिनांक 15 जून, 2020, परिपत्र संख्या 33/2020 दिनांक 28 सितंबर, 2020, परिपत्र क्रमांक 39/2020 दिनांक 31 दिसंबर 2020, परिपत्र क्रमांक 10/2021 दिनांक 23 जून 2021, परिपत्र क्रमांक 20/2021 दिनांक 08 दिसंबर 2021, परिपत्र क्रमांक 03/2022 दिनांक 05 मई 2022, कॉर्पोरेट मामलों के मंत्रालय ('एमसीए) द्वारा जारी परिपत्र संख्या 11/2022 दिनांक 28 दिसंबर, 2022 और 09/2023 दिनांक 25 सितंबर, 2023, और (पअ) सेबी के विनियमन 44 और 47 (सूचीबद्धता दायित्व और प्रकटीकरण आवश्यकताएँ) विनियम, 2015, निम्नलिखित विशेष व्यवसायों के लिए इलेक्ट्रॉनिक माध्यम ('ई–वोटिंग') के माध्यम से डाक मतपत्र द्वारा कंपनी के शेयरधारकों की मंजूरी लेने के लिए नोटिस भेजा जाता हैः

1. निदेशक के रूप में श्री अकिहिरो सकुराई, (डीआईएनः 10570035) की नियुक्ति।
2. कंपनी के पूर्णकालिक निदेशक के रूप में श्री अकिहिरो सकुराई, (डीआईएनः 10570035) की नियुक्ति और उन्हें देय पारिश्रमिक।
3. कंपनी के पूर्णकालिक निदेशक (डीआईएन 05242535) श्री विनय मित्तल के पारिश्रमिक में संशोधन।

कंपनी ने 22 अप्रैल, 2024 को कंपनी के सभी सदस्यों को उपरोक्त पोस्टल बैलेट नोटिस भेजने का काम पूरा कर लिया है, जिन्होंने कंपनी/रजिस्ट्रार और शेयर ट्रांसफर एजेंट ('आरटीए')/डिपॉजिटरी पार्टिसिपेंट के साथ अपने ईमेल पते पंजीकृत किए हैं।) और उक्त नोटिस में सूचीबद्ध प्रस्तावों (उसके व्याख्यात्मक विवरण के साथ) पर उनकी सहमति प्राप्त करने के लिए कट–ऑफ तिथि 19 अप्रैल, 2024 को अपना वोट डालने के हकदार हैं।

कृपया इस नोटिस को उन सभी सदस्यों तक पहुंचने के हमारे प्रयास के रूप में लें, जिनमें वे लोग भी शामिल हैं जो इस विषय पर अन्य संचार से चूक गए हैं या जिन्हें प्राप्त नहीं हुआ है और प्रस्तावित पोस्टल बैलेट/ई–वोटिंग में भाग लेने का इरादा रखते हैं। एमसीए द्वारा प्रदान की गई छूटों को ध्यान में रखते हुए, इस पोस्टल बैलेट के लिए सदस्यों को प्रासंगिक फॉर्म और प्रीपेड लिफाफे के साथ पोस्टल बैलेट नोटिस की हार्ड प्रतियां नहीं भेजी गई हैं।

कृपया ध्यान दें कि –

1. जिन शेयरधारकों को कंपनी/आरटीए/डिपॉजिटरी प्रतिभागियों के साथ अपने ई–मेल पते में परिवर्तन/पंजीकरण न होने के कारण नोटिस नहीं मिला है, वे एक स्कैन किए गए ईमेल के साथ investoremasserv.com पर एक ईमेल भेजकर नोटिस के लिए अनुरोध कर सकते हैं। शेयर प्रमाणपत्र/क्लाइंट मास्टर की प्रति ऐसा अनुरोध प्राप्त होने पर, शेयरधारक को इस पोस्टल बैलेट के लिए ई–वोटिंग सक्षम करने के लिए यूजर आईडी और पासवर्ड के साथ नोटिस और ई–वोटिंग की प्रक्रिया की सॉफ्ट कॉपी प्रदान की जाएगी। यह स्पष्ट किया जाता है कि ईमेल पते के पंजीकरण/अद्यतन के लिए, डीमटेरियलाइज्ड फॉर्म में शेयर रखने वाले शेयरधारकों से अपने संबंधित डिपॉजिटरी प्रतिभागियों से संपर्क करने का अनुरोध किया जाता है और भौतिक रूप में शेयर रखने वाले शेयरधारकों से अनुरोध किया जाता है कि वे विधिवत आरटीए. निष्पादित फॉर्म जमा करें। जो शेयरधारक ई–मेल पंजीकरण/अपडेशन फॉर्म प्राप्त करना चाहते हैं, वे investoremasserv.com पर एक ईमेल भेज सकते हैं। जिन सदस्यों ने पहले से ही अपना ईमेल पता पंजीकृत कर लिया है, उनसे अनुरोध है कि वे अपने डिपॉजिटरी प्रतिभागियों/आरटीए/कंपनी के साथ इसे सत्यापित करें ताकि उनके ईमेल पते पर इलेक्ट्रॉनिक रूप से नोटिस/दस्तावेज/वार्षिक रिपोर्ट की सर्विसिंग सक्षम हो सके।
2. कंपनी ने अपने सभी सदस्यों को ई–वोटिंग सुविधा प्रदान करने के उद्देश्य से नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड (एनएसडीई) की सेवाएं ली हैं। सदस्यों से अनुरोध है कि वे ध्यान दें कि इलेक्ट्रॉनिक मोड के माध्यम से मतदान मंगलवार, 23 अप्रैल, 2024 (09:00 बजे आईएसटी) से शुरू होगा और बुधवार, 22 मई, 2024 (17:00 बजे आईएसटी) को समाप्त होगा।
3. वे सदस्य जिनके नाम कट–ऑफ तिथि पर सदस्यों के रजिस्टर/लाभार्थी स्वामियों की सूची में दिखाई देंगे, वे केवल पोस्टल बैलेट/ई–वोटिंग के माध्यम से मतदान करने के पात्र होंगे।
4. कंपनी के निदेशक मंडल ने निष्पक्ष और पारदर्शी तरीके से रिमोट ई–वोटिंग प्रक्रिया की जांच करने के लिए मेसर्स सरयू मुंजाल एंड एसोसिएट्स की प्रोपराइटर सुश्री सरयू मुंजाल, कंपनी सचिवों को एक संवीक्षक के रूप में नियुक्त किया है। सदस्यों से अनुरोध है कि वे ध्यान दें कि ई–वोटिंग प्लेटफॉर्म 22 मई, 2024 को 17:00 बजे के बाद सदस्यों के लिए उपलब्ध नहीं होगा।
5. व्याख्यात्मक विवरण और अन्य अनुबंध के साथ पोस्टल बैलेट नोटिस कंपनी की वेबसाइट यानी www.hondaindiapower.com या एनएसडीएल की वेबसाइट यानी www.evoting@nsdl.co.in या बीएसई लिमिटेड की वेबसाइट से भी डाउनलोड किया जा सकता है। नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड, जहां कंपनी के इक्विटी शेयर वर्तमान में सूचीबद्ध हैं।
6. पोस्टल बैलेट का परिणाम कंपनी के सीएमडी और अध्यक्ष एवं सीईओ या उनके द्वारा अधिकृत किसी अन्य व्यक्ति द्वारा शुक्रवार, 24 मई, 2024 को या उससे पहले घोषित किया जाएगा और इसकी सूचना एनएसई और बीएसई को भी दी जाएगी। इसे कंपनी और एनएसडीएल की वेबसाइट क्रमशः www.hondaindiapower.com और www.evoting@nsdl.co-in पर भी होस्ट किया जाएगा।
7. ई–वोटिंग या पोस्टल बैलेट से संबंधित किसी भी प्रश्न/शिकायत के मामले में, सदस्य कंपनी के मेसर्स मास सर्विसेज लिमिटेड, आरटीए, टी–34, दूसरी मंजिल, ओखला औद्योगिक क्षेत्र, फेज– ।। नई दिल्ली –110020, फोनरू– 011 26387281/82/83, फैक्सः– 011 26387384 या पर ईमेल पदअमेजवतमउेंमतअण्बवउ करें या संपर्क कर सकते हैं।

होंडा इंडिया पावर प्रोडक्ट्स लिमिटेड के लिए
हस्ता/–
सुनीता गंजू
कंपनी सचिव

अप्रैल 22, 2024,
नई दिल्ली,

POST OFFER PUBLIC ANNOUNCEMENT FOR FAILURE OF DELISTING OFFER IN ACCORDANCE WITH REGULATIONS 17(4) AND 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021, AS AMENDED FROM TIME TO TIME ("SEBI DELISTING REGULATIONS") FOR THE ATTENTION OF EQUITY SHAREHOLDERS OF

INSPIRISYS SOLUTIONS LIMITED

FOR DELISTING OF EQUITY SHARES

Registered Office: 1st Floor, Dowlath Towers, New Door Nos. 57, 59, 61 & 63, Taylors Road, Kilpauk, Chennai, Tamil Nadu, India, 600010 | **Corporate Identification Number (CIN):** L30006TN1995PLC031736
Tel. No.: 044 - 4225 2000 | **Email Id:** sundaramurthy.s@inspirisys.com | **Website:** www.inspirisys.com
Company Secretary and Compliance Officer: Sundaramurthy Shanmugam

This Post Offer Public Announcement for failure of Delisting Offer ("**Post Offer PA**") is being issued by Vivro Financial Services Private Limited ("**Manager to the Delisting Offer**" or "**Manager to the Offer**") for and on behalf of CAC Holdings Corporation ("**Acquirer**") to the Public Shareholders *(as defined under Regulation 2(1)(t) of the SEBI Delisting Regulations and hereinafter referred to as "Public Shareholders")* of Inspirisys Solutions Limited ("**Company**") in respect of the proposed acquisition and consequent voluntary delisting of the fully paid up equity shares of the Company with a face value of INR 10 each ("**Equity Shares**") from the stock exchanges where Equity Shares are presently listed i.e., BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**") (together referred to as "**Stock Exchanges**") pursuant to the applicable provisions of the SEBI Delisting Regulations ("**Delisting Offer**" or "**Offer**").

This Post Offer PA should be read in conjunction with the Initial Public Announcement dated November 10, 2023 ("**IPA**"), the Detailed Public Announcement dated March 30, 2024 which was published on April 01, 2024 in Financial Express (English - all editions), Jansatta (Hindi - all editions) and Navshatki (Marathi - Mumbai edition) ("**DPA**") and the Letter of Offer dated March 30, 2024 ("**LOF**") issued in accordance with the SEBI Delisting Regulations, along with circulars issued thereunder.

The capitalized terms used but not defined in this Post Offer PA shall have the same meaning assigned to them in the DPA and the LOF.

The Acquirer, through Manager to the Delisting Offer, had issued the IPA, the DPA and the LOF seeking to acquire up to 1,19,04,748 (One Crore Nineteen Lakh Four Thousand Seven Hundred Forty-Eight) Equity Shares ("**Offer Shares**") representing 30.05% (Thirty Point Zero Five percent) of the Equity Share Capital of the Company that are held by the Public Shareholders of the Company pursuant to Part B of the Chapter III read with Chapter IV of the SEBI Delisting Regulations and on the terms and conditions set out therein and in the DPA and the LOF. The Public Shareholders holding Equity Shares were invited to submit bids pursuant to the reverse book building process conducted through the Stock Exchange Mechanism made available by the Stock Exchanges during the Bid Period (i.e. Friday, April 12, 2024 up to and including Friday, April 19, 2024), in accordance with the SEBI Delisting Regulations ("**Reverse Book Building Process**").

1. FAILURE OF THE DELISTING OFFER

1.1 The total number of Offer Shares validly tendered by the Public Shareholders in the Delisting Offer is 96,87,205 (Ninety-Six Lakhs Eighty-Seven Thousand Two Hundred Five) Equity Shares with 690 (Six Hundred Ninety) bids received between the price range of ₹ 71.15 (Rupees Seventy-One and Fifteen Paise Only) per Equity