

Date: 18/10/2024

Tο,

The Bombay Stock Exchange Limited, The Calcutta St. PJ Towers, Dalal Street 7, Lyons Range

P. J. Towers, Dalal Street, Mumbai - 400001.

Scrip Code: 540135

The Calcutta Stock Exchange Limited

7, Lyons Range, Kolkata- 700 001 Scrip Code: 011278

Subject: Rights issue of ARC Finance Limited (the "Company") - Newspaper advertisement of extract of notice of opening of Rights Issue

Dear Sir/Mam,

Pursuant to Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 84 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Company has given Newspaper Advertisement on 18<sup>th</sup> October, 2024 of notice of opening of Rights Issue of Equity shares.

- 1. Financial Express (English) All Editions
- 2. Jansatta- (Hindi) All Editions
- 3. Arthik Lipi (Bengali)

You are requested to take the above on record.

For, ARC Finance Limited

Virendra Kumar Soni Managing Director DIN: 08554333



This is only an advertisement for information purpose and not for publication, distribution or release directly or indirectly outside India. This is not an announcement for the offer document. All capitalized term used and not defined herein shall have the meaning assigned to them in the Letter of offer dated 10th October 2024 (the "Letter of Offer" or "LOF") filled with the Stock Exchange and namely BSE Limited ("BSE")("Stock Exchange") and the securities and Exchange Board of India ("SEBI")



Registered Office: 18, Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No.3, Kolkata, West Bengal-700001, India

Contact Number: +91 8910637014; Contact Person: Somnath Chitrakar, Director and Chief Financial Officer; E-mail Address: arcrightissue24.25@gmail.com; Website: www.arcfinance.in; Corporate Identity Number: L51909WB1982PLC035283

## **OUR PROMOTERS**

S K GROWTH FUND PRIVATE LIMITED

## FOR CIRCULATION TO ELIGIBLE EQUITY SHAREHOLDERS OF ARC FINANCE LIMITED

## ISSUE DETAILS, LISTING AND PROCEDURE

RIGHTS ISSUE OF UPTO 40,39,60,000 EQUITY SHARES OF FACE VALUE OF ₹1.00/- (RUPEES ONE ONLY) EACH OF OUR COMPANY (THE 'RIGHTS EQUITY SHARES') FOR CASH AT A PRICE OF ₹1.20/- (RUPEES ONE AND TWENTY PAISA ONLY) PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹0.20 (TWENTY PAISA] ONLY) PER RIGHTS EQUITY SHARE) AGGREGATING TO ₹ 4847.52/- LAKHS\* ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 4 RIGHT EQUITY SHARE FOR EVERY 5 FULLY PAID UP EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON 10th OCTOBER, 2024 (THE 'ISSUE'). FOR FURTHER DETAILS, SEE 'TERMS OF THE ISSUE' BEGINNING ON PAGE 142. THE RIGHTS ISSUE PRICE IS 1.20 TIMES THE FACE VALUE OF THE EQUITY SHARES. \*assuming full subscription.

# **ISSUE OPENS ON** MONDAY, OCTOBER 21, 2024

\*Eligible Equity Shareholders are requested to ensure that renunciation through off market transfer is completed in such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the Issue Closing Date.

\*\*Rights Issue Committee will have the right to extend the Issue Period as it may determine from time to time but not exceeding 30 (Thirty) days from the Issue Opening Date (inclusive of the Issue Skyline Financial Services Pvt. Ltd Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi 110020. Issue Closing date.

### Process for Making an Application in the issue

In accordance with Regulation 76 of the SEBI ICDR Regulations and the SEBI Right issue Contact Person: Anuj Rana; Circulars, all investors desiring to make an application in this issue basis the Right Entitlement SEBI Registration Number: INR000003241; credited in their respective demat accounts or demat suspense escrow account, as applicable. For further details the Right Entitlement and demat Suspense escrow account, please see "Terms of the Issue- Credit of Right Entitlement in demat accounts of eligibility Equity

"We understand that neither the Highlis Entitlements not the Fights Entitlements not the Fights Entitlement in demat accounts of eligibility Equity

will be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), (inclusive of the issue Opening Date)

Please note that one single Application Form shall be used by Investors to make Applications for the Lead Manager and portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Dale and applying Accounts on or before the Issue Close in this Issue, as applicable. In case of Investors who have provided details of demat account in accordance with the SEBI ICDR

Investors may apply for the Rights Equity Shares by submitting the Application Form to the

in the Application Form or while submitting application through online/electronic participate in this issue under the securities laws of their jurisdiction Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details, please see "Terms of the Issue- Grounds for Technical Rejection" on page 163 of the Letter of Offer. Our Company, the Lead Manager, the Registrar to the Issue and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Investors.

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to of residence. accept the offer to participate in this Issue by making plain paper Applications. Please note that We hereby make the representations, warranties, acknowledgments and agreements set forth in CFD/DIL2/CIR/P/2020/13 dated January 22, 2020. For the purposes of this Issue, the designated the SEBI ICDR Regulations are specified in the plain paper application and that Eligible Equity Restrictions" On Page 137 Of the Letter Of Offer. Shareholders making an application in this Issue by way of plain paper applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see "Terms of ASBA process" on page 157 of the Letter of Offer.

## Options available to the Eligible Equity Shareholders.

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that agreements". the Eligible Equity Shareholder is entitled to.

## Making of an Application through the ASBA process

An Investor is required to have an ASBA enabled bank account with SCSBS, prior to making the NOTICE TO INVESTORS Application. Investors desiring to make an Application in this Issue, may submit the Application to block Application Money payable on the Application in their respective ASBA Accounts.

Account equivalent to the Application Money mentioned in the Application Form, as the case may restrictions. For details, see 'Selling Restrictions' on page 139 of the Letter of Offer. be, at the time of submission of the Application

https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34.

2013, it is clarified that for making Applications by SCSBS on their own account using ASBA propose to dispatch the issue materials shall not be signed the issue materials. registered SCSB(s). Such account shall be used solely for the purpose of making an Application company the registrar to the issues the lead manager and the stock exchange in this Issue and clear demarcated funds should be available in such account for such an No action has been or will be taken to permit the issue in any jurisdiction where action would be

Making of an Application through the ASBA process' on page 157 of the Letter of Offer."

## APPLICATION ON PLAIN PAPER UNDER ASBA PROCESS:

shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such equity shares or the right and entitlement referred to in such issue materials. provided an Indian address.

even if it is received subsequently.

of the Designated Branch of the SCSB before the Issue Closing Date and should contain the offer.

following particulars: 1) Name of our Company, being ARC Finance Ltd;

order and as per specimen recorded with our Company or the Depository);

3) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical

form as on Record Date)/DP and Client ID:

the Equity Shares applied for pursuant to this Issue; 5) Number of Equity Shares held as on Record Date;

6) Allotment option-only dematerialised form; 7) Number of Rights Equity Shares entitled to;

8) Number of Rights Equity Shares applied for within the Rights Entitlements;

Entitlements have been applied for);

10) Total number of Rights Equity Shares applied for;

11) Total amount paid at the rate of Rs. 1.20 per Rights Equity Share;

sequence and order as they appear in the records of the SCSB):

branch of the relevant SCSB;

address. details of the NRE/FCNR/NRO account such as the account number, name, application and should not be copied or risk distributed. address and branch of the SCSB with which the account is maintained:

Application Money in the ASBA Account: 15) Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same

# LAST DATE FOR ON MARKET RENUCIATIONS\*: **TUESDAY, NOVEMBER 12, 2024**

16) An approval obtained from any regulatory authority, if required, shall be obtained by the acquire the right identity refer to the issue materials any person who makes an application to may be required, shall be sent to the Registrar at:

Contact Number: +011- 26812682/83, +91 9953022028

Investor grievance e-mail: info@skylinerta.com Website: www.skylinerta.com

17. All such Eligible Equity Shareholders are deemed to have accepted the following:

or any United States state securities laws, and may not be offered, sold, resold or otherwise If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges transferred within the United States or to the territories or possessions thereof (the "United and the Application Money is not blocked with the SCSB or if the Application Form is not all Rights Entitlements available in a particular demat account or entire respective Our Company, States"), except pursuant to an exemption from, or in a transaction not subject to, the registration accepted at the R-WAP, on or before the Issue Closing Date or such date as may be requirements of the U.S. Securities Act. We understand the Rights Equity Shares and the Rights extended by our Board or any committee thereof, the invitation to offer contained in this Entitlements referred to in this application are being offered and sold in offshore transactions Letter of Offer shall be deemed to have been declined and our Board or any committee outside the United States in compliance with Regulation under the U.S. Securities Act ("Regulation thereof shall be at liberty to dispose of the Rights Equity Shares hereby offered, as S") to existing shareholders located in jurisdictions where such offer and sale of the Rights Equity provided under the section Terms of Issue on page number 142 of the LOF. Regulations, such Investors will have to apply for the Rights Equity Shares from the same demat Shares and/ or Rights Entitlements are permitted under laws of such jurisdictions. We understand ALLOTMENT ONLY IN DEMATERIALISED FORM account in which they are holding the Rights Entitlements and in case of multiple demat accounts, that the Issue is not, and under no circumstances is to be construed as, an offering of any Rights

The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialised form. Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who offer to buy or transfer any of the said Rights Equity Shares or Rights Entitlements in the United hold Equity Shares in physical form as on Record Date; or (b) the Eligible Equity Shareholders, Designated Branch of the SCSB or online/electronic Application through the website of the SCSBS States. we confirm that I am/we are (a) not in the United States and eligible to subscribe for the who hold Equity Shares in physical form as on Record Date and who have not furnished the who hold Equity Shares in physical form as on Record Date and who have not furnished the subscribe for the states. (if made available by such SCSB) for authorising such SCSB to block Application Money payable Rights Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions details of their demat account to the Registrar or our Company at least two Working Days prior applicable to such person in connection with the issue, and (c) understand that neither the to the Issue Closing Date, desirous of subscribing to Rights Equity Shares may also apply in Investors are also advised to ensure that the Application Form is correctly filled up stating Company, nor the Registrar, the Lead Manager or any other person acting on behalf of the this Issue during the Issue Period subject to certain conditions. Such resident Eligible Equity therein the ASBA Account in which an amount equivalent to the amount payable on Company will accept subscriptions from any person, or the agent of any person, who appears to Application as stated in the Application Form will be blocked by the SCSB. Investors be, or who the Company, the Registrar, the Lead Manager or any other person acting on behalf of should note that they should very carefully fill-in their depository account details and PAN the Company have reason to believe is in the United States or is outside of India and ineligible to Equity Shareholders holding Equity Shares in physical form" and "Terms of the Issue - Allotment I/We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be Letter of Offer.

acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE authorized or to any person to whom it is unlawful to make such offer, sale or invitation. We STOCK EXCHANGES ONLY IN DEMATERIALISED FORM. satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of my/our jurisdiction

the section of the Letter of Offer titled "Other Regulatory and Statutory disclosures-Selling stock exchange is BSE Limited.

I/We understand and agree that the Rights Entitlements and Rights Equity Shares may not be the Issue-Making of an Application by Eligible Equity Shareholders on Plain Paper under reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. We acknowledge that we, the Lead Manager, DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange): It is to be distinctly understood its affiliates and others will rely upon the truth and accuracy of the foregoing representations and that the permission given by BSE Limited should not, in anyway, be deemed or construed that

If the Eligible Equity Shareholder applies in the Issue, then such Eligible Equity Shareholder can:1) Entitlements credited to the same demat account or in demat suspense escrow account, as advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Apply for its Rights Equity Shares to the full extent of its Rights Entitlements, or 2) Apply for its applicable, including cases where an Investor submits Application Forms along with a plain paper beginning on page 139 of the LOF. Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other Application, such Applications shall be liable to be rejected. Investors are requested to strictly Escrow Collection Bank: Axis Bank Limited part); or 3) Apply for its Rights Equity Shares to the extent of part of its Rights Entitlements and adhere to these instructions. Failure to do so could result in an Application being rejected, with our Allotment Account Bank: Axis Bank Limited renounce the other part of its Rights Entitlements; or 4) Apply for its Rights Equity Shares to the Company, the Lead Manager and the Registrar to the Issue not having any liability to the Investor. Refund Banker full extent of its Rights Entitlements and apply for additional Equity Shares; or 5) Renounce its The plain paper Application format will be available on the Website of the Registrar to the Issue at DISPATCH AND AVAILABILITY OF ISSUE MATERIALS https://rights.kfintech.com. Our Company, the Lead Manager and the Registrar to the Issue shall In accordance with the SEBI (ICDR) Regulations, ASBA Circular, SEBI Rights Issue Circulars, not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the our Company will send/dispatch at least 3 (Three) days before the Issue Opening Date, the Investors' ASBA Accounts on or before the Issue Closing Date.

Form in physical mode to the Designated Branches of the SCSB or online/electronic Application Entitlement Letter, any other issue material (collectively 'Issue Documents'), and issue of Rights does not result in and may not be construed as, a public offering in such jurisdictions. In through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the SCSBs (if made available by such SCSB) for authorizing such SCSB in the scale of the scal outside India may be restricted by the legal requirements prevailing in those jurisdictions. Persons will be sent only to their valid e-mail address and in case the Eligible Shareholders have not Investors should ensure that they have correctly submitted the Application Form and have into whose possession the Letter of Offer, the Application Form, or the provided their e-mail address, then the Issue Materials will be dispatched, on a reasonable provided an authorization to the SCSB, via the electronic mode, for blocking funds in the ASBA Rights Entitlement Letter may come are required to inform themselves about, and observe, such effort basis, to the India addresses provided by them. Further, the Letter of Offer will be

This issue on right basis to the eligible equity shareholders and the issue materials will be signed For the list of banks which have been notified by SEBI to act as SCSBS for the ASBA process, dispatched only to the eligible equity shareholders who have registered address in India or who of Offer will be sent only to their valid e-mail address and in case such Eligible Shareholders have provided an Indian address to our company in case such eligible equity shareholders have have not provided their e-mail address, then the Letter of Offer will be dispatched, on a provided their valid email address the issue materials will be signed only to their valid email reasonable effort basis, to the Indian addresses provided by them or who are located in Please note that subject to SCSBS complying with the requirements of the SEBI circular bearing address and in case search eligible equity shareholders have not provided their email address then jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated the issue materials will be dispatched under reasonable effort basis to the Indian addresses such jurisdictions and in each case who make a request in this regard. therein, Applications may be submitted at the Designated Branches of the SCSBs. Further, in provided by them those overseas shareholders who do not update our records with their Internet Investors can access the Letter of Offer, the Abridged Letter of Offer, and the Application terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, address or the address of their duly authorized representative in India prior to the date on which we Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights

facility, each such SCSB should have a separate account in its own name with any other SEBI Investor can also access their letter of offer and other issue materials from the websites of our

required for that purpose except that this letter of offer is being filed with the stock exchange Our Company, its Directors, its employees, affiliates, associates and their respective directors accordingly the right entitlements and the right equity shares may not be offered or sold directly and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, or indirectly and the issue may not be website of the Registrar to the Issue's website at www.skylinerta.com by entering their errors, omissions and commissions etc., in relation to Applications accepted by SCSBs, Applications distributed whole or in a part in or into any jurisdiction except in accordance with the legal DP-ID, Client-ID, or Folio Number (for Eligible Equity Shareholders holding Équity Shares in uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted requirements application receipt of the issue materials including by way of physical form as on the Record Date) and PAN. The link for the same shall also be available and uploaded without blocking funds in the ASBA Accounts." For details see 'Terms of the Issue - electronic means will not constitute an offer invitation to or solicitation by anyone in any jurisdiction on the website of our Company at www.arcfinance.in. or in any circumstances in which such an offer invitation or solicitation is unlawful or not authorized Please note that, our Company and the Registrar to the Issue will not be liable for all to any person to whom it is unlawful to make such an offer invitation or solicitation in those non-dispatch of physical copies of Issue materials, including the Letter of Offer, the circumstances the issue materials must be treated as sand for information only and should not be Abridged Letter of Offer, the Rights Entitlement Letter, and the Application Form or An Eligible Equity Shareholder in India who is eligible to apply may make an Application to acted upon for subscription to right equity shares and should not be copied or redistributed delay in the receipt of the Letter of Offer, the Abridged Letter of Offer, the Rights subscribe to this Issue on plain paper in terms of Regulation 78 of SEBI ICDR Regulations in case accordingly person receiving a copy of the issue material should not in connection with the issue Entitlement Letter, and the Application Form attributable to the non-availability of the of non-receipt of Application Form as detailed above. In such cases of non-receipt of the of the right equity shares or right entitlements distribute or sign the issue materials in or into any e-mail addresses of Eligible Shareholders or electronic transmission delays or Application Form through physical delivery (where applicable) and the Eligible Equity Shareholder jurisdiction where to do so would or might contravene local securities laws or regulation or would failures, or if the Application Forms or the Rights Entitlement Letters are delayed or not being in a position to obtain it from any other source may make an Application to subscribe to subject our company or its affairs or the lead manager or their respective affiliates to any firing misplaced in transit. this Issue on plain paper with the same details as per the Application Form that is available on the or registration requirement other than in India if the issue material are received by any person in The LOF is also available on the website of SEBI at www.sebi.gov.in website of the Registrar, Stock Exchange or the Lead Manager. An Eligible Equity Shareholder any such jurisdiction or by their agent or nominee they must not seek to subscribe to the right The material contracts documents for inspection is available for inspection on the website of the

Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not shares offered in the issue will be deemed to have declared represented warranted and days from the date of the Letter of Offer until the Issue Closing Date. agreed that such person is authorized to acquire the rights entitlements and the right Please note that in terms of Regulation 78 of the SEBI ICDR Regulations, the Eligible Equity equity shares in compliance with all applicable laws and regulations prevailing in such Shareholders who are making the Application on plain paper shall not be entitled to renounce their person's jurisdiction and India without requirement for our company or our affiliates or Rights Entitlements and should not utilize the Application Form for any purpose including renunciation the lead manager or its affiliates to make any filing or registration other than in India in addition each purchaser of rights entitlements and the rights equity shares will be tempt The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint to make the representations warranties acknowledgements and agreements set for thin holders, in the same order and as per specimen recorded with his/her bank, must reach the office other regulatory and statutory disclosures selling restrictions on page 141 of the letter of

Our company in consultation with the lead manager reserves the right to treat as invalid any application form which: (i) appears to our company or its agents to have been 2) Name and address of the Eligible Equity Shareholder including joint holders (in the same executed in electronically transmitted from or dispatched from the United States or other jurisdictions where the offer and sale of the rights equity shares is not permitted under law of such jurisdiction (ii) does not include the relevant certification set out in the application form including to the effect that the person submitting and/or renouncing the application form is outside the United States and such person is eligible to subscribe for the right Investors may contact the Registrar to the Issue, or our Company for any Issue related 4) Except for Applications on behalf of the Central or State Government, the residents of equity shares under applicable securities law and is complying with the laws of jurisdiction matters. All grievances relating to the ASBA process may be addressed to the Registrar to Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and applicable to such person in connection with this issue or (iii) where either a register in the Issue, with a copy to the SCSBs, giving full details such as name, address of the for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of your address is not provided or where our company believes acceptance of such applicant, contact number(s), e-mail ID of the sole / first holder, folio number or demat form may infringe applicable legal or regulatory requirements and our company shall not account number, serial number of the Application Form, number of the Rights Equity Shares be bound to issue a lot any rights equity shares in respect of any such application form. applied for, amount blocked, ASBA Account number and the Designated Branch of the

The distribution of the issue materials and the issue of right equity shares on a right basis to person

in certain jurisdiction outside India is restricted by legal requirements prevailing in those jurisdiction on the ASBA process, see 'Terms of the Issue' on page 142 of the Letter of Offer. no action has been or will be taken to permit this issue in any jurisdiction where action would be required for that person except that this letter of offer is being filled with SEBI and BSE accordingly 9) Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights the right entitlement and right equity share may not be offered or sold directly or indirectly and this letter of offer or any issue materials or advertisements in connection with this issue may not be distributed in any jurisdiction except in accordance with as permitted under the legal requirements applicable in jurisdiction reset of issue materials including by way of electronic mince will not 12) Details of the ASBA Account such as the SCSB account number, name, address and constitute an offer invitation to or salutation by anyone in any jurisdiction or any circumstances in which such an offer invitation or solicitation in unlawful or not authorized or to any person to 2024 with Company at www.arcfinance.in, the Registrar at www.skylinerta.com the Stock whom it is unlawful to make such an offer invitation or solicitation in those circumstances the issue Exchange. 13) In case of non-resident Eligible Equity Shareholders making an application with an Indian material must be treated as sent for information only and should not be acted upon for making an The Rights Entitlements and the Rights Equity Shares have not been and will not be registered

> jurisdiction where to do so would or might contravene local securities law or regulation or would Entitlements and Rights Equity Shares are being offered and sold in 'offshore transactions' subject our company or its affiliates or the lead manager or the respective affiliates to any filing outside the United States in compliance with Regulation under the U.S. Securities Act to existing or registration requirements other than in India if the issue materials are received by any person shareholders located in jurisdictions where such offer and sale of the Rights Equity Shares is in such jurisdiction or by their agent or nominee they must not seek to make an application or permitted under laws of such jurisdictions. There will be no public offering in the United States.

# **ISSUE CLOSED ON\*\*:** MONDAY, NOVEMBER 18, 2024

Eligible Equity Shareholders and a copy of such approval from any regulatory authority, as acquire right at entitlements and the right equity share offered in the issue will be dimmed to have a declare represented and warranted that such person is authorized to acquire right entitlements and the right equity shares offered in the issue will be dimmed to have represented and warranted that such person is authorized to acquire the right entitlement and the right equity sharing compliance with all applicable laws and regulations prevailing such person's jurisdiction and India without requirement for our company or affiliates or the lead manager or their respective affiliates to make any filing or registration other than in India.

### LAST DATE FOR APPLICATION

The last date for submission of the duly filled in the Application Form or a plain paper Application is Monday, November 18, 2024 i.e., Issue Closing Date. Our Board or any committee thereof may extend the said date for such period as it may determine from time "We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or to time, subject to the Issue Period not exceeding 30 days from the issue opening Date

Shareholders must check the procedure for application by and credit of Rights Equity Shares to Advice or Refund/Unblocking of ASBA accounts" beginning on pages 169, respectively of the

Listing Details: The Equity Shares of our Company are listed on BSE (Stock Exchange). Our Company has received in-principle approval dated 27th September, 2024 from the BSE, where the Equity Shares of our Company are listed, for listing of the Rights Equity Shares offered in this Issue. Our Company will also make application to BSE to obtain the trading approval for the

DISCLAIMR CLAUSE OF SEBI: Submission of LOF to SEBI should not in any way be deemed or construed that SEBI has cleared or approved the LOF. The Investors are advised to refer to the full text of the "Disclaimer Clause of SEBI" beginning on page 138 of the LOF

the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the In cases where Multiple Application Forms are submitted for Applications pertaining to Rights correctness or completeness of any of the contents of the Letter of Offer. The Investors are

Letter of Offer, the Abridged Letter of Offer, the Entitlement Letter, Application Form and other applicable Issue Materials only to the Eligible Shareholders who have provided an India The distribution of the Letter of Offer, this Abridged Letter of Offer, Application Form, the Rights Entitlement or Rights Equity Shares is permitted under laws of such jurisdictions and address to our Company and who are located in jurisdictions where the offer and sale of the sent/dispatched, by the Registrar to the Issue on behalf of our Company to the Eligible Shareholders who have provided their Indian addresses and have made a request in this

Equity Sharesunder applicable securities laws) on the websites of:

Access of Documents on the website of	URL of websites
Company	http://www.arcfinance.in/
Registrar to the Issue	www.skylinerta.com
BSE Limited	www.bseindia.com
Eligible Shareholders can obtain the details of their respective Rights Entitlements from the	

company at www.arcfinance.in from the date of letter of offer until the Issue Closing Date and SCSB to block Application Money in the said bank account maintained with the same SCSB. Any person who makes an application to acquire right entitlements and the right security may also be inspected at the Registered Office between 11:00 AM and 6:00 PM on all working

Somnath Chitrakar Director & Chief Financial Officer

**COMPANY DETAILS** 

Address: 18, Rabindra Sarani, Poddar

Court Gate No.4, 4th Floor, Room No. 3, Kolkata, West Bengal-700001, India, **Contact Number: 8910637014** Email: arcrightissue24.25@gmail.com

**REGISTRAR TO THE ISSUE** Skyline

> Address: D 153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020, India Tel.: +011- 26812682/83

**Skyline Financial Services Private Limited** 

Contact Person: Mr. Anuj Rana, 9953022028

Fax: +91 011-26812682 Web: www.skylinerta.com Email: info@skylinerta.com SEBI Registration No: INR000003241

On behalf of Board of Directors, For, ARC Finance Limited

> Somnath Chitrakar **Director and CFO**

ARC Finance Limited is proposing, subject to market conditions and other considerations, a right issue of its Equity Shares and has in this regard filed a Letter of Offer dated October 10,

SCSBs where the Application Form or the plain paper application, as the case may be, was

submitted by the Investors along with a photocopy of the acknowledgement slip. For details

under the U.S. Securities Act or any state securities laws in the United States, and may not be Accordingly person receiving a copy of the issue material should not in connection with the issue offered, sold, resold or otherwise transferred within the United States, except in a transaction 14) Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the of right equity shares or the right entitlements distribute or send the issue materials in or into any exempt from the registration requirements of the U.S. Securities Act. Accordingly, the Rights

financialexp.epapr.in

This is only an advertisement for information purpose and not for publication, distribution or release directly outside India. This is not an announcement for the offer document. All capitalized term used and not defined herein shall have the meaning assigned to them in the Letter of offer dated 10th October 2024 (the "Letter of Offer" or "LOF") filled with the Stock Exchange and namely BSE Limited ("BSE")("Stock Exchange") and the securities and Exchange Board of India ("SEBI")

**ARC FINANCE LIMITED** 

Registered Office: 18, Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No.3, Kolkata, West Bengal-700001, India

Contact Number: +91 8910637014; Contact Person: Somnath Chitrakar, Director and Chief Financial Officer; E-mail Address: arcrightissue24.25@gmail.com; Website: www.arcfinance.in; Corporate Identity Number: L51909WB1982PLC035283

## **OUR PROMOTERS**

## S K GROWTH FUND PRIVATE LIMITED

## FOR CIRCULATION TO ELIGIBLE EQUITY SHAREHOLDERS OF ARC FINANCE LIMITED

## ISSUE DETAILS, LISTING AND PROCEDURE

RIGHTS ISSUE OF UPTO 40,39,60,000 EQUITY SHARES OF FACE VALUE OF ₹1.00/- (RUPEES ONE ONLY) EACH OF OUR COMPANY (THE 'RIGHTS EQUITY SHARES') FOR CASH AT A PRICE OF ₹1.20/- (RUPEES ONE AND TWENTY PAISA ONLY) PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹0.20 (TWENTY PAISA] ONLY) PER RIGHTS EQUITY SHARE) AGGREGATING TO ₹ 4847.52/- LAKHS\* ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 4 RIGHT EQUITY SHARE FOR EVERY 5 FULLY PAID UP EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON 10th OCTOBER, 2024 (THE 'ISSUE'). FOR FURTHER DETAILS, SEE 'TERMS OF THE ISSUE' BEGINNING ON PAGE 142. THE RIGHTS ISSUE PRICE IS 1.20 TIMES THE FACE VALUE OF THE EQUITY SHARES. \*assuming full subscription.

## **ISSUE OPENS ON** MONDAY, OCTOBER 21, 2024

\*Eligible Equity Shareholders are requested to ensure that renunciation through off market 16) An approval obtained from any regulatory authority, if required, shall be obtained by the acquire the right identity refer to the issue materials any person who makes an application to transfer is completed in such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the Issue Closing Date.

\*\*Rights Issue Committee will have the right to extend the Issue Period as it may determine from time to time but not exceeding 30 (Thirty) days from the Issue Opening Date (inclusive of the Issue Skyline Financial Services Pvt. Ltd Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi 110020. Issue Closing date.

## Process for Making an Application in the issue

In accordance with Regulation 76 of the SEBI ICDR Regulations and the SEBI Right issue Contact Person: Anuj Rana; Circulars, all investors desiring to make an application in this issue basis the Right Entitlement SEBI Registration Number: INR000003241; credited in their respective demat accounts or demat suspense escrow account, as applicable.

17. All such Eligible Equity Shareholders are deemed to have accepted the following: For further details the Right Entitlement and demat Suspense escrow account, please see "Terms of the Issue- Credit of Right Entitlement in demat accounts of eligibility Equity Shareholders" On page 145 Of this Letter of Offer.

Please note that one single Application Form shall be used by Investors to make Applications for all Rights Entitlements available in a particular demat account or entire respective Our Company, the Lead Manager and portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Dale and applying Accounts on or before the Issue Close in this Issue, as applicable. In case of Investors who have provided details of demat account in accordance with the SEBI ICDR Regulations, such Investors will have to apply for the Rights Equity Shares from the same demat Investors may apply for the Rights Equity Shares by submitting the Application Form to the Designated Branch of the SCSB or online/electronic Application through the website of the SCSBS

in the Application Form or while submitting application through online/electronic participate in this issue under the securities laws of their jurisdiction. Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details, please see "Terms of the Issue- Grounds for Technical Rejection" on page 163 of the Letter of Offer. Our Company, the Lead Manager, the Registrar to the Issue and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to of residence. accept the offer to participate in this Issue by making plain paper Applications. Please note that We hereby make the representations, warranties, acknowledgments and agreements set forth in CFD/DIL2/CIR/P/2020/13 dated January 22, 2020. For the purposes of this Issue, the designated the SEBI ICDR Regulations are specified in the plain paper application and that Eligible Equity Restrictions" On Page 137 Of the Letter Of Offer. Shareholders making an application in this Issue by way of plain paper applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see "Terms of ASBA process" on page 157 of the Letter of Offer.

## Options available to the Eligible Equity Shareholders.

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that agreements" the Eligible Equity Shareholder is entitled to.

If the Eligible Equity Shareholder applies in the Issue, then such Eligible Equity Shareholder can:1) Rights Entitlements in full.

# Making of an Application through the ASBA process

An Investor is required to have an ASBA enabled bank account with SCSBS, prior to making the NOTICE TO INVESTORS Application. Investors desiring to make an Application in this Issue, may submit the Application Form, in physical mode to the Designated Branches of the SCSB or online/electronic Application. The distribution of the Letter of Offer, Application Form, the Rights Rights Entitlement or Rights Equity Shares is permitted under laws of such jurisdictions and Form in physical mode to the Designated Branches of the SCSB or online/electronic Application to block Application Money payable on the Application in their respective ASBA Accounts.

Account equivalent to the Application Money mentioned in the Application Form, as the case may restrictions. For details, see 'Selling Restrictions' on page 139 of the Letter of Offer. be, at the time of submission of the Application.

https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=34. 2013, it is clarified that for making Applications by SCSBS on their own account using ASBA propose to dispatch the issue materials shall not be signed the issue materials. facility, each such SCSB should have a separate account in its own name with any other SEBI Investor can also access their letter of offer and other issue materials from the websites of our registered SCSB(s). Such account shall be used solely for the purpose of making an Application company the registrar to the issues the lead manager and the stock exchange.

Application.

## Making of an Application through the ASBA process' on page 157 of the Letter of Offer." **APPLICATION ON PLAIN PAPER UNDER ASBA PROCESS:**

website of the Registrar, Stock Exchange or the Lead Manager. An Eligible Equity Shareholder any such jurisdiction or by their agent or nominee they must not seek to subscribe to the right The material contracts documents for inspection is available for inspection on the website of the shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such equity shares or the right and entitlement referred to in such issue materials. provided an Indian address.

even if it is received subsequently.

holders, in the same order and as per specimen recorded with his/her bank, must reach the office other regulatory and statutory disclosures selling restrictions on page 141 of the letter of of the Designated Branch of the SCSB before the Issue Closing Date and should contain the offer.

- following particulars: 1) Name of our Company, being ARC Finance Ltd;
- order and as per specimen recorded with our Company or the Depository);
- 3) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date)/DP and Client ID;
- 4) Except for Applications on behalf of the Central or State Government, the residents of equity shares under applicable securities law and is complying with the laws of jurisdiction matters. All grievances relating to the ASBA process may be addressed to the Registrar to for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of
  - the Equity Shares applied for pursuant to this Issue;
- Number of Equity Shares held as on Record Date;
- 6) Allotment option-only dematerialised form; 7) Number of Rights Equity Shares entitled to;
- 8) Number of Rights Equity Shares applied for within the Rights Entitlements;
- Entitlements have been applied for);
- 10) Total number of Rights Equity Shares applied for;
- 11) Total amount paid at the rate of Rs. 1.20 per Rights Equity Share:
- 12) Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
- address, details of the NRE/FCNR/NRO account such as the account number, name, application and should not be copied or risk distributed. address and branch of the SCSB with which the account is maintained;
- Application Money in the ASBA Account:
- 15) Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB):

# LAST DATE FOR ON MARKET RENUCIATIONS\*: **TUESDAY, NOVEMBER 12, 2024**

may be required, shall be sent to the Registrar at:

Contact Number: +011- 26812682/83, +91 9953022028 Investor grievance e-mail: info@skylinerta.com

Website: www.skylinerta.com

will be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), (inclusive of the issue Opening Date) or any United States state securities laws, and may not be offered, sold, resold or otherwise If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges transferred within the United States or to the territories or possessions thereof (the "United and the Application Money is not blocked with the SCSB or if the Application Form is not States"), except pursuant to an exemption from, or in a transaction not subject to, the registration accepted at the R-WAP, on or before the Issue Closing Date or such date as may be requirements of the U.S. Securities Act. We understand the Rights Equity Shares and the Rights extended by our Board or any committee thereof, the invitation to offer contained in this Entitlements referred to in this application are being offered and sold in offshore transactions Letter of Offer shall be deemed to have been declined and our Board or any committee outside the United States in compliance with Regulation under the U.S. Securities Act ("Regulation thereof shall be at liberty to dispose of the Rights Equity Shares hereby offered, as S") to existing shareholders located in jurisdictions where such offer and sale of the Rights Equity provided under the section Terms of Issue on page number 142 of the LOF. Shares and/ or Rights Entitlements are permitted under laws of such jurisdictions. We understand ALLOTMENT ONLY IN DEMATERIALISED FORM account in which they are holding the Rights Entitlements and in case of multiple demat accounts, that the Issue is not, and under no circumstances is to be construed as, an offering of any Rights

The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialised form. Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who offer to buy or transfer any of the said Rights Equity Shares or Rights Entitlements in the United hold Equity Shares in physical form as on Record Date; or (b) the Eligible Equity Shareholders States. we confirm that I am/we are (a) not in the United States and eligible to subscribe for the who hold Equity Shares in physical form as on Record Date and who have not furnished the (if made available by such SCSB) for authorising such SCSB to block Application Money payable Rights Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions details of their demat account to the Registrar or our Company at least two Working Days prior applicable to such person in connection with the issue, and (c) understand that neither the to the Issue Closing Date, desirous of subscribing to Rights Equity Shares may also apply in Investors are also advised to ensure that the Application Form is correctly filled up stating Company, nor the Registrar, the Lead Manager or any other person acting on behalf of the this Issue during the Issue Period subject to certain conditions. Such resident Eligible Equity therein the ASBA Account in which an amount equivalent to the amount payable on Company will accept subscriptions from any person, or the agent of any person, who appears to Shareholders must check the procedure for application by and credit of Rights Equity Shares to Application as stated in the Application Form will be blocked by the SCSB. Investors be, or who the Company, the Registrar, the Lead Manager or any other person acting on behalf of such Eligible Equity Shareholders in Terms of the Issue - Making of an Application by Eligible should note that they should very carefully fill-in their depository account details and PAN the Company have reason to believe is in the United States or is outside of India and ineligible to Equity Shareholders holding Equity Shares in physical form" and "Terms of the Issue - Allotment

> I/We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be Letter of Offer. acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE authorized or to any person to whom it is unlawful to make such offer, sale or invitation. We STOCK EXCHANGES ONLY IN DEMATERIALISED FORM. satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of my/our jurisdiction

the section of the Letter of Offer titled "Other Regulatory and Statutory disclosures-Selling stock exchange is BSE Limited.

I/We understand and agree that the Rights Entitlements and Rights Equity Shares may not be the Issue-Making of an Application by Eligible Equity Shareholders on Plain Paper under reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. We acknowledge that we, the Lead Manager, DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange): It is to be distinctly understood its affiliates and others will rely upon the truth and accuracy of the foregoing representations and that the permission given by BSE Limited should not, in anyway, be deemed or construed that

Entitlements credited to the same demat account or in demat suspense escrow account, as advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Apply for its Rights Equity Shares to the full extent of its Rights Entitlements, or 2) Apply for its applicable, including cases where an Investor submits Application Forms along with a plain paper beginning on page 139 of the LOF. Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other Application, such Applications shall be liable to be rejected. Investors are requested to strictly Escrow Collection Bank: Axis Bank Limited part); or 3) Apply for its Rights Equity Shares to the extent of part of its Rights Entitlements and adhere to these instructions. Failure to do so could result in an Application being rejected, with our Allotment Account Bank: Axis Bank Limited renounce the other part of its Rights Entitlements; or 4) Apply for its Rights Equity Shares to the Company, the Lead Manager and the Registrar to the Issue not having any liability to the Investor. Refund Banker full extent of its Rights Entitlements and apply for additional Equity Shares; or 5) Renounce its The plain paper Application format will be available on the website of the Registrar to the Issue at DISPATCH AND AVAILABILITY OF ISSUE MATERIALS https://rights.kfintech.com. Our Company, the Lead Manager and the Registrar to the Issue shall In accordance with the SEBI (ICDR) Regulations, ASBA Circular, SEBI Rights Issue Circulars not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the our Company will send/dispatch at least 3 (Three) days before the Issue Opening Date, the Investors' ASBA Accounts on or before the Issue Closing Date.

Entitlement Letter, any other issue material (collectively 'Issue Documents'), and issue of Rights does not result in and may not be construed as, a public offering in such jurisdictions. In through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB Entitlement Letter and the Rights Equity Shares on a rights basis to persons in certain jurisdictions case the Eligible Shareholders have provided their valid e-mail address, the Issue Materials outside India may be restricted by the legal requirements prevailing in those jurisdictions. Persons will be sent only to their valid e-mail address and in case the Eligible Shareholders have not Investors should ensure that they have correctly submitted the Application Form and have into whose possession the Letter of Offer, this Abridged Letter of Offer, the Application Form, or the provided their e-mail address, then the Issue Materials will be dispatched, on a reasonable provided an authorization to the SCSB, via the electronic mode, for blocking funds in the ASBA Rights Entitlement Letter may come are required to inform themselves about, and observe, such effort basis, to the India addresses provided by them. Further, the Letter of Offer will be

For the list of banks which have been notified by SEBI to act as SCSBS for the ASBA process, dispatched only to the eligible equity shareholders who have registered address in India or who of Offer will be sent only to their valid e-mail address and in case such Eligible Shareholders have provided an Indian address to our company in case such eligible equity shareholders have have not provided their e-mail address, then the Letter of Offer will be dispatched, on a provided their valid email address the issue materials will be signed only to their valid email reasonable effort basis, to the Indian addresses provided by them or who are located in Please note that subject to SCSBS complying with the requirements of the SEBI circular bearing address and in case search eligible equity shareholders have not provided their email address then jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated the issue materials will be dispatched under reasonable effort basis to the Indian addresses such jurisdictions and in each case who make a request in this regard. therein, Applications may be submitted at the Designated Branches of the SCSBs. Further, in provided by them those overseas shareholders who do not update our records with their Internet Investors can access the Letter of Offer, the Abridged Letter of Offer, and the Application terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, address or the address of their duly authorized representative in India prior to the date on which we Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights

in this Issue and clear demarcated funds should be available in such account for such an No action has been or will be taken to permit the issue in any jurisdiction where action would be required for that purpose except that this letter of offer is being filed with the stock exchange Our Company, its Directors, its employees, affiliates, associates and their respective directors accordingly the right entitlements and the right entitlements are right. and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, or indirectly and the issue materials or advertisements in connection with the issue may not be website of the Registrar to the Issue's website at www.skylinerta.com by entering their errors, omissions and commissions etc., in relation to Applications accepted by SCSBs, Applications distributed whole or in a part in or into any jurisdiction except in accordance with the legal DP-ID, Client-ID, or Folio Number (for Eligible Equity Shareholders holding Equity Shares in uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted requirements application receipt of the issue materials including by way of physical form as on the Record Date) and PAN. The link for the same shall also be available and uploaded without blocking funds in the ASBA Accounts." For details see 'Terms of the Issue - electronic means will not constitute an offer invitation to or solicitation by anyone in any jurisdiction on the website of our Company at www.arcfinance.in. or in any circumstances in which such an offer invitation or solicitation is unlawful or not authorized Please note that, our Company and the Registrar to the Issue will not be liable for all to any person to whom it is unlawful to make such an offer invitation or solicitation in those non-dispatch of physical copies of Issue materials, including the Letter of Offer, the circumstances the issue materials must be treated as sand for information only and should not be Abridged Letter of Offer, the Rights Entitlement Letter, and the Application Form or An Eligible Equity Shareholder in India who is eligible to apply may make an Application to acted upon for subscription to right equity shares and should not be copied or redistributed delay in the receipt of the Letter of Offer, the Abridged Letter of Offer, the Rights subscribe to this Issue on plain paper in terms of Regulation 78 of SEBI ICDR Regulations in case accordingly person receiving a copy of the issue material should not in connection with the issue Entitlement Letter, and the Application Form attributable to the non-availability of the of non-receipt of Application Form as detailed above. In such cases of non-receipt of the of the right equity shares or right entitlements distribute or sign the issue materials in or into any e-mail addresses of Eligible Shareholders or electronic transmission delays or Application Form through physical delivery (where applicable) and the Eligible Equity Shareholder jurisdiction where to do so would or might contravene local securities laws or regulation or would failures, or if the Application Forms or the Rights Entitlement Letters are delayed or not being in a position to obtain it from any other source may make an Application to subscribe to subject our company or its affairs or the lead manager or their respective affiliates to any firing misplaced in transit. this Issue on plain paper with the same details as per the Application Form that is available on the or registration requirement other than in India if the issue material are received by any person in The LOF is also available on the website of SEBI at www.sebi.gov.in

SCSB to block Application Money in the said bank account maintained with the same SCSB. Any person who makes an application to acquire right entitlements and the right security may also be inspected at the Registered Office between 11:00 AM and 6:00 PM on all working Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not shares offered in the issue will be deemed to have declared represented warranted and days from the date of the Letter of Offer until the Issue Closing Date. agreed that such person is authorized to acquire the rights entitlements and the right COMPANY DETAILS Please note that in terms of Regulation 78 of the SEBI ICDR Regulations, the Eligible Equity equity shares in compliance with all applicable laws and regulations prevailing in such Shareholders who are making the Application on plain paper shall not be entitled to renounce their person's jurisdiction and India without requirement for our company or our affiliates or Rights Entitlements and should not utilize the Application Form for any purpose including renunciation the lead manager or its affiliates to make any filing or registration other than in India in addition each purchaser of rights entitlements and the rights equity shares will be tempt The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint to make the representations warranties acknowledgements and agreements set for thin

Our company in consultation with the lead manager reserves the right to treat as invalid any application form which: (i) appears to our company or its agents to have been 2) Name and address of the Eligible Equity Shareholder including joint holders (in the same executed in electronically transmitted from or dispatched from the United States or other jurisdictions where the offer and sale of the rights equity shares is not permitted under law of such jurisdiction (ii) does not include the relevant certification set out in the application form including to the effect that the person submitting and/or renouncing the application form is outside the United States and such person is eligible to subscribe for the right Investors may contact the Registrar to the Issue, or our Company for any Issue related Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and applicable to such person in connection with this issue or (iii) where either a register in the Issue, with a copy to the SCSBs, giving full details such as name, address of the your address is not provided or where our company believes acceptance of such application Applicant, contact number(s), e-mail ID of the sole / first holder, folio number or demat form may infringe applicable legal or regulatory requirements and our company shall not account number, serial number of the Application Form, number of the Rights Equity Shares be bound to issue a lot any rights equity shares in respect of any such application form. applied for, amount blocked, ASBA Account number and the Designated Branch of the

The distribution of the issue materials and the issue of right equity shares on a right basis to person in certain jurisdiction outside India is restricted by legal requirements prevailing in those jurisdiction on the ASBA process, see 'Terms of the Issue' on page 142 of the Letter of Offer. no action has been or will be taken to permit this issue in any jurisdiction where action would be required for that person except that this letter of offer is being filled with SEBI and BSE accordingly 9) Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights the right entitlement and right equity share may not be offered or sold directly or indirectly and this letter of offer or any issue materials or advertisements in connection with this issue may not be distributed in any jurisdiction except in accordance with as permitted under the legal requirements applicable in jurisdiction reset of issue materials including by way of electronic mince will not constitute an offer invitation to or salutation by anyone in any jurisdiction or any circumstances in which such an offer invitation or solicitation in unlawful or not authorized or to any person to whom it is unlawful to make such an offer invitation or solicitation in those circumstances the issue Exchange. 13) In case of non-resident Eligible Equity Shareholders making an application with an Indian material must be treated as sent for information only and should not be acted upon for making an The Rights Entitlements and the Rights Equity Shares have not been and will not be registered

> jurisdiction where to do so would or might contravene local securities law or regulation or would Entitlements and Rights Equity Shares are being offered and sold in 'offshore transactions' subject our company or its affiliates or the lead manager or the respective affiliates to any filing outside the United States in compliance with Regulation under the U.S. Securities Act to existing or registration requirements other than in India if the issue materials are received by any person shareholders located in jurisdictions where such offer and sale of the Rights Equity Shares is in such jurisdiction or by their agent or nominee they must not seek to make an application or permitted under laws of such jurisdictions. There will be no public offering in the United States.

## **ISSUE CLOSED ON\*\*:** MONDAY, NOVEMBER 18, 2024

Eligible Equity Shareholders and a copy of such approval from any regulatory authority, as acquire right at entitlements and the right equity share offered in the issue will be dimmed to have a declare represented and warranted that such person is authorized to acquire right entitlements and the right equity shares offered in the issue will be dimmed to have represented and warranted that such person is authorized to acquire the right entitlement and the right equity sharing compliance with all applicable laws and regulations prevailing such person's jurisdiction and India without requirement for our company or affiliates or the lead manager or their respective affiliates to make any filing or registration other than in India.

LAST DATE FOR APPLICATION The last date for submission of the duly filled in the Application Form or a plain paper Application is Monday, November 18, 2024 i.e., Issue Closing Date. Our Board or any committee thereof may extend the said date for such period as it may determine from time "We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or to time, subject to the Issue Period not exceeding 30 days from the issue opening Date

Advice or Refund/Unblocking of ASBA accounts" beginning on pages 169, respectively of the

Listing Details: The Equity Shares of our Company are listed on BSE (Stock Exchange). Our Company has received in-principle approval dated 27th September, 2024 from the BSE, where the Equity Shares of our Company are listed, for listing of the Rights Equity Shares offered in this Issue. Our Company will also make application to BSE to obtain the trading approval for the

DISCLAIMR CLAUSE OF SEBI: Submission of LOF to SEBI should not in any way be deemed or construed that SEBI has cleared or approved the LOF. The Investors are advised to refer to the full text of the "Disclaimer Clause of SEBI" beginning on page 138 of the LOF.

the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the In cases where Multiple Application Forms are submitted for Applications pertaining to Rights correctness or completeness of any of the contents of the Letter of Offer. The Investors are

: Axis Bank Limited

Letter of Offer, the Abridged Letter of Offer, the Entitlement Letter, Application Form and other applicable Issue Materials only to the Eligible Shareholders who have provided an India sent/dispatched, by the Registrar to the Issue on behalf of our Company to the Eligible This issue on right basis to the eligible equity shareholders and the issue materials will be signed

Shareholders who have provided their Indian addresses and have made a request in this

Equity Sharesunder applicable securities laws) on the websites of:

, , , , , , , , , , , , , , , , , , , ,	v
Access of Documents on the website of	URL of websites
Company	http://www.arcfinance.in/
Registrar to the Issue	www.skylinerta.com
BSE Limited	www.bseindia.com

company at www.arcfinance.in from the date of letter of offer until the Issue Closing Date and

Somnath Chitrakar

Director & Chief Financial Officer Address: 18, Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No. 3, Kolkata, West Bengal-700001, India. Contact Number: 8910637014 Email: arcrightissue24.25@gmail.com

Skyline Skyline Financial Services Private Limited Address: D 153 A, 1st Floor,

Okhla Industrial Area, Phase - I, New Delhi - 110 020, India Tel.: +011- 26812682/83 **Fax:** +91 011-26812682 **Web:** www.skylinerta.com Email: info@skylinerta.com

Contact Person: Mr. Anuj Rana, 9953022028

SEBI Registration No: INR000003241

SCSBs where the Application Form or the plain paper application, as the case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip. For details On behalf of Board of Directors,

For, ARC Finance Limited

Somnath Chitrakar

**Director and CFO** ARC Finance Limited is proposing, subject to market conditions and other considerations, a right issue of its Equity Shares and has in this regard filed a Letter of Offer dated October 10,

under the U.S. Securities Act or any state securities laws in the United States, and may not be Accordingly person receiving a copy of the issue material should not in connection with the issue offered, sold, resold or otherwise transferred within the United States, except in a transaction 14) Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the of right equity shares or the right entitlements distribute or send the issue materials in or into any exempt from the registration requirements of the U.S. Securities Act. Accordingly, the Rights

2024 with Company at www.arcfinance.in, the Registrar at www.skylinerta.com the Stock



# **ARC FINANCE LIMITED**

Contact Number: +91 8910637014; Contact Person: Somnath Chitrakar, Director and Chief Financial Officer; E-mail Address: arcrightissue24.25@gmail.com; Website: www.arcfinance.in; Corporate Identity Number: L51909WB1982PLC035283

#### **OUR PROMOTERS**

## S K GROWTH FUND PRIVATE LIMITED

## FOR CIRCULATION TO ELIGIBLE EQUITY SHAREHOLDERS OF ARC FINANCE LIMITED

#### ISSUE DETAILS, LISTING AND PROCEDURE

RIGHTS ISSUE OF UPTO 40.39.60.000 EQUITY SHARES OF FACE VALUE OF ₹1.00/- (RUPEES ONE ONLY) EACH OF OUR COMPANY (THE 'RIGHTS EQUITY SHARES') FOR CASH AT A PRICE OF ₹1.20/- (RUPEES ONE AND TWENTY PAISA ONLY) PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹0.20 (TWENTY PAISA] ONLY) PER RIGHTS EQUITY SHARE) AGGREGATING TO ₹ 4847.52/- LAKHS\* ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 4 RIGHT EQUITY SHARE FOR EVERY 5 FULLY PAID UP EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON 10th OCTOBER, 2024 (THE 'ISSUE'). FOR FURTHER DETAILS, SEE 'TERMS OF THE ISSUE' BEGINNING ON PAGE 142. THE RIGHTS ISSUE PRICE IS 1.20 TIMES THE FACE VALUE OF THE EQUITY SHARES \*assuming full subscription

## **ISSUE OPENS ON** MONDAY, OCTOBER 21, 2024

\*Eligible Equity Shareholders are requested to ensure that renunciation through off market 16) An approval obtained from any regulatory authority, if required, shall be obtained by the acquire the right identity refer to the issue materials any person who makes an application to transfer is completed in such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the Issue Closing Date.

\*\*Rights Issue Committee will have the right to extend the Issue Period as it may determine from time to time but not exceeding 30 (Thirty) days from the Issue Opening Date (inclusive of the Issue Skyline Financial Services Pvt. Ltd Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi 110020. Issue Closing date

#### Process for Making an Application in the issue

In accordance with Regulation 76 of the SEBI ICDR Regulations and the SEBI Right issue Contact Person: Anuj Rana; Circulars, all investors desiring to make an application in this issue basis the Right Entitlement SEBI Registration Number: INR000003241; credited in their respective demat accounts or demat suspense escrow account, as applicable.

17. All such Eligible Equity Shareholders are deemed to have accepted the following: For further details the Right Entitlement and demat Suspense escrow account, please see "Terms of the Issue- Credit of Right Entitlement in demat accounts of eligibility Equity will be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), (inclusive of the issue Opening Date) Shareholders" On page 145 Of this Letter of Offer.

Please note that one single Application Form shall be used by Investors to make Applications for the Lead Manager and portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Dale and applying Accounts on or before the Issue Close in this Issue, as applicable. In case of Regulations, such Investors will have to apply for the Rights Equity Shares from the same demat

Investors may apply for the Rights Equity Shares by submitting the Application Form to the

should note that they should very carefully fill-in their depository account details and PAN the Company have reason to believe is in the United States or is outside of India and ineligible to the Company have reason to believe is in the United States or is outside of India and ineligible to Equity Shareholders holding Equity Shareholde Application through the website of the SCSBs (if made available by such SCSB). Please I/We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be Letter of Offer. Application through the website of the 30005 in made drainable by done from without acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE SCSBs shall not be liable for any incomplete or incorrect demat details provided by the

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to of residence. accept the offer to participate in this Issue by making plain paper Applications. Please note that We hereby make the representations, warranties, acknowledgments and agreements set forth in CFD/DIL2/CIR/P/2020/13 dated January 22, 2020. For the purposes of this Issue, the designated the SEBI ICDR Regulations are specified in the plain paper application and that Eligible Equity Restrictions" On Page 137 Of the Letter Of Offer. Shareholders making an application in this Issue by way of plain paper applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see "Terms of the construed that the Rights Entitlements and Rights Equity Shares may not be or construed that SEBI has cleared or approved the LOF. The Investors are advised to refer to

#### Options available to the Eligible Equity Shareholders.

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that agreements". the Eligible Equity Shareholder is entitled to.

## Making of an Application through the ASBA process

An Investor is required to have an ASBA enabled bank account with SCSBS, prior to making the NOTICE TO INVESTORS Application. Investors desiring to make an Application in this Issue, may submit the Application The distributions where the offer and sale of the Form in physical mode to the Designated Branches of the SCSB or online/electronic Application Form, the Rights Rights Entitlement or Rights Equity Shares is permitted under laws of such jurisdictions and sale of the Form in physical mode to the Designated Branches of the SCSB or online/electronic Application Form, the Rights Rights Entitlement or Rights Entitlement or Rights Equity Shares is permitted under laws of such jurisdictions and Form in physical mode to the Designated Branches of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block Application Money payable on the Application in their respective ASBA Accounts

provided an authorization to the SCSB, via the electronic mode, for blocking funds in the ASBA Rights Entitlement Letter may come are required to inform themselves about, and observe, such effort basis, to the India addresses provided by them. Further, the Letter of Offer will be Account equivalent to the Application Money mentioned in the Application Form, as the case may restrictions. For details, see 'Selling Restrictions' on page 139 of the Letter of Offer.

https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34.

terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, address or the address of their duly authorized representative in India prior to the date on which we Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights 2013, it is clarified that for making Applications by SCSBS on their own account using ASBA propose to dispatch the issue materials shall not be signed the issue materials. facility, each such SCSB should have a separate account in its own name with any other SEBI Investor can also access their letter of offer and other issue materials from the websites of our registered SCSB(s). Such account shall be used solely for the purpose of making an Application company the registrar to the issues the lead manager and the stock exchange.

Making of an Application through the ASBA process' on page 157 of the Letter of Offer.

## APPLICATION ON PLAIN PAPER UNDER ASBA PROCESS:

shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such equity shares or the right and entitlement referred to in such issue materials. SCSB to block Application Money in the said bank account maintained with the same SCSB. Any person who makes an application to acquire right entitlements and the right security may also be inspected at the Registered Office between 11:00 AM and 6:00 PM on all working Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not shares offered in the issue will be deemed to have declared represented warranted and days from the date of the Letter of Offer until the Issue Closing Date.

Shareholders who are making the Application on plain paper shall not be entitled to renounce their person's jurisdiction and India without requirement for our company or our affiliates or Rights Entitlements and should not utilize the Application Form for any purpose including renunciation the lead manager or its affiliates to make any filing or registration other than in India in

of the Designated Branch of the SCSB before the Issue Closing Date and should contain the offer.

- 1) Name of our Company, being ARC Finance Ltd;
- order and as per specimen recorded with our Company or the Depository); 3) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical
- form as on Record Date)/DP and Client ID;
- the Equity Shares applied for pursuant to this Issue; 5) Number of Equity Shares held as on Record Date;
- 6) Allotment option-only dematerialised form;
- 7) Number of Rights Equity Shares entitled to;
- 8) Number of Rights Equity Shares applied for within the Rights Entitlements;
- Entitlements have been applied for);
- 10) Total number of Rights Equity Shares applied for;
- 11) Total amount paid at the rate of Rs. 1.20 per Rights Equity Share;
- branch of the relevant SCSB;
- address, details of the NRE/FCNR/NRO account such as the account number, name, application and should not be copied or risk distributed. address and branch of the SCSB with which the account is maintained;
- Application Money in the ASBA Account:
- 15) Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB):

## LAST DATE FOR ON MARKET RENUCIATIONS\*: TUESDAY, NOVEMBER 12, 2024

may be required, shall be sent to the Registrar at

Contact Number: +011- 26812682/83, +91 9953022028 Investor grievance e-mail: info@skylinerta.com Website: www.skylinerta.com

or any United States state securities laws, and may not be offered, sold, resold or otherwise If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges all Rights Entitlements available in a particular demat account or entire respective Our Company, States"), except pursuant to an exemption from, or in a transaction not subject to, the registration accepted at the R-WAP, on or before the Issue Closing Date or such date as may be transferred within the United States or to the territories or possessions thereof (the "United and the Application Money is not blocked with the SCSB or if the Application Form is not requirements of the U.S. Securities Act. We understand the Rights Equity Shares and the Rights extended by our Board or any committee thereof, the invitation to offer contained in this Entitlements referred to in this application are being offered and sold in offshore transactions Letter of Offer shall be deemed to have been declined and our Board or any committee Investors who have provided details of demat account in accordance with the SEBI ICDR outside the onlined states in compliance with regulation and sale of the Rights Equity provided under the section Terms of Issue on page number 142 of the LOF outside the United States in compliance with Regulation under the U.S. Securities Act ("Regulation thereof shall be at liberty to dispose of the Rights Equity Shares hereby offered, as Shares and/ or Rights Entitlements are permitted under laws of such jurisdictions. We understand ALLOTMENT ONLY IN DEMATERIALISED FORM account in which they are holding the Rights Entitlements and in case of multiple demat accounts, that the Issue is not, and under no circumstances is to be construed as, an offering of any Rights The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialised form Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who offer to buy or transfer any of the said Rights Equity Shares or Rights Entitlements in the United States, or as a solicitation therein of an In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who offer to buy or transfer any of the said Rights Equity Shares or Rights Entitlements in the United States, or as a solicitation therein of an In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who offer to buy or transfer any of the said Rights Equity Shares or Rights Entitlements in the United States, or as a solicitation therein of an In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who offer to buy or transfer any of the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, and the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, and the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, and the said Rights Equity Shareholders, and the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, and the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, who is the said Rights Equity Shareholders, and the said Rights Equity Shareholders, who is the said Rights Equity Shar Investors may apply for the Rights Equity Shares by submitting the Application Form as on Record Date, or (b) the Equity Shares in physical form as on Record Date and who have not furnished the Rights Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions details of their demat account to the Registrar or our Company at least two Working Days prior Investors are also advised to ensure that the Application Form is correctly filled up stating

Company, nor the Registrar, the Lead Manager or any other person acting on behalf of the this Issue during the Issue Period subject to certain conditions. Such resident Eligible Equity applicable to such person in connection with the issue, and (c) understand that neither the to the Issue Closing Date, desirous of subscribing to Rights Equity Shares may also apply in therein the ASBA Account in which an amount equivalent to the amount payable on Company will accept subscriptions from any person, who appears to Shareholders must check the procedure for application by and credit of Rights Equity Shares to Application as stated in the Application Form will be blocked by the SCSB. Investors be, or who the Company, the Registrar, the Lead Manager of any person, who appears to Shareholders must check the procedure for application by and credit of Rights Equity Shareholders in Terms of the Issue - Making of an Application by Eligible

depository account details shall be treated as incomplete and shall be rejected. For details, please see "Terms of the Issue- Grounds for Technical Rejection" on page 163 of satisfy, and each account for which live are acting satisfies. (a) all suitability standards for the Issue- Grounds for Technical Rejection. details, please enterms of the issue- grounds for Technical Rejection on page 163 of satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for the Lead Manager, the Lead M residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of my/our jurisdiction to my/our company has received in-principle approval dated 27th September, 2024 from the BSE, where the Equity Shares of our Company are listed, for listing of the Rights Equity Shares offered in the Equity Shares of our Company are listed, for listing of the Rights Equity Shares offered in the Equity Shares of our Company are listed.

the section of the Letter of Offer titled "Other Regulatory and Statutory disclosures-Selling stock exchange is BSE Limited.

the Issue-Making of an Application by Eligible Equity Shareholders on Plain Paper under

ASBA process" on page 157 of the Letter of Offer.

The Indian Indian and Nights Endury Shareholders on Plain Paper under with Regulation, or otherwise pursuant to an exemption from, or in a transaction not subject to, the subject to the full text of the "Disclaimer Clause of SEBI" beginning on page 138 of the LOF.

The Indian Indian and Nights Endury Shareholders are advised to refer to with Regulation, or otherwise pursuant to an exemption from, or in a transaction not subject to, the subject to the full text of the "Disclaimer Clause of SEBI" beginning on page 138 of the LOF.

The Indian Indian and Nights Endury Shareholders are advised to refer to with Regulation, or otherwise pursuant to an exemption from, or in a transaction not subject to, the subject to the subject registration requirements of the U.S. Securities Act. We acknowledge that we, the Lead Manager, DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange): It is to be distinctly understood its affiliates and others will rely upon the truth and accuracy of the foregoing representations and that the permission given by BSE Limited should not, in anyway, be deemed or construed that

If the Eligible Equity Shareholder applies in the Issue, then such Eligible Equity Shareholder can:1) Entitlements credited to the same demat account, as advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Apply for its Rights Equity Shares to the full extent of its Rights Entitlements, or 2) Apply for its applicable, including cases where an Investor submits Application Forms along with a plain paper beginning on page 139 of the LOF. Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other Application, such Applications shall be liable to be rejected. Investors are requested to strictly Escrow Collection Bank: Axis Bank Limited part); or 3) Apply for its Rights Equity Shares to the extent of part of its Rights Entitlements and adhere to these instructions. Failure to do so could result in an Application being rejected, with our Allotment Account Bank: Axis Bank Limited renounce the other part of its Rights Entitlements; or 4) Apply for its Rights Equity Shares to the Company, the Lead Manager and the Registrar to the Issue not having any liability to the Investor. Refund Banker full extent of its Rights Entitlements and apply for additional Equity Shares; or 5) Renounce its The plain paper Application format will be available on the website of the Registrar to the Issue at DISPATCH AND AVAILABILITY OF ISSUE MATERIALS https://rights.kfintech.com. Our Company, the Lead Manager and the Registrar to the Issue shall In accordance with the SEBI (ICDR) Regulations, ASBA Circular, SEBI Rights Issue Circulars not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the our Company will send/dispatch at least 3 (Three) days before the Issue Opening Date, the Investors' ASBA Accounts on or before the Issue Closing Date.

Entitlement Letter, any other issue material (collectively 'Issue Documents'), and issue of Rights does not result in and may not be construed as, a public offering in such jurisdictions. In Entitlement Letter and the Rights Equity Shares on a rights basis to persons in certain jurisdictions case the Eligible Shareholders have provided their valid e-mail address, the Issue Materials to block Application Money payable on the Application in their respective ASBA Accounts.

outside India may be restricted by the legal requirements prevailing in those jurisdictions. Persons will be sent only to their valid e-mail address and in case the Eligible Shareholders have not into whose possession the Letter of Offer, the Application Form, or the provided their e-mail address, then the Issue Materials will be dispatched, on a reasonable

provided their valid email address the issue materials will be signed only to their valid email reasonable effort basis, to the Indian addresses provided by them or who are located in Please note that subject to SCSBS complying with the requirements of the SEBI circular bearing address and in case search eligible equity shareholders have not provided their email address then jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated the issue materials will be dispatched under reasonable effort basis to the Indian addresses such jurisdictions and in each case who make a request in this regard. therein. Applications may be submitted at the Designated Branches of the SCSBs. Further, in provided by them those overseas shareholders who do not update our records with their Internet Investors can access the Letter of Offer, the Abridged Letter of Offer, and the Application

in this Issue and clear demarcated funds should be available in such account for such an No action has been or will be taken to permit the issue in any jurisdiction where action would be required for that purpose except that this letter of offer is being filed with the stock exchange Our Company, its Directors, its employees, affiliates, associates and their respective directors accordingly the right entitlements and the right equity shares may not be offered or sold directly Eligible Shareholders can obtain the details of their respective Rights Entitlements from the and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, or indirectly and the issue materials or advertisements in connection with the issue may not be website of the Registrar to the Issue's website at www.skylinerta.com by entering their errors, omissions and commissions etc., in relation to Applications accepted by SCSBs, Applications distributed whole or in a part in or into any jurisdiction except in accordance with the legal DP-ID, Client-ID, or Folia Number (for Eligible Equity Shareholders holding Equity Shares in uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted requirements application receipt of the issue materials including by way of physical form as on the Record Date) and PAN. The link for the same shall also be available and uploaded without blocking funds in the ASBA Accounts. For details see 'Terms of the Issue - electronic means will not constitute an offer invitation to or solicitation by anyone in any jurisdiction on the website of our Company at www.arcfinance.in. or in any circumstances in which such an offer invitation or solicitation is unlawful or not authorized Please note that, our Company and the Registrar to the Issue will not be liable for all to any person to whom it is unlawful to make such an offer invitation or solicitation in those non-dispatch of physical copies of Issue materials, including the Letter of Offer, the circumstances the issue materials must be treated as sand for information only and should not be Abridged Letter of Offer, the Rights Entitlement Letter, and the Application Form or An Eligible Equity Shareholder in India who is eligible to apply may make an Application to acted upon for subscription to right equity shares and should not be copied or redistributed delay in the receipt of the Letter of Offer, the Abridged Letter of Offer, the Rights subscribe to this Issue on plain paper in terms of Regulation 78 of SEBI ICDR Regulations in case accordingly person receiving a copy of the issue material should not in connection with the issue Entitlement Letter, and the Application Form attributable to the non-availability of the of non-receipt of Application Form as detailed above. In such cases of non-receipt of the of the right equity shares or right entitlements distribute or sign the issue materials in or into any e-mail addresses of Eligible Shareholders or electronic transmission delays or Application Form through physical delivery (where applicable) and the Eligible Equity Shareholder jurisdiction where to do so would or might contravene local securities laws or regulation or would failures, or if the Application Forms or the Rights Entitlement Letters are delayed or not being in a position to obtain it from any other source may make an Application to subscribe to subject our company or its affairs or the lead manager or their respective affiliates to any firing misplaced in transit. this Issue on plain paper with the same details as per the Application Form that is available on the or registration requirement other than in India if the issue material are received by any person in The LOF is also available on the website of SEBI at www.sebi.gov.in website of the Registrar, Stock Exchange or the Lead Manager. An Eligible Equity Shareholder any such jurisdiction or by their agent or nominee they must not seek to subscribe to the right The material contracts documents for inspection is available for inspection on the website of the

agreed that such person is authorized to acquire the rights entitlements and the right Please note that in terms of Regulation 78 of the SEBI ICDR Regulations, the Eligible Equity equity shares in compliance with all applicable laws and regulations prevailing in such addition each purchaser of rights entitlements and the rights equity shares will be tempt The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint to make the representations warranties acknowledgements and agreements set for thin holders, in the same order and as per specimen recorded with his/her bank, must reach the office other regulatory and statutory disclosures selling restrictions on page 141 of the letter of

Our company in consultation with the lead manager reserves the right to treat as invalid any application form which: (i) appears to our company or its agents to have been 2) Name and address of the Eligible Equity Shareholder including joint holders (in the same executed in electronically transmitted from or dispatched from the United States or other iurisdictions where the offer and sale of the rights equity shares is not permitted under law of such jurisdiction (ii) does not include the relevant certification set out in the application form including to the effect that the person submitting and/or renouncing the application form is outside the United States and such person is eligible to subscribe for the right Investors may contact the Registrar to the Issue, or our Company for any Issue related 4) Except for Applications on behalf of the Central or State Government, the residents of equity shares under applicable securities law and is complying with the laws of jurisdiction matters. All grievances relating to the ASBA process may be addressed to the Registrar to Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and applicable to such person in connection with this issue or (iii) where either a register in the Issue, with a copy to the SCSBs, giving full details such as name, address of the for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of your address is not provided or where our company believes acceptance of such application. Applicant, contact number(s), e-mail ID of the sole / first holder, folio number or demat form may infringe applicable legal or regulatory requirements and our company shall not account number, serial number of the Application Form, number of the Rights Equity Shares

in certain jurisdiction outside India is restricted by legal requirements prevailing in those jurisdiction on the ASBA process, see 'Terms of the Issue' on page 142 of the Letter of Offer. no action has been or will be taken to permit this issue in any jurisdiction where action would be required for that person except that this letter of offer is being filled with SEBI and BSE accordingly 9) Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights the right entitlement and right equity share may not be offered or sold directly or indirectly and this letter of offer or any issue materials or advertisements in connection with this issue may not be distributed in any jurisdiction except in accordance with as permitted under the legal requirements applicable in jurisdiction reset of issue materials including by way of electronic mince will not 12) Details of the ASBA Account such as the SCSB account number, name, address and constitute an offer invitation to or salutation by anyone in any jurisdiction or any circumstances in which such an offer invitation or solicitation in unlawful or not authorized or to any person to whom it is unlawful to make such an offer invitation or solicitation in those circumstances the issue 13) In case of non-resident Eligible Equity Shareholders making an application with an Indian material must be treated as sent for information only and should not be acted upon for making an The Rights Entitlements and the Rights Equity Shares have not been and will not be registered

The distribution of the issue materials and the issue of right equity shares on a right basis to person

in such jurisdiction or by their agent or nominee they must not seek to make an application or permitted under laws of such jurisdictions. There will be no public offering in the United States

### **ISSUE CLOSED ON\*\*:** MONDAY, NOVEMBER 18, 2024

Eligible Equity Shareholders and a copy of such approval from any regulatory authority, as acquire right at entitlements and the right equity share offered in the issue will be dimmed to have a declare represented and warranted that such person is authorized to acquire right entitlements and the right equity shares offered in the issue will be dimmed to have represented and warranted that such person is authorized to acquire the right entitlement and the right equity sharing compliance with all applicable laws and regulations prevailing such person's jurisdiction and India without requirement for our company or affiliates or the lead manager or their respective affiliates to make any filing or registration other than in India

The last date for submission of the duly filled in the Application Form or a plain paper Application is Monday, November 18, 2024 i.e., Issue Closing Date. Our Board or any committee thereof may extend the said date for such period as it may determine from time "We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or to time, subject to the Issue Period not exceeding 30 days from the issue opening Date

LAST DATE FOR APPLICATION

this Issue. Our Company will also make application to BSE to obtain the trading approval for the

the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the In cases where Multiple Application Forms are submitted for Applications pertaining to Rights correctness or completeness of any of the contents of the Letter of Offer. The Investors are

: Axis Bank Limited

Letter of Offer, the Abridged Letter of Offer, the Entitlement Letter, Application Form and other applicable Issue Materials only to the Eligible Shareholders who have provided an India sent/dispatched, by the Registrar to the Issue on behalf of our Company to the Eligible be, at the time of submission of the Application.

This issue on right basis to the eligible equity shareholders and the issue materials will be signed.

This issue on right basis to the eligible equity shareholders who have provided their Indian addresses and have made a request in this regard. In case such Eligible Shareholders have provided their valid e-mail address, the Letter of Offer will be signed dispatched only to the eligible equity shareholders who have provided their Indian addresses and have made a request in this regard. In case such Eligible Shareholders have provided their valid e-mail address, the Letter of Offer will be signed dispatched only to the eligible equity shareholders have provided an Indian address to our company in case such eligible equity shareholders have provided their request in this request.

Equity Sharesurider applicable securities lawsy on the websites of.		
۱	Access of Documents on the website of	URL of websites
	Company	http://www.arcfinance.in/
	Registrar to the Issue	www.skylinerta.com
	BSE Limited	www.bseindia.com

company at www.arcfinance.in from the date of letter of offer until the Issue Closing Date and

# ARONA

Somnath Chitrakar Director & Chief Financial Officer

Address: 18. Rabindra Sarani, Poddar Court Gate No.4, 4th Floor, Room No. 3 Kolkata West Bengal-700001, India, Contact Number: 8910637014

## REGISTRAR TO THE ISSUE

Skyline

Skyline Financial Services Private Limited Address: D 153 A, 1st Floor, Okhla Industrial Area, Phase - I. New Delhi - 110 020, India

Contact Person: Mr. Anuj Rana, 9953022028

Tel.: +011- 26812682/83 Fax: +91 011-26812682 Web: www.skylinerta.com Email: info@skylinerta.com SEBI Registration No: INR000003241

be bound to issue a lot any rights equity shares in respect of any such application form. applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSBs where the Application Form or the plain paper application, as the case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip. For details

On behalf of Board of Directors For, ARC Finance Limited

Somnath Chitrakar Director and CFO ARC Finance Limited is proposing, subject to market conditions and other considerations, a

right issue of its Equity Shares and has in this regard filed a Letter of Offer dated October 10 2024 with Company at www.arcfinance.in, the Registrar at www.skylinerta.com the Stock

under the U.S. Securities Act or any state securities laws in the United States, and may not be Accordingly person receiving a copy of the issue material should not in connection with the issue offered, sold, resold or otherwise transferred within the United States, except in a transaction 14) Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the of right equity shares or the right entitlements distribute or send the issue materials in or into any exempt from the registration requirements of the U.S. Securities Act. Accordingly, the Rights jurisdiction where to do so would or might contravene local securities law or regulation or would Entitlements and Rights Equity Shares are being offered and sold in 'offshore transactions subject our company or its affiliates or the lead manager or the respective affiliates to any filing outside the United States in compliance with Regulation under the U.S. Securities Act to existing or registration requirements other than in India if the issue materials are received by any person shareholders located in jurisdictions where such offer and sale of the Rights Equity Shares is