

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,
ESE Limited
Phiroze Jeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 514274

Sub: Disclosure under regulation 29(2) 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(2) 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 January 15, 2025 made in accordance with the provisions of SEBI (SAST) Regulations.

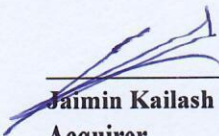
We further confirm that, due to execution of the aforesaid transaction, my individual shareholding in the Target Company shall be 34,94,039 Equity Shares representing 14.89% of paid-up equity share capital of the Target Company and collectively with PACs our shareholding shall be 37,18,218 Equity Shares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

Accordingly, enclosed herewith the requisite disclosure under Regulation 29(2) 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 13, 2025

Place: Ahmedabad

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Disclosures under Regulation 29(2) 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:			
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	Nil	Nil
2. Qmin Industries Limited	2,24,179	0.96%	0.96%
Total	33,59,796	14.32%	14.32%
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			
Jaimin Kailash Gupta	3,58,422	1.53%	1.53%

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<p>Persons Acting in Concert (PAC) with the acquirer:</p> <p>1. Tarachand Gangasahay Agrawal 2. Qmin Industries Limited Total</p>	<p>Nil Nil 3,58,422</p>	<p>Nil Nil 1.53%</p>	<p>Nil Nil 1.53%</p>
<p>b) VRs acquired otherwise than by equity shares</p> <p>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</p> <p>d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</p> <p>Total (a+b+c+/-d)</p>	<p>Nil Nil</p>	<p>Nil Nil</p>	<p>Nil Nil</p>
<p>After the acquisition, holding of acquirer along with PACs of:</p> <p>a) Shares carrying voting rights</p> <p style="padding-left: 20px;">Name of the Acquirer:</p> <p>1. Jaimin Kailash Gupta</p> <p style="padding-left: 20px;">Persons Acting in Concert (PAC) with the Acquirer:</p> <p>1. Tarachand Gangasahay Agrawal 2. Qmin Industries Limited Total</p> <p>b) VRs otherwise than by equity shares</p> <p>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</p> <p>d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</p> <p>Total (a+b+c+d)</p>	<p>34,94,039</p> <p>Nil 2,24,179 37,18,218</p> <p>Nil Nil</p> <p>Nil</p> <p>37,18,218</p>	<p>14.89%</p> <p>Nil 0.96% 15.85%</p> <p>Nil Nil</p> <p>Nil</p> <p>15.85%</p>	<p>14.89%</p> <p>Nil 0.96% 15.85%</p> <p>Nil Nil</p> <p>Nil</p> <p>15.85%</p>
<p>Mode of acquisition (e.g., open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)</p> <p>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p> <p>Equity share capital / total voting capital of</p>	<p>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 15th January, 2025.</p> <p>February 10, 2025</p> <p>₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face</p>		

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the TC before the said acquisition	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 September 5, 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 13, 2025