



NAVIGANT CORPORATE ADVISORS LIMITED

Regd. Office: 804, Meadows, Bonanza, Sahar Plaza Complex, J B Nagar, Andheri-Kurla Road,
Andheri (East) Mumbai-400 059; **Tel:** +91-22- 4120 4837 / +91 22 4973 5078

Email: navigant@navigantcorp.com; **Website:** www.navigantcorp.com (CIN: L67190MH2012PLC231304)

Date: 06.02.2025

The Manager
Dept. of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Sub: Submission of Pre- Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 of Mizzen Ventures Limited (Formerly known as Jyothi Infraventures Limited) (BSE Code: 531537)

Ref.: Open Offer to acquire upto 57,21,300 equity shares of Rs. 10/- each at a price of Rs. 10/- per fully paid-up Equity Share of Mizzen Ventures Limited ('Target Company') representing 26.01% of the expanded equity and voting share capital by Mr. Sandeep Dsilva (Acquirer -1), Mr. Anil Anand Khot (Acquirer -2), Mr. Nimesh Sahadeo Singh (Acquirer -3), Mr. Chetan Mehrotra (Acquirer -4), Mr. Rajiv Jaisukhlal Vaghani (Acquirer -5) And Mr. Hiren Kishor Deshpande (Acquirer -6) (Acquirer-1, Acquirer-2, Acquirer-3, Acquirer-4, Acquirer-5 and Acquirer-6 hereinafter collectively referred to as the "Acquirers")

Dear Sir,

This is with reference to the above please find the Pre Offer Advertisement in terms of Regulation 18 (7) of SEBI SAST (Regulations), 2011 hard and soft copy being issued by us on behalf of captioned Acquirers with regard to open offer for acquisition of Equity Shares of Mizzen Ventures Limited (Target Company) by Acquirers which was published on 06th February, 2025 in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Pratahkaal - Marathi Daily (Mumbai edition) and Prajajyothi - Telugu Daily - (Rangareddy -Telangana edition).

We certify that the contents of the PDF format in soft copy are identical with the hard copy of Pre- Offer Advertisement.

Thanks & Regards,

For Navigant Corporate Advisors Limited



Sarthak Vijlani
Managing Director

MIZZEN VENTURES LIMITED

(Formerly known as Jyothi Infraventures Limited) ("MVL"/ "TARGET COMPANY" / "TC")

(Corporate Identification No. L70200TG1995PLC019867)

Registered Office: Flat No 704, D Block Tower A, Aparna heights, Kondapur Main Road, Laxmi Nagar, Kondapur, K. V. Rangareddy, Serilingampally, Telangana, India, 500084;

Phone No.: +91- 8639410322; Email id: cs@jyothiinfra.com; Website: www.jyothiinfra.com

This Advertisement is being issued by Navigant Corporate Advisors Limited, on behalf of Mr. Sandeep Dsilva ("Acquirer-1"), Mr. Anil Anand Khot ("Acquirer-2"), Mr. Nimesh Sahadeo Singh ("Acquirer-3"), Mr. Chetan Mehrotra ("Acquirer-4"), Mr. Rajiv Jaisukhlal Vaghani ("Acquirer-5") and Mr. Hiren Kishor Deshpande ("Acquirer-6") (Acquirer-1, Acquirer-2, Acquirer-3, Acquirer-4, Acquirer-5 and Acquirer-6 hereinafter collectively referred to as the "Acquirers") pursuant to regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations") in respect of Open Offer ("Offer") for the acquisition up to 57,21,300 Equity Shares of Rs. 10/- each representing 26.01%* of the expanded equity and voting share capital of the Target Company. The Detailed Public Statement ("DPS") pursuant to the Public Announcement ("PA") made by the Acquirers have appeared in Financial Express - English Daily (all editions); Jansatta - Hindi Daily (all editions); Pratahkaal - Marathi Daily (Mumbai edition); Prajayothi - Telugu Daily - (Rangareddy - Telangana edition) on 23rd August, 2024.

- The Offer Price is Rs. 10.00/- (Rupee Ten Only) per equity share payable in cash ("Offer Price").
- Committee of Independent Directors ("IDC") of the Target Company are of the opinion that the Offer Price of Rs. 10.00/- (Rupees Ten Only) offered by the Acquirers is in accordance with the relevant regulations prescribed in the Takeover Code and prima facie appear to be justified. The recommendation of IDC was published in the aforementioned newspapers on 05th February, 2025.
- There has been no competitive bid to this Offer.
- The completion of dispatch of The Letter of Offer ("LOF") to all the Public Shareholders of Target Company was completed on 30th January, 2025.
- Please note that a copy of the LOF is also available on the website of Securities and Exchange Board of India (SEBI), www.sebi.gov.in and also on the website of Manager to the Offer, www.navigantcorp.com and shareholders can also apply on plain paper as per below details:
Eligible Person(s) may participate in the Offer by approaching their respective Broker/Selling Broker and tender Shares in the Open Offer as per the procedure along with other details.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on 30th August, 2024. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its Letter No. SEBI Observation Letter no. SEBI/HO/CFD/RAC/DCR-2/P/OW/2404/2025 dated January 22, 2025 which have been incorporated in the LOF.
- Any other material changes from the date of PA:** Nil
- Schedule of Activities:

Activity	Original Date	Original Day	Revised Date	Revised Day
Public Announcement	16.08.2024	Friday	16.08.2024	Friday
Publication of Detailed Public Statement in newspapers	23.08.2024	Friday	23.08.2024	Friday
Submission of Detailed Public Statement to BSE, Target Company & SEBI	23.08.2024	Friday	23.08.2024	Friday
Last date of filing draft letter of offer with SEBI	30.08.2024	Friday	30.08.2024	Friday
Last date for a Competing offer	13.09.2024	Friday	13.09.2024	Friday
Receipt of comments from SEBI on draft letter of offer	23.09.2024	Monday	22.01.2025	Wednesday
Identified date*	25.09.2024	Wednesday	24.01.2025	Friday
Date by which letter of offer be dispatched to the shareholders	03.10.2024	Thursday	31.01.2025	Friday
Last date for revising the Offer Price	08.10.2024	Tuesday	05.02.2025	Wednesday
Comments from Committee of Independent Directors of Target Company	08.10.2024	Tuesday	05.02.2025	Wednesday
Advertisement of Schedule of activities for open offer, status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchange and Target Company	09.10.2024	Wednesday	06.02.2025	Thursday
Date of Opening of the Offer	10.10.2024	Thursday	07.02.2025	Friday
Date of Closure of the Offer	23.10.2024	Wednesday	21.02.2025	Friday
Post Offer Advertisement	30.10.2024	Wednesday	03.03.2025	Monday
Payment of consideration for the acquired shares	07.11.2024	Thursday	10.03.2025	Monday
Final report from Merchant Banker	14.11.2024	Thursday	18.03.2025	Tuesday

*Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the Acquirers, promoter and Selling Company) are eligible to participate in the Offer any time before the closure of the Offer.

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and LOF.

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS**NAVIGANT CORPORATE ADVISORS LIMITED**

804, Meadows, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri East, Mumbai - 400059.

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SEBI Registration No: INM000012243

Contact person: Mr. Sarthak Vijiani



Place : Mumbai

Date : February 05, 2025