

JAIMIN GUPTA

Address: 3, Rajpath Highway Society, Behind Rajpath Club, S G Highway, Behind Nova
Village, Bodakdev, Ahmedabad, Gujarat – 380 054

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No: C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.
Scrip Symbol: AARVEEDEN

To,
BSE Limited
Phiroze Jejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 514274

**Sub: Disclosure under regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011 (“SEBI (SAST) Regulations”)**

Scrip Code: AARVEEDEN | 514274

Dear Sir/Madam,

In compliance with the provisions of Regulation 29(1) of SEBI (SAST) Regulations, I, Jaimin Kailash Gupta, hereby enclose the disclosure with regard to acquisition of Equity Shares of Aarvee Denims and Exports Limited (“**Target Company**”) pursuant to the consummation of transaction as contemplated in the Share Purchase Agreement dated September 05, 2024 (SPA) read with amendment to SPA dated 15th January, 2025 made in accordance with the provisions of SEBI (SAST) Regulations.


We further confirm that, due to execution of the aforesaid transaction, my individual shareholding in the Target Company shall be 34,94,039 Equity Shares representing 14.89% of paid-up equity share capital of the Target Company and collectively with PACs our shareholding shall be 37,18,218 Equity Shares representing 15.85% of paid-up equity share capital of the Target Company.

Accordingly, enclosed herewith the requisite disclosure under Regulation 29(1) of SEBI (SAST) Regulations.

Kindly take the same on record.

Thanking you.

For & on behalf of Acquirer and PACs



Jaimin Kailash Gupta
Acquirer

Date: February 12, 2025

Place: Ahmedabad

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Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A-Details of the Acquisition

| | | | |
|--|---|--|--|
| Name of the Target Company (TC) | Aarvee Denims and Exports Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Name of the Acquirer: 1. Jaimin Kailash Gupta Persons Acting in Concert (PAC) with the Acquirer: 1. Tarachand Gangasahay Agrawal 2. Qmin Industries Limited | | |
| Whether the acquirer belongs to Promoter / Promoter group | No* | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Limited and National Stock Exchange of India Limited | | |
| Details of the acquisition as follows | Number | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total Diluted share/voting capital of the TC |
| Before the acquisition under consideration, holding of acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | | | |
| Name of the Acquirer: | | | |
| 1. Jaimin Kailash Gupta | 31,35,617 | 13.37% | 13.37% |
| Persons Acting in Concert (PAC) with the acquirer: | | | |
| 1. Tarachand Gangasahay Agrawal | Nil 2,24,179 | Nil 0.96% | Nil 0.96% |
| 2. Qmin Industries Limited | 33,59,796 | 14.32% | 14.32% |
| Total | | | |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | Nil | Nil | Nil |
| c) Voting rights (VR) otherwise than by shares | Nil | Nil | Nil |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | Nil | Nil | Nil |
| Total (a+b+c+d) | 33,59,796 | 14.32% | 14.32% |
| Details of acquisition | | | |
| a) Shares carrying voting rights acquired | | | |

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| | | | |
|--|--|---------------|---------------|
| Jaimin Kailash Gupta | 3,58,422 | 1.53% | 1.53% |
| Persons Acting in Concert (PAC) with the acquirer: | | | |
| 1. Tarachand Gangasahay Agrawal | Nil | Nil | Nil |
| 2. Qmin Industries Limited | Nil | Nil | Nil |
| Total | 3,58,422 | 1.53% | 1.53% |
| b) VRs acquired otherwise than by equity shares | Nil | Nil | Nil |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired | Nil | Nil | Nil |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | | | |
| Total (a+b+c+/-d) | 3,58,422 | 1.53% | 1.53% |
| After the acquisition, holding of acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | | | |
| Name of the Acquirer: | | | |
| 1. Jaimin Kailash Gupta | 34,94,039 | 14.89% | 14.89% |
| Persons Acting in Concert (PAC) with the Acquirer: | | | |
| 1. Tarachand Gangasahay Agrawal | Nil | Nil | Nil |
| 2. Qmin Industries Limited | 2,24,179 | 0.96% | 0.96% |
| Total | 37,18,218 | 15.85% | 15.85% |
| b) VRs otherwise than by equity shares | Nil | Nil | Nil |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | Nil | Nil | Nil |
| d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | Nil | Nil | Nil |
| Total (a+b+c+d) | 37,18,218 | 15.85% | 15.85% |
| Mode of acquisition (e.g., open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.) | Off-market transfer pursuant to consummation of transaction as contemplated in the Share Purchase Agreement dated September 05, 2024 read with amendment to SPA dated 15 th January, 2025 | | |

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| | |
|---|--|
| Salient features of the securities acquired including time till redcmption, ratio at which it can be converted into equity shares, etc. | Equity Shares of the Target Company. |
| Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | February 10,2025 |
| Equity share capital / total voting capital of the TC before the said acquisition | ₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face value of ₹ 10/- each. |
| Equity share capital/ total voting capital of the TC after the said acquisition | ₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face value of ₹ 10/- each. |
| Total diluted share/voting capital of the TC after the said acquisition | ₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face value of ₹ 10/- each. |

Note:

**Jaimin Kailash Gupta has acquired 3,58,422 Equity Shares pursuant to Share Purchase Agreement dated 5th September, 2024(SPA) and subsequent Amendment Agreement dated 15th January, 2025(Amended SPA). Upon completion of the Transaction as contemplated under the SPA and subject to compliance with SEBI (SAST) Regulations, the Acquirer and PACs will acquire control over the Target Company and the Acquirer shall be classified as promoter of the Target Company and the PACs shall be classified as promoter group of the Target Company, in accordance with the provisions of the SEBI (LODR) Regulations.*

The details of Acquirer and PACs are given in part B.

For & on behalf of the Acquirer & PACs



Jaimin Kailash Gupta (Acquirer)

Place: Ahmedabad

Date: February 12, 2025