FINANCIAL EXPRESS



JUPITER WAGONS LIMITED

[CIN: L28100MP1979PLC049375] Registered Office: 48, Vandana Vihar, Narmada Road, Gorakhpur, Jabalpur-482001 (M.P.) India Tele No.: 0761-2611336 Email address: cs@jupiterwagons.com Website: www.jupiterwagons.com

NOTICE OF 44 ANNUAL GENERAL MEETING AND INFORMATION RELATED TO E-VOTING & DIVIDEND NOTICE is hereby given that the 44" Annual General Meeting ("AGM") of the Members of Jupiter Wagons Limited ("the Company") for the F.Y. 2023-24 will be held on Thursday, September 12, 2024 at 01:00 P.M. through Video Conference ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with all the applicable provisions of the Companies Act, 2013 and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with latest General Circular No. 09/2023 dated 25" September, 2023 issued by Ministry of Corporate Affairs read with other previous circulars issued by MCA in this regard (hereinafter collectively referred to as 'MCA Circulars') and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 read together with other previous circulars issued by Securities and Exchange Board of India ('SEBI') (hereinafter collectively referred to as 'AGM related circulars'), to transact the businesses set out in the Notice of the AGM. The requirement of sending physical copies of the Annual Report has been dispensed with.

n compliance with the said MCA circulars and SEBI Circular, the Company has completed dispatch of the Notice convening the 44" AGM along with the Annual Report of the Company for the Financial Year 2023-24 on 19th August, 2024, through electronic mode to all the members whose email IDs are registered with the Company/ Depository Participant(s). These documents are also available on the website of the Company at www.jupiterwagons.com, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of Share Transfer Agent of the Company viz. Kfin Technologies Limited(hereinafter referred to as 'KFin') at https://evoting.kfintech.com/

The Board of Directors of the Company in its meeting held on 7th May, 2024 recommended a final dividend of Rs. 0.30/- (3%) per equity share of face value of Rs. 10/- each for FY 2023-24, subject to approval of Members in the 44" AGM. The dividend, upon approval by the Members, will be paid to Members holding equity shares of the Company, either in electronic or in physical form as on the record date, i.e. 5" September, 2024 for determining eligibility of Members to receive the dividend. Members are requested to update their Bank details as per instructions provided in the AGM Notice to receive electronic credit of their dividend entitlement.

Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Members and the Company is required to deduct TDS from the dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ('the IT Act'). To enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential Status, Permanent Account Number ('PAN') and Category as per the IT Act with their DPs or in case shares are held in physical form with the Company by submitting the required documents on or before September 2, 2024 to enable the Company to determine the appropriate TDS/with holding tax rate applicable, verify the documents and provide exemption. The Company, vide its email communication dated August 14, 2024 to the Members whose email IDs were registered with the Company/Depositories, has explained the process of TDS on dividend along with the necessary annexures.

This communication is also available on the website of the Company at www.jupiterwagons.com. SEBI, vide its circular dated November 3, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and May 7, 2024) has mandated that with effect from April 1 2024, dividend to security holders holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made after furnishing the PAN, contact details including mobile no., bank account details and specimen signature.

Pursuant to provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies Management and Administration) Rules, 2014 and Regulation 42 of Listing Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 6" September, 2024 to Thursday, 12" September, 2024 (both days inclusive) for the purpose of AGM and to ascertain the names of members who would be entitled to receive dividend, if approved at the

Pursuant to provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members holding shares in physical or dematerialized form, as on the cut-off date i.e. 5" September, 2024, may cast their vote electronically on the business as set out in the Notice of 44" AGM of the Company through e-voting platform of Kfin through their portal https://evoting.kfintech.com/ or NSDL, https://eservices.nsdl.com or CDSL, https://web.cdslindia.com/myeasi. The detailed procedure/ instructions for e-voting are contained in the Notice of 44" AGM. In this regard, the Members are hereby further notified that:

 a. Remote e-voting through electronic means shall commence from 9th September, 2024 (9.00 a.m.) and end on 11" September, 2024 (5.00 p.m.).

Cut-off date for the purpose of e-voting shall be 5" September, 2024.

Persons who have acquired shares and become members of the Company after the dispatch of Notice and who are eligible shareholders as on the cut-off date i.e. 5" September, 2024, may contact Kfin tech on Einward.ris@kfintech.com or call on toll free 1800-309-4001 to obtain the Remote e-voting through electronic means shall not be allowed beyond 5.00 p.m. on 11°

September, 2024

Members present at the meeting through VC / OAVM facility and who had not cast their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM. The instructions for attending the AGM through VC/ OAVM are provided in the Notice of the AGM.

Members who have cast their votes by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM facility, but shall not be allowed to cast their votes

. Aperson 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 only shall be entitled to avail of the facility of remote e-voting as well as e-voting during the AGM.

In case of any grievance in connection with the facility for remote e-voting, the shareholders may refer to the Frequently Asked Questions (FAQs) section/a-voting user manual for shareholders available at the Downloads section on https://evoting.kfintech.com/

Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any echnical issues related to login through Depository i.e. NSDL and CDSL:

a. Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free no .: 1800 1020 990 and 1800 22 44 30.

. Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 022-23058738 or 022-23058542-43

Members who have not registered their email addresses and mobile numbers, are requested to get hem registered with Kfin, by completing the ISR1 form (as per SEBI guidelines). The form can be obtained by following the link: https://karisma.kfintech.com/downloads/2Form ISR-1.pdf or at https://ris.kfintech.com/clientservices/isc/default.aspx

to receive timely communications. Members are requested to carefully read all the Notes set out in the Notice of the AGM and in

Please keep your most updated email id registered with the Company / your Depository Participant

particular, instructions for joining the AGM, manner of casting of votes through remote e-voting and e-voting during the AGM.

For Jupiter Wagons Limited

Date: 19.08.2024 Place: Kolkata

Ritesh Kumar Singh Company Secretary & Compliance Officer Membership No. F9722

केनरा बैंक Canara Bank 🗚 THE SHE SAME SAME OF STREET

Mumbai Borivali East [03166] Branch

I Floor, Thawar Apartment, Opp.Heena Bldg., Main Carter Road, Borivali East, Borivali East S.O Mumbai - 400066. Email :- cb3166@canarabank.com Phone No. 8655963317

DEMAND NOTICE [SECTION 13(2)]

1) Smt. Rubina Liyakatali Khan (Borrower) 122 124, Shirinbai Bldg 3rd Floor, Room No. 30, M E Sarang Marg, Memonwada Dongri, Mumbai Maharashtra - 400003 Also residing At: - 682, Kismat Building, 2nd Floor, Flat No. 3, L J Road, Opp. Paradise Cinema Mahim, Mumbai City, Maharashtra - 400016, Also residing At: Flat No. 303 on 3rd Floor, Building No. C, "Kanhaiya Medows" S. No. 13, Hissa No. 6, Village: Palghar, Near New Life Care Hospital Khanpada Mahim Palghar Road Taluka and District: Palghar Maharashtra 401404, Also residing At: Flat No. 304 on 3rd Floor, Building No. C, "Kanhaiya Medows" S. No. 13, Hissa No. 6, Village: Palghar, Near New Life Care Hospital Khanpada Mahim Palghar Road Taluka and District: Palghar Maharashtra - 401404. 2) Shri Swapnil Madhukar Kini (Guarantor) So. Madhukar Kini Bahadoli, Palghar

Maharashtra - 401401. Dear Sir.

Sub: Demand Notice Under Section 13(2) Of The Securitisation And Reconstruction Of Financial Assets And Enforcement Of Security Interest Act 2002.

That Smt. Rubina Liyakatali Khan (Borrower) has availed the following loans/credit facilities from our Mumbai Borivali East [03166] Branch from time to time:

SL. No.	Loan No.	Nature of Loan Loan/Limit Amount		Liability With Interest as on 08.08.2024	Rate of Interest	
1.	160001767237	619- HOUSING	Rs. 25,00,000.00	Rs.	13.56%(11.20 Contracted + 2.36 penal)	
2.	160001767339	619- HOUSING	Rs. 22.50.000.00	Rs. 23.29.315.00	13.56% (11.20 Contracted + 2.36	

FINANCE | 22,50,000.00 | 23,29,315.00 The above said loan/credit facilities are duly secured by way of mortgage of the assets more Specifically described in the schedule hereunder, by virtue of the relevant documents executed by you in our favour. Since you had failed to discharge your liabilities as per the terms and conditions stipulated, the bank has classified the debt as NPA on **06.08.2024.** Hence, we hereby issue this notice to you under section 13 (2) of the subject Act calling upon you to discharge the entire liability of Rs. 49,17,691/- (Rupees Forty Nine Lakhs Seventeen Thousand Six Hundred Ninety One Only) with accrued and up to date interest and other expenses, within sixty days from the date of the notice, failing which we shall exercise all or any of the rights under

Further, you are hereby restrained from dealing with any of the secured assets mentioned in the schedule in any manner whatsoever, without our prior consent. This is without prejudice to any other rights available to us under the subject Act and/or any other law in force. Your attention is invited to provisions of sub-section (8) of Section 13 of the SARFAESI Act, in

respect of time available, to redeem the secured assets. The demand notice had also been issued to you by Registered Post Ack due to your last known

address available in the Branch record.

Section 13(4) of the subject Act.

Date: 12.08.2024

Place : Mumbai

SCHEDULE The specific details of the assets Mortgaged/Hypothecated are enumerated hereunder:							
Mortgaged/ Hypothecated assets item wise	Detailed Description to be given						
1.	A) EMT of Flat No. 303 on 3 rd Floor, C Building, area adm 54.02 sq mts. (Bullt up area) in the bullding known as "Kanhaiya Medows" constructed on all that piece & parcel of land, bearing Survey No. 13, Hissa No. 6, adm. 810 sq, mtrs., and situated at VillagePalghar, Taluka and District Palghar Near New Life Care Hospital Khanpada Mahim Palghar Road Maharashtra - 401404. Cersai Interest Id 400073114126, Cersai Asset Id 200074524373						
2.	B) EMT of Flat No. 304 on 3 rd Floor, C Building, area adm 54.02 sq mts. (Bullt up area) In the bullding known as "Kanhalya Medows" constructed on all that piece & parcel of land, bearing Survey No. 13, Hissa No. 6, adm. 810 sq. mtrs., and situated at Village: Palghar, Taluka and District: Palghar Near New Life Care Hospital Khanpada Mahim Palghar Road Maharashtra - 401404.						

Authorized Officer/ Divisional Manager CANARA BANK കനറാ ബാങ്ക് केनरा बैंक Canara Bank 🗫

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TENDER NOTICE

Offers are invited under TWO-BID SYSTEM from eligible bidders to carry out Interior, Electrical & Civil Work in Canara Bank Circle Office Kozhikode New premises located at Nadakkavu, Kozhikode,

The details are published in the Bank's Website: http:// www.canarabank.com and Central Public Procurement (CPP) portal www.eprocure.gov.in The necessary application forms may be obtained from General Administration Section Circle Office Kozhikode the OR downloaded from the above Website. Last date for submission is on 09.09,2024 upto 3.00 P.M. Further, communications, corrigendum, amendments, if any, will be hosted in the above websites only. (Sd/-) Assistant General Manager Kozhikode General Administration Section 19.08.2024

Circle Office, Kozhikode

Phoenix ARC Private Limited Regd Office: 3rd Floor, Wallce Tower (earlier known as Shiv Building).

PhoenixARC 139/140/B, Crossing of Sahar Road & Western Express Highway, Vile Parle (E), Mumbai - 400 057, Tel: 022-68492450, Fax: 022-67412313 CIN: U67190MH2007PTC168303 | Email: info@phoenixarc.co.in | Website: www.phoenixarc.co.in

INVITATION FOR EXPRESSION OF INTEREST FOR SALE/ASSIGNMENT OF PORTFOLIO OF NON-PERFORMING ASSETS OF PHOENIX ARC PRIVATE LIMITED Phoenix ARC Private Limited ("Phoenix ARC") has appointed BOB Capital Markets .imited ("BOBCAPS") for assisting & advising Phoenix ARC on the process ("Process

Advisor") & matters incidental thereto in connection with Sale/Assignment of Portfolio of Non-Performing Assets ("NPAs"). The details of Portfolio are as under Classification No. of A/C's Principal O/s as on Terms of Sale of Portfolio April 2024 (Rs. Cr) Secured 420 186.98 100% Upfront Cash

5.60.805 3.363.08 Basis as a Single Lot Unsecured Phoenix ARC invites Expressions of Interest ("EOI") from Asset Reconstruction Companies ("ARCs") as per the Master Direction - Reserve Bank of India (Transfer of oan Exposures) Directions dated September 24, 2021 (updated as on December 28, 2023) and Master Direction - Reserve Bank of India (Asset Reconstruction Companies) dated April 24, 2024 issued by the Reserve Bank of India ("RBI") and as per Phoenix ARC's Policy for Sale/Assignment of Portfolio of NPAs.

The NPAs are being offered as a Single Lot for Sale/Assignment on 100% Upfront Cash basis and the Transfer of assets shall be on "As is where is", "As is what is" basis and "Without recourse basis", i.e. with the risk such credit risk, operational risk, legal risk or any other type of risks associated with the NPAs being transferred to the ARCs and shall not be liable to be revoked for any breach including antecedent breach of any representation and warranty. In the event of non-realization of amount out of assets/securities, Phoenix ARC is not liable to refund anything in part or full. Phoenix ARC reserves right to execute the assignment deed as per Phoenix ARC's format, based on applicable laws.

The Sale/Assignment will be conducted as per the terms & conditions set out in Bid Process Document ("BPD") and as per the procedure set out therein and shall be uploaded on website as described hereinafter

ARCs can conduct due diligence of these assets including access to the Virtual Data Room "VDR") after submitting EOI along with supporting documents, executing a Non-Disclosure Agreement and Undertaking as Annexed in BPD. The last date for access to VDR is 16" September 2024 or such extended date as Phoenix ARC may decide, at the sole discretion of the Phoenix ARC. The format of EOI and BPD are available on the Process Advisor's website

www.bobcaps.in) and Phoenix ARC's website (www.phoenixarc.co.in). Interested ARCs should submit the EOI & necessary documents electronically vide email to sale.process@phoenixarc.co.in & PhoenixARCassignment@bobcaps.in or physically at K/A Mr. Vinay Tibrewal, BOB Capital Markets Limited, 17th Floor, B Wing, Parinee Crescenzo, BKC, Mumbai - 400051. Phoenix ARC will also go for bidding of the Portfolio by Swiss Challenge Process

thereafter. The transfer will be subject to final approval of the competent authority of Phoenix ARC. However, Phoenix ARC reserves the right not to go ahead with the proposed transfer at any stage without assigning any reason. The decision of Phoenix ARC in this regard shall be final and binding.

ARCs shall be under their own obligation to follow all extant guidelines/notification issued by SEBI/RBI/IBA/Gol/other regulators from time to time pertaining to transfer of stressed loan exposure/NPAs. For all updates, amendments, modifications, compendum and information in relation to

the Process, please visit the website (www.bobcaps.in) and (www.phoenixarc.co.in) on In case of any clarifications, please contact the following:

Contact Person Telephone No. Email-ID +91-9820146186 Mr. Vinay Tibrewal PhoenixARCassignment@bobcaps.in Mr. Hemant Gupta +91-9819436276 Mr. Mahesh Malunikar +91- 9920381684 sale.process@phoenixarc.co.in

This advertisement does not constitute and will not be deemed to constitute an offer from or on behalf of Phoenix ARC or any commitment on the part of the Process Advisor. Phoenix ARC/Process Advisor reserve the right to withdraw/suspend/modify the Process or any part thereof, to accept or reject any/all offer(s) at any stage of the process or to vary any terms without assigning any reasons and without any liability. This is not an offer document or an invitation to offer or undertake any sale of securities. . Any extension in timelines/modification in the content of this advertisement will not

necessarily be carried out through another advertisement, but may be notified directly on the website as detailed above and interested ARCs should regularly visit the website to keep themselves updated regarding clarifications, modifications, amendments or extensions. Date: 20" August 2024 Sd/- Authorised Signatory

Place: Mumbai Phoenix ARC Private Limited

S BOBCAPS

E-AUCTION SALE NOTICE UNDER COMPANIES ACT R/W WINDING UP RULES TARULATA TRADING PRIVATE LIMITED (In winding up) Reg. Office: Office no. 33, Shrinaman Plaza, Behind Shoppers Stop, Kandivali (w), Mumbai city- 400067

Bids are invited through e-auction platform of www.eauctions.co.in for sale of following assets of Tarulata Trading Private Limited forming part of the Company Assets by the Liquidator under Rule 166 of the Companies (Winding Up) Rules, 2020 ("Winding-up Rules") read with directions given by the Hon'ble NCLT Mumbai Bench vide order dated 20th June 2024 in IA/ 63(MB)2024 IN CP/310(MB)2021 ("NCLT Order") .:

Asset	Lot	Reserve Price (Rs.)	EMD (Rs.)	BID Increase amount (Rs.)
1387075 Redeemable Preference Shares of Rs.100 each (partly paid Rs.75) of Spectra Realities P v t L t d (CIN:U45400MH2008PTC177867) 1st floor, Ruchi House, Royal Palms, 169, Aarey Colony, Goregoan(e) Mumbai- 400065	1	13,87,07,500	1,38,70,750	1,00,000
882835 Redeemable Preference Shares of Rs.100 each (partly paid Rs.75) of Soyumm Marketing Private Limited (CIN: U51909MH2003PTC140401) Ruchi House, Royal Palms, 169, Aarey Colony, Goregoan E Mumbai-400065	2	8,82,83,500	88,28,350	1,00,000
12513750 Redeemable Preference Shares of Rs.10 each fully paid Ruchi Biofuel Pvt, Ltd. (CIN: U23201MH2007PTC175893) , 614 Tulsiani Chambers, Nariman point Mumbai 400021	3	12,51,37,500	1,25,13,750	1,00,000
800000 Equity Shares of Rs.10 each of Imperial Exports Limited (CIN: U15100MH1991PLC061005) G9 Shop no 12, Jesal Park, Building, Jesal Park Coop Hsg Soc, Bhayander, Thane - 401105	4	80,00,000	8,00,000	1,00,000
4990 Equity Shares of Rs.10 each in Vishal Victory Metal Engineering (P) Limited (CINU40105WB1995PTC074260) 2/G Nilambar Building, 28B, Shakespeare Sarani, Kolkatta-700017	5	49,900	4,990	500
E-Auction date and Time	For all five lots:			

1.Interested applicants may refer relevant E-AUCTION PROCESS INFORMATION DOCUMENT with terms and conditions of online E-Auction, BID form, Eligibility Criteria, Declaration by Bidders, EMD requirement etc., available on www.eauctions.co.in or obtain via email to viswanath.geevis@gmail.com.

18-09-2024 from 10 A.M to 1 P.M

Bid related documents shall be submitted through e-mail in the formats prescribed, followed by originals.

Last date of submission of EOI with all bid documents with EMD is 2 nd September 2024. Other Timelines are given in the relevant E-Auction Process Information

Interested applicant who has deposited EMD and requires assistance in creating login ID and password may contact the Office of the Liquidator @ 88060 00324 or through email at viswanath.geevis@gmail.com

It is clarified that, this invitation purports to invite prospective bidders and does not create any kind of binding obligation on the part of the Liquidator to effectuate the sale. Liquidator reserves the right to extend /defer /cancel and/or modify, delete any of the terms and conditions including timelines of E-Auction at his discretion in the interest of Liquidation Process and/or to reject any bid without any prior notice or assigning any reason whatsoever at any stage of the auction.

E-Auction shall be conducted on "AS IS WHERE IS", "AS IS WHAT IS" "WHATEVER THERE IS" and "NO RECOURSE" basis only.

The sale of assets under this agreement is subject to confirmation by the Hon'ble National Company Law Tribunal (NCLT) in accordance with Rule 165 of the Companies (Winding Up) Rules, 2020

Date: 20" August 2024 Place: Pune

Hajib Raghavan Viswanath Liquidator - Tarulata Trading Private Limited (Regn No: IBBI/IPA-001/IP-01761/2019-2020/12676) AFA valid till - 31st December 2025

PPFAS Mutual Fund

PPFAS Asset Management Private Limited (Investment Manager to PPFAS Mutual Fund)

Registered Office: - 81/82, 8th Floor, Sakhar Bhavan, Ramnath Goenka Marg, 230 Nariman Point, Mumbai - 400 021, Maharashtra, India. Tel.: 91 22 6140 6555 Fax: 91 22 6140 6590. E-mail: mf@ppfas.com. Website: www.amc.ppfas.com CIN No: - U65100MH2011PTC220623

NOTICE CUM ADDENDUM TO THE SCHEME INFORMATION DOCUMENT (SID) AND KEY INFORMATION MEMORANDUM (KIM) OF ALL SCHEMES AND STATEMENT OF ADDITIONAL INFORMATION (SAI) OF

PPFAS MUTUAL FUND ('THE FUND') Launch of "PPFAS Corp" Web Application

Investors/Unitholders are hereby informed that PPFAS Mutual Fund proposes to launch a new web app "PPFAS

Corp" with effect from August 20, 2024. PPFAS Corp offers secure, online investment management for existing corporate entities. Transactions through this app function similarly to those on PPFAS SelfInvest App, with an additional layer of initiators and approvers. This ensures that every transaction is reviewed and authorized before processing, followed with the resolutions approved by the Board of Directors of the respective Companies. Onboarding of new Companies (creating a new folio) will continue to happen offline.

PPFAS Corp can be accessed at www.corp.ppfas.com.

The provisions below shall stand modified in the SID, KIM of the respective scheme and SAI of the Fund under section "Special Products/Facilities available":

Investment through "PPFAS Corp" (Web App)

PPFAS Mutual Fund has launched 'PPFAS Corp,' a web application. The Web Application facility shall be considered an "official point of acceptance of transactions." Please note the uniform cut-off timing as prescribed by SEBI from time to time and as mentioned in the Scheme Information Documents (SIDs) of the respective schemes shall be applicable for transactions received through this facility. Existing investors must submit a registration form to the PPFAS Mutual Fund offices, along with the Board resolution and a list of Authorized Signatories, including their contact details, to gain login access to PPFAS Corp. AMC may request additional documents if needed, and the list of required documents may change over time based on rules and regulations as amended from time to time.

Key Feature: Additional purchases and redemption.

All transactions through this app are subject to such limits, operating guidelines, and Terms and Conditions as may be prescribed by PPFAS AMC from time to time. This facility shall be governed by the terms and conditions of the relevant scheme in which the investment is being made. PPFAS AMC reserves the right to introduce, change, modify, or withdraw the features available in this facility from time to time.

This addendum forms an integral part of the Scheme Information Document and Key Information Memorandum of all schemes and SAI of PPFAS Mutual Fund, read with the addenda issued from time to time.

> For PPFAS Asset Management Private Limited (Investment Manager to PPFAS Mutual Fund)

Place: Mumbai Date: 19.08.2024

MUTUAL FUND INVESTMENTS ARE SUBJECT TO MARKET RISKS. READ ALL SCHEME RELATED DOCUMENTS CAREFULLY.



Director

FLORA TEXTILES LIMITED

Registered Office: No. 23, Bharathi Park Road, Coimbatore -641 043, Tamil Nadu, India; Tel: +91 22 2447395; Email: floratex1@gmail.com; Website: www.floratextiles.in; Corporate Identification Number: L17111TZ1993PLC004290

Recommendations of the Committee of Independent Directors ("IDC") of Flora Textiles Limited ("Target Company") under Regulation 26(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations") in relation to the Open Offer made by Oilmax Energy Private Limited ("Acquirer"), to the Public Shareholders of the Target Company. August 19, 2024

Date	Flora Textiles Limited				
Name of the Target Company					
Details of the Offer pertaining to Target Company	The Open Offer is being made by the Acquirer in terms of Regulations 3 (1 and 4 of the SEBI (SAST) Regulations for acquisition of up to 15,60,000 (Fifteen Lakh Sixty Thousand) fully paid-up Equity Shares of face value of ₹10/- each ("Equity Shares"), representing 26% of the total voting share capital of the Target Company on a fully diluted basis, as of the tenth working day from the closure of the tendering period of the open offer from the eligible shareholders of the Target Company for cash at a price of ₹ 10/- (Rupees Ten only) per Equity Share ("Open Offer")				
Name of the Acquirers and PAC with the acquirer	Acquirer - Oilmax Energy Private Limited There are no PAC(s) with the Acquirer for the purpose of Open Offer.				
Name of the Manager to the offer	Saffron Capital Advisors Private Limited 605, Sixth Floor, Centre Point, J. B. Nagar, Andheri (East), Mumbai - 400 059; Tel. No.: +91 22 49730394; Email id: openoffers@saffronadvisor.com Website: www.saffronadvisor.com Investor grievance ld: investorgrievance@saffronadvisor.com SEBI Registration Number: INM 000011211 Contact Person: Ms. Pooja Jain/ Mr. Saurabh Gaikwad				
Members of the Committee of Independent Directors ("IDC")	a) Mr. Rahul Maheshwari (DIN: 07084721) - Chairperson b) Ms. Payai Bafna (DIN: 09075302) - Member				
IDC Member's relationship with the Target Company (Director, Equity shares owned, any other contract / relationship), if any	i). All the IDC Members are Non-Executive Independent Directors on the Board of the Target Company. ii). Further, the members of IDC confirm that they do not hold any Equity Shares or other securities in the Target Company. iii). Other than their position as Directors of the Target Company, there are no other contracts or relationship with the Target Company.				
Trading in the Equity shares/other securities of the Target Company by IDC Members	None of the IDC Members have traded in Equity Shares / other securities of the Target Company during the: i). 12 (twelve) months prior to the date of Public Announcement (PA) dated May 15, 2024, and ii). period from the date of the PA till the date of this recommendation				
IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any.	None of the IDC Members holds any contracts, nor have any relationship with the Acquirers.				
Trading in the Equity shares/other securities of the acquirer by IDC Members	Not Applicable				
Recommendation on the Open offer, as to whether the offer, is or is not, fair and reasonable	Based on the review, i) The IDC Members are of the view that the Offer Price of ₹ 10/- per Equit Share is in line with the parameters prescribed by the SEBI (SAST) Regulations and the same is fair and reasonable; ii). However, IDC Members would like to draw the attention of the shareholders that, the Equity Shares of the Target Company are trading or BSE at a price that is higher than the Offer Price; and iii) It is advised to the shareholders to independently evaluate the open offer vis-à-vis current share price and take an informed decision before				

participating in the Offer.

on May 24, 2024;

1. The IDC Members have reviewed:

2. The IDC members also noted that:

a) Public Announcement ("PA") dated May 15, 2024;

c) Draft Letter of Offer ("DLOF") dated May 30, 2024

d) Letter of Offer ("LOF") dated August 09, 2024; and

b) Detailed Public Statement ("DPS") dated May 23, 2024, was published

a) The Equity Shares of the Target Company are infrequently traded in

terms of Regulations 2(1)(j) of the SEBI (SAST) Regulations.

b)The Offer Price is in accordance with Regulation 8(2) of the SEBI (SAST) with unlimited extension of 5 minutes each c)The Offer Price is higher than or equal to (i) negotiated price under the Share Purchase Agreement executed on May 15, 2024, and (ii) the price determined by the Acquirer and the Manager taking into account valuation

Disclosure of the voting pattern

Details of Independent Advisors, if any.

Any other matter to be highlighted

Summary of reasons for recommendation

parameters per Equity Share including, book value, comparable trading multiples, and such other parameters as are customary for valuation of Based on above, the IDC Members are of the view that the Offer Price of

₹10/- per Equity Shares is in line with the parameters prescribed by SEBI (SAST) Regulations. These recommendations were unanimously approved by the Members of

To the best of our knowledge and belief, after making proper engulry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the Regulations.

> For and on behalf of the Committee of Independent Directors of Flora Textiles Limited

Rahul Maheshwari Place: Coimbatore Chairperson IDC Date: August 19, 2024 DIN: 07084721 &

None

None

Terms not defined herein carry the meaning ascribed to them in the Letter of Offer dated August 09, 2024.

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