



Date: 28/12/2020

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai - 400001

To,
The Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

Sub.: Newspaper publications - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015


Ref.: PC Jeweller Limited (Scrip Code: 534809, Symbol: PCJEWELLER)

Dear Sir / Madam,

Please find enclosed herewith the copies of publications made by the Company on December 28, 2020 in Financial Express (English) and Jansatta (Hindi) newspapers, titled as "**NOTICE OF POSTAL BALLOT AND E-VOTING**" informing about completion of dispatch of Postal Ballot Notice and e-voting.

Kindly take the same on record.

Thanking you,
For **PC Jeweller Limited**


(VIJAY PANWAR)
Company Secretary

Encl.: As above

PC Jeweller Limited

REGD. & CORPORATE OFF: C - 54, PREET VIHAR, VIKAS MARG, DELHI - 110 092 PH: 011 - 49714971 FAX : 011 - 49714972

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929

HINDUSTAN EVEREST TOOLS

CIN No. L74899DL1962PLC003634

Registered Office: Dohil Chambers, 46, Nehru Place, New Delhi 110019
Website: www.everesttools.com, Email: admin@everesttools.com

Recommendation of the Committee of Independent Directors (IDC) on the Hindustan Everest Tools Limited (the "Target Company" or "TC") on the Substantial Acquisition of Shares and Takeovers Regulations, 2011

1. Date	December 24, 2020
2. Name of the Target Company ("TC")	Hindustan Everest Tools Limited
3. Details of the Offer pertaining to TC	Open offer for the acquisition of up to 4,00,000 Equity Shares constituting 25% of the face value of ₹ 10/- each at a price of ₹ 81.94/- representing 26% of total fully paid up capital of the Target Company (as defined in the Letter of Offer dated November 09, 2020) by the Acquirer and PACs. The Public Announcement dated November 09, 2020 (the "DLO") (the "LOF") has been issued by the Acquirer and PACs.
4. Name(s) of the Acquirer and PACs with the Acquirer	Algoquant Financials LLP ("Acquirer") and Mr. Devansh Gupta ("PAC2") (collectively "Acquirer and PACs")
5. Name of the Manager to the Offer	Keynote Financial Services Limited, The Ruby, 9th Floor, Senapati Bapat Marg, Mumbai - 400028; Tel: +91-22-26000000; E-mail: mbd@keynoteindia.net; www.keynoteindia.net
6. Members of the Committee of Independent Directors (Please indicate the chairperson of the Committee separately)	1. Mr. Amitav (Chairperson) 2. Mr. Pradeep Jain 3. Ms. Shifa Nagar
7. IDC Member's relationship with the TC (Director, Equity shares owned, any other contract / relationship), if any	1. IDC Members are Independent and do not hold any equity shares of the TC. 2. They do not hold any equity shares of the TC. 3. None of the IDC members have any other relationship with the TC.
8. Trading in the Equity shares/other securities of the TC by IDC Members	None of the IDC Members have traded in the Equity shares/other securities of the TC.
9. IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any.	None of the Members of IDC have any relationship with the Acquirer and PACs.
10. Trading in the Equity shares/other securities of the Acquirer by IDC Members	Not Applicable
11. Recommendation on the Open offer, as to whether the offer is fair and reasonable	The IDC is of the opinion that the Offer is fair and reasonable and the PACs is in accordance with the Regulations and is fair and reasonable.
12. Summary of reasons for recommendation	The IDC has perused the PA, DLO and the members of IDC considered the Offer is fair and reasonable. The market price of shares for a period of 30 days prior to the date of the public announcement of the TC is ₹ 81.94/-; b) Acquirer and PACs signed the Share Purchase Agreement on October 10, 2019 was published on November 25, 2020. The Shareholders of the TC at the time of the Offer are of the opinion that the Offer Price of ₹ 81.94/- is in accordance with the regulations and (b) is fair and reasonable. The shareholders of the Target Company have approved the Offer and take an informed decision on the Offer.
13. Details of Independent Advisors, if any.	There were no independent advisors engaged by the Target Company.
14. Any other matter(s) to be highlighted	None

Place : New Delhi
Date : December 24, 2020

Mr. Dinesh Gangwal vide letter dated December 24, 2020 to participate in this Offer.

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Invitation of submission of a Scheme under Section 230 of the Companies Act, 2013

8. Pursuant to Regulation 44(1) and (2) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, members who do not have access to remote e-voting facility, may exercise their vote at the EGM of the Company by submitting the Ballot form which will be distributed at the EGM.

9. The notice of the EGM is also available at the website of the Company at www.shivacement.com as well as on the Bombay Stock Exchange at www.bseindia.com

By order of the Board of Directors
Sd/-
Sneha Bindra
Company Secretary

Place: Rourkela
Date: 28 December, 2020



PC Jeweller Limited

Regd. Off.: C-54, Preet Vihar, Vikas Marg, Delhi-110092
Phone: 011-49714971, Website: www.pcjeweller.com
Fax: 011-49714972, E-Mail: info@pcjeweller.com
Corporate Identity Number: L36911DL2005PLC134929

NOTICE OF POSTAL BALLOT AND E-VOTING

Members are hereby informed that pursuant to Section 110 of the Companies Act, 2013 read with applicable rules of the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of its Members through Postal Ballot, in respect of the Special Businesses mentioned in Postal Ballot Notice dated December 23, 2020 ("Notice").

In compliance with applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and 33/2020 dated September 28, 2020 issued by Ministry of Corporate Affairs, Notice has been sent through electronic mode to only those Members whose e-mail Id's are registered with the Depository / the Company's Registrar & Transfer Agent - KFin Technologies Private Limited ("KFin") and whose names appear in Register of Members / List of Beneficial Owners as received from National Securities Depository Limited / Central Depository Services (India) Limited as on the Cut-off date i.e. Friday, December 18, 2020. The Company has completed dispatch of the same on December 27, 2020. Notice is also available on the Company's website www.pcjeweller.com, websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also on the website of KFin at <https://evoting.kfintech.com>. No physical copies of Notice has been sent to Members and the communication of assent / dissent of Members will take place only through e-voting facility.

In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility to exercise their right to vote by electronic means on the Special Businesses mentioned in Notice through e-voting facility. The Company has engaged the services of KFin as the Agency to provide e-voting facility.

The e-voting will commence from Monday, December 28, 2020 at 9:00 A.M. and end on Tuesday, January 26, 2021 at 5:00 P.M. and no voting shall be allowed thereafter. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date. A person, who is not a Member as on the Cut-off Date, should treat this Notice for information only.

The Board of Directors of the Company has appointed Shri Randhir Singh Sharma, Practicing Company Secretary (CP No.: 3872), Proprietor R S Sharma & Associates, Company Secretaries, New Delhi, as the Scrutinizer for conducting Postal Ballot process in a fair and transparent manner. Based on the Scrutinizer's Report, the result of Postal Ballot will be declared on Wednesday, January 27, 2021 on or before 5:00 P.M. at the Registered Office of the Company. The result along with the Scrutinizer's Report shall be available on the Company's website www.pcjeweller.com and also on KFin's website <https://evoting.kfintech.com>.

In case of any queries or grievances on voting by electronic means, Members may refer Help and Frequently Asked Questions ("FAQs") on e-voting and User Manual for shareholders available at the download section of <https://evoting.kfintech.com> or contact Shri I. L. Murthy, Sr. Manager at KFin at e-mail id: lakshmana.murthy@kfintech.com, contact no.: 9177401088 or can also call KFin's toll free no.: 1800-345-4001.

By order of the Board of Directors
For PC Jeweller Limited
Sd/-
(VIJAY PANWAR)
Company Secretary

Place: Delhi
Date: December 27, 2020

पावर टिड कॉर्पोरेशन ऑफ इंडिया लिमिटेड
(भारत सरकार का उद्यम)

पंजीकृत कार्यालय : सी-9, कुतुब इन्स्टीट्यूशनल एरिया, कटवारिया सराय, नई दिल्ली-110016
निगमित कार्यालय : "सोदामिनी", प्लॉट सी-2, सेक्टर-29, गुडगांव, हरियाणा-122001, फोन : 0124-2571700-719
वेबसाइट : www.powergridindia.com सीआईएन : L40101DL1989GOI038121

एक महारत्न पीएसयू



पीसी ज्वैलर लिमिटेड

पंजी. कार्यालय: सी-54, प्रीत विहार, विकास मार्ग, दिल्ली-110092
फोन: 011-49714971, वेबसाइट: www.pcejeweller.com
फैक्स: 011-49714972, ई-मेल: info@pcejeweller.com
कॉर्पोरेट पहचान संख्या: L36911DL2005PLC134929

डाक मतपत्र एवं ई-वोटिंग की सूचना

सदस्यों को सूचित किया जाता है कि कंपनी अधिनियम, 2013 की धारा 110 के साथ पठित कंपनी (प्रबंधन एवं प्रशासन) नियम, 2014 के उपयुक्त नियम के अनुसार, कंपनी डाक मतपत्र के माध्यम से, डाक मतपत्र की सूचना दिनांक 23 दिसम्बर, 2020 ("सूचना") में उल्लेखित विशेष कामकाजों के संदर्भ में अपने सदस्यों की स्वीकृति चाह रही है।

कंपनी अधिनियम, 2013 और इसके अन्तर्गत बनाए गए नियमों, सहपठित कॉर्पोरेट मामलों के मंत्रालय द्वारा जारी किए गए सामान्य परिपत्र संख्या 14/2020 दिनांक 8 अप्रैल, 2020 17/2020 दिनांक 13 अप्रैल, 2020, 22/2020 दिनांक 15 जून, 2020 एवं 33/2020 दिनांक 28 सितंबर, 2020 के प्रावधानों के अनुपालन में, सूचना केवल उन्हीं सदस्यों को इलेक्ट्रॉनिक माध्यम से भेजी गई है, जिनके ई-मेल आईडी डिपॉजिटरी/ऑफर की रजिस्ट्रार और ट्रांसफर एजेंट केफिन टेक्नोलॉजीज प्राइवेट लिमिटेड ("केफिन") के साथ पंजीकृत हैं और जिनके नाम कट-ऑफ दिनांक शुरुआत, 18 दिसम्बर, 2020 को सदस्यों की पंजीका/लामकारी मालिकों की सूची में दर्ज हैं, जो नेशनल सिक्वोरिटीज डिपॉजिटरी लिमिटेड/सेंट्रल डिपॉजिटरी सर्विसेज (इंडिया) लिमिटेड से प्राप्त हुई है। कंपनी ने 27 दिसम्बर, 2020 को उनका प्रेषण पूरा कर लिया है। सूचना कंपनी की वेबसाइट www.pcejeweller.com, बीएसई लिमिटेड और नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड की वेबसाइट क्रमशः www.bseindia.com और www.nseindia.com और केफिन की वेबसाइट <https://evoting.kfintech.com> पर भी उपलब्ध होगी। सूचना की कोई भौतिक प्रति सदस्यों को नहीं भेजी गयी है एवं सदस्यों की सहमति/असहमति का संचार केवल ई-वोटिंग सुविधा के माध्यम से होगा।

कंपनी अधिनियम की धारा 110 के साथ पठित कंपनी (प्रबंधन एवं प्रशासन) नियम, 2014 के नियम 20 और सेबी (सूचीबद्धता दायित्व एवं प्रकटीकरण आवश्यकताओं) विनियमों, 2015 के विनियम 44 के प्रावधानों के अनुपालन में, कंपनी अपने सदस्यों को ई-वोटिंग सुविधा के द्वारा सूचना में उल्लेखित विशेष कामकाजों को इलेक्ट्रॉनिक माध्यम द्वारा मतदान करने के अधिकार का प्रयोग करने की सुविधा प्रदान कर रही है। कंपनी ने ई-वोटिंग की सुविधा प्रदान करने वाली एजेंसी के रूप में केफिन की सेवाएं नियुक्त की है। ई-वोटिंग सोमवार, 28 दिसम्बर 2020, प्रातः 9:00 बजे शुरू होगी और मंगलवार, 26 जनवरी, 2021 को सायं 5:00 बजे समाप्त होगी और उसके बाद वोटिंग की अनुमति नहीं दी जायेगी। सदस्यों के मतदान के अधिकार कट-ऑफ दिनांक को कंपनी की चुकता इक्विटी शेयर पूंजी में उनके शेयर के अनुपात में होगा। ऐसा व्यक्ति, जो कट-ऑफ दिनांक को कंपनी का सदस्य नहीं है, वो इस सूचना को केवल जानकारी के रूप में ले।

निदेशक मंडल ने डाक मतपत्र प्रक्रिया का निष्पक्ष एवं पारदर्शी तरीके से संचालन करने के लिये श्री रणधीर सिंह शर्मा, प्रेजिडेंटिंग कंपनी सचिव (सीपी नं. 3872), मालिक आर एस शर्मा एण्ड एसोसिएट्स, कंपनी सचिव, नई दिल्ली को सर्वोक्षक के रूप में नियुक्त किया है। सर्वोक्षक की रिपोर्ट पर आधारित डाक मतपत्र के परिणाम की घोषणा कंपनी के पंजीकृत कार्यालय पर बुधवार, 27 जनवरी, 2021 को सायं 5:00 बजे या उससे पहले की जायेगी। सर्वोक्षक की रिपोर्ट के साथ परिणाम कंपनी की वेबसाइट www.pcejeweller.com तथा केफिन की वेबसाइट <https://evoting.kfintech.com> पर भी उपलब्ध होगी।

यदि इलेक्ट्रॉनिक तरीके के द्वारा मतदान करने के संबंध में कोई प्रश्न या शिकायत है, तो सदस्य <https://evoting.kfintech.com> पर मदद और ई-वोटिंग पर प्रायः पूछे जाने वाले प्रश्न ("एफएक्यू") और डाउनलोड सेक्शन में मौजूद शेयरधारकों के यूजर मैनुअल का संदर्भ ले सकते हैं या केफिन के वरिष्ठ प्रबंधक श्री आई एल मूर्थी, ई-मेल आईडी lakshmana.murthy@kfintech.com फोन नं. 9177401088 पर सम्पर्क कर सकते हैं या केफिन के टोल फ्री नं. 1800-345-4001 पर भी सम्पर्क कर सकते हैं।

निदेशक मंडल के आदेश द्वारा कृते पीसी ज्वैलर लिमिटेड
हस्ताक्षरित /
(विजय पर्वार)
कंपनी सचिव

स्थान: दिल्ली
तिथि: 27 दिसम्बर, 2020

CIN No. L74899DL1962PLC003634

Registered Office: Dohil Chambers, 46, Nehru Place, New Delhi 110019. Ph. No.: 011-46579476
Website: www.everesttools.com, Email: admin@everesttools.com

Recommendation of the Committee of Independent Directors (IDC) on the Open Offer to the Shareholders of Hindustan Everest Tools Limited (the "Target Company" or "TC") under Regulation 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Date	December 24, 2020
2. Name of the Target Company ("TC")	Hindustan Everest Tools Limited
3. Details of the Offer pertaining to TC	Open offer for the acquisition of up to 4,17,872 fully paid-up Equity Shares having a face value of ₹ 10/- each at a price of ₹ 97/- per Equity Shares ("Offer Price"), representing 26% of total fully paid up equity share capital ("Voting Share Capital") (as defined in the Letter of Offer dated December 17, 2020) to all the Public shareholders of the Target Company by Acquirer and PACs ("Offer" or "Open Offer") in terms of Regulation 3(1), 4, 5(1) & 5(2) read with Regulation 16 (1) of SEBI (SAST) Regulations. The Public Announcement dated October 24, 2020 (the "PA"), Detailed Public Statement published on November 02, 2020 (the "DPS"), Draft Letter of Offer dated November 09, 2020 (the "DLOF"), Letter of Offer dated December 17, 2020 (the "LOF") has been issued by the Manager to the Open Offer on behalf of the Acquirer and PACs.
4. Name(s) of the Acquirer and PACs with the Acquirer	Algoquant Financials LLP ("Acquirer") together with Mr. Dhruv Gupta ("PAC1") and Mr. Devansh Gupta ("PAC2") (collectively referred to as "PACs")
5. Name of the Manager to the Offer	Keynote Financial Services Limited (formerly Keynote Corporate Services Limited) The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028; Tel: +91-22- 6826 6000-3; Fax: +91-22- 6826 6088; E-mail: mbd@keynoteindia.net; Contact Person: Mr. Akhil Mohod; Website: www.keynoteindia.net
6. Members of the Committee of Independent Directors (Please indicate the chairperson of the Committee separately)	1. Mr. Amitav (Chairperson) 2. Mr. Pradeep Jain 3. Ms. Shifa Nagar
7. IDC Member's relationship with the TC (Director, Equity shares owned, any other contract / relationship), if any	1.IDC Members are Independent and Non-Executive Directors of the TC. 2.They do not hold any equity shares in the TC. 3.None of the IDC members have any relationship with the TC.
8. Trading in the Equity shares/other securities of the TC by IDC Members	None of the IDC Members have traded in Equity Shares/ other securities of the TC.
9. IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any.	None of the Members of IDC have any contracts/ relationship with the Acquirer or the PACs.
10. Trading in the Equity shares/other securities of the Acquirer by IDC Members	Not Applicable
11. Recommendation on the Open offer, as to whether the offer is fair and reasonable	The IDC is of the opinion that the Offer Price of ₹97/- offered by the Acquirer and the PACs is in accordance with the regulations prescribed under the SEBI (SAST) Regulations and is fair and reasonable.
12. Summary of reasons for recommendation	The IDC has perused the PA, DPS and LOF issued on behalf of the Acquirer. The members of IDC considered the following facts: a) the volume-weighted average market price of shares for a period of sixty trading days immediately preceding the date of the public announcement i.e. October 24, 2020 as traded on BSE Limited of the TC is ₹ 81.94/-; b) Acquirer and PACs have made an open offer pursuant to the signing of the Share Purchase Agreement with the Promoters of the Target Company namely - Shri Shrivani Kumar Mandelia and Shri Balgopal Mandelia to indirectly acquire their shares of the TC at a price of ₹ 95/- each; c) the Fair Value of the Equity Shares of TC, as arrived by SCV & Co. LLP, Chartered Accountant ("Valuer") vide their valuation report dated October 24, 2020 is ₹ 96.80/-. Based on the above facts and review of the PA, DPS and LOF, the IDC is of the opinion that the Offer Price of ₹ 97/- offered by the Acquirer and the PACs: (a) is in accordance with the regulations prescribed under the SEBI (SAST) Regulations; and (b) is fair and reasonable. The shareholders of the Target Company are advised to independently evaluate the Open Offer and take an informed decision about tendering the Equity Shares held by them in the Open Offer.
13. Details of Independent Advisors, if any.	There were no independent advisors appointed.
14. Any other matter(s) to be highlighted	None

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

For Hindustan Everest Tools Limited
Sd/-
Amitav
Chairman of Committee of Independent Director

Place : New Delhi
Date : December 24, 2020

नई दिल्ली