

Axita Cotton Limited

Mfg. & Exporter of Cotton

CIN No.: L17200GJ2013PLC076059 GST IN: 24AALCA8092L1Z6

PAN: AALCA8092L

Reg. Office: Servey No. 324, 357, 358, Kadi Thol Road, Borisana Kadi,

Mahesana-382715. Gujarat. India

Tele: +91 6358747514 | E-mail: cs@axitacotton.com | Website: www.axitacotton.com

Date: December 15, 2020

ISO 9001:2015

CERTIFIED

To,
Department of Corporate Service
BSE LIMITED

Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400 001, Maharashtra.

Respected Sir/Madam,

Sub: Submission of Copy of Newspaper Advertisements for Postal Ballot and E-voting.

Ref: Axita Cotton Limited (Scrip ID/Code: AXITA/542285).

INDI

We hereby submit the copy of News Paper Advertisements in Financial Express (English Edition) and Financial Express (Gujarati Edition) confirming the Dispatch of Notice of Postal Ballot.

Kindly take the same on your record and oblige us.

For Axita Cotton Limited

Deepakkumar Chaubisa

Company Secretary & Compliance Officer

Encl: A/a.

FINANCIAL EXPRESS

AXIS BANK Collection, 1st Floor, Balleshwar Avenue, S G Highway, Opp Rajpath Club, Bodakdev, Ahmedabad, Gujarat -380 054.

APPENDIX -IV [Rule 8(1)] POSSESSION NOTICE Whereas, the undersigned being the Authorized Officer of the AXIS BANK LTD, under the

Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act. 2002 and in exercise of powers conferred under Section 13(12) read with rule 3 of the Security Interest (Enforcement) Rules, 2002, issued a demand notice dated22-10-2018, calling upon the Borrower/Co-Borrower/Mortgagor/Guarantor, (1) JITENDRAGIRI PRADIPGIRI GAUSWAMI (2) MRS JYOTIBEN PRADIPGIRI GOUSWAMI (3) PRADIPGIRI BAVGIRI GAUSWAMI to repay the amount mentioned in the notice being Rs. 620020/-as on 19-10-2018. (this amount includes interest applied till 19-10-2018, only) together with further interest thereon at the contractual rate of interest till the date of payment, as mentioned in the said notice together with further interest at the contractual rate on the aforesaid amount and incidental expenses, costs, charges etc. incurred / to be incurred, within 60 days from the date of the said notice.

Borrower/Co-Borrower/Mortgagor/Guarantor, (1) JITENDRAGIRI PRADIPGIRI GAUSWAMI (2) MRS JYOTIBEN PRADIPGIRI GOUSWAMI (3) PRADIPGIRI BAVGIRI GAUSWAMI having failed to repay the Bank's dues as mentioned in the notice issued to him under sec 13(2) of Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002, notice is hereby given to the Borrower and other mentioned herein above in particular and the public, in general, that the undersigned has taken Physical Possession of the property described herein below in exercise of powers conferred on him under Section-13(4) of the said act read with rule 8 of the said rules & (As per Order of District Magistrate Dated-26-07-2019) under section 14 of the said

Borrower/Co-Borrower/Mortgagor/Guarantor mentioned hereinabove in particular, and the public, in general, are hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of the AXIS BANK LTD for an amountbeing Rs.620020/-as on 19-10-2018. (this amount includes interest applied till 19-10-2018, only) together with further interest thereon at the contractual rate of interest till the date of payment, as mentioned in the said notice together with further interest at the contractual rate on the aforesaid amount and incidental

expenses, costs, charges etc. incurred/to be incurred. The Borrower's attention is invited to the provisions of sub Section (8) of section 13 of the SARFAESI act, 2002 in respect of time available, to redeem the secured assets.

SCHEDULE OF IMMOVABLE PROPERTY

ALL THE PIECE AND PARCEL OF FLAT NO.G-501, BUILDING NO - G, ON FIFTH FLOOR, OF "BHAKTIDHARA RESIDENCY" OF N.A LAND HAVING SUPER BUILTUP AREA OF 50.65 SQ.MTRS. AND BUILTUP AREA OF 34.04 SQ.MTRS. AND UNDIVIDED COMMON LAND 20.56 SQ. MTRS. OF SURVEY NO.56, 57, 59, PAIKI BLOCK NO.130, OF MOUJE VILLAGE SAYAN, SUB RAGISTRATION DISTRICT OF OLPAD & DISTRICT OF SURAT, THE SAID PROPERTY IS BOUNDED AS FOLLOW: SURROUNDING NORTH: FLAT NO.G-502, SOUTH: ROAD., EAST: FLAT NO.G-504, WEST: BUILDING-F

Please further note that as mentioned in sub-section 13 of Sec. 13 of the aforesaid Act, you shall not transfer by way of sale, lease or otherwise any of the assets stated under security referred to in this Notice without prior written consent of our Bank and contact to Mr. Sanjay Mithaiwala, M - 9925233609.

Date: 15-12-2020, Place: Surat

Authorized Officer, Axis Bank Ltd.

FORM NO. CAA. 2 [Pursuant to Section 230(3) and rule 6 and 7] BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD BENCH CA (CAA) NO. 77/NCLT/AHM/2020

In the matter of the Companies Act, 2013; AND

In the matter of sections 230 To 232 read with section 66 and other applicable provisions of the Companies Act, 2013; AND

In the matter of Scheme of Amalgamation of Sadbhav Infrastructure Project Limited with Sadbhav Engineering Limited and their respective Shareholders and Creditors

Sadbhav Infrastructure Project Limited

Ahmedabad-380006, Gujarat

CIN: No: L45202GJ2007PLC049808, a Company incorporated under the Company Act, 1956, and having its Registered office at "Sadbhav House". Opp. Law Garden Police Chowki, Ellisbridge,

.... Applicant Transferor Company

Notice and Advertisement of notice of the meetings of Equity Shareholders, Secured and Unsecured Creditors of Sadbhav Infrastructure Project Limited (Applicant Transferor Company)

Notice is hereby given that by an order dated 1st December 2020, the Ahmedabad Bench of National Company Law Tribunal ("NCLT") has directed to hold the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors(collectively 'Stakeholders') of Sadbhav Infrastructure Project Limited for the purpose of considering, and if thought fit, approving with or without modification, the proposed Scheme of Amalgamation of Sadbhav Infrastructure Project Limited with Sadbhav Engineering Limited and their respective shareholders and creditors.

In pursuance of the said order and as directed to hold the meetings through video conferencing (VC)/ other audio visual means (OAVM) notice is hereby given that the meeting of Stakeholders of Applicant Transferor Company will be held as per details mentioned below for the purpose of considering and if thought fit, approving, with or without modification, the Scheme of Amalgamation without physical presence of the members at a common venue.

١	No.	Type of meetings	Date of meetings	Time	Place of Meetings
I	1	Equity Shareholders	Friday, 29 th January, 2021	11.30 a.m.	Through video conferencing (VC)/ other
I	2	Secured Creditors		12.30 p.m.	audio visual means
ı	3	Unsecured Creditors		01.30 p.m.	(OAVM)

This above meetings would be held in compliance with the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020, and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India ("SEBI").

Copies of the said Scheme of Amalgamation, and the Explanatory Statement under section 230 read with Section 232 and applicable Rules of the Companies Act, 2013 can also be obtained free of charge at the Corporate Office of the Applicant Transferor Company situated at "Sadbhav", Near Havmor Restaurant, B/H. Navrangpura Bus Stand, Navrangpura, Ahmedabad -380 009 after 29th December, 2020 between 11:30 A.M. to 3:00 P.M. on all working days from Mr. Hardik Modi, Company Secretary and Compliance officer of the Applicant Transferor Company, or at the office of advocate viz Thakkar and Pahwa, Advocates, 71, New York Tower-A, Opp. Muktidham Derasar, Thaltej, Ahmedabad-380054.

In accordance with the relevant circulars, Notice of the meeting along with the Scheme of Amalgamation and explanatory statement is being sent by electronic mode to those Stakeholders whose e-mail addresses are registered with the Applicant Transferor Company/Depositories and physical copy will be sent to those Secured & Unsecured Creditors at their last available address with the Company who have not registered their email ID with the Company. Notice of respective meetings and Scheme of Amalgamation along with explanatory statement will also be available on the Applicant Transferor Company's website www.sadbhavinfra.co.in and will also be available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com after 29th December, 2020.

The Applicant Transferor Company is providing remote e-voting facility to all registered Stakeholders as on cut-off date i.e. 11th December, 2020 to approve with or without modification the Scheme of Amalgamation with Sadbhav Engineering Limited from 26th January, 2021 to 28th January, 2021. Additionally, the Applicant Transferor Company would be providing the facility of voting through e-voting system during the meeting, as per schedule mentioned here-

Stakeholders can attend and participate in the meeting through the VC/OAVM facility only.

The instructions for joining the meeting will be provided in the Notice of the meetings.

Stakeholders attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum as per order dated 1st December 2020 of the Ahmedabad Bench of NCLT. The Stakeholders as on cut-off date i.e. 11th December, 2020 who have not registered their email addresses with the Applicant Transferor Company /Depository, are requested to follow the below given instructions to register e-mail address for obtaining notice and login details for evoting -

- a. For members holding shares in physical mode as on cut-off date i.e. 11th December, 2020 - please provide necessary details like Folio No., name of shareholder by email latest by 19th December, 2020 to company email id i.e. investor@sadbhavinfra.co.in.
- b. Members holding shares in Demat mode as on cut-off date i.e. 11th December, 2020 can get their E-mail ID registered by contacting their respective Depository Participant by sending email to latest by 19th December, 2020 to company email id i.e. investor@sadbhavinfra.co.in and RTA email id i.e. nilesh.dalwadi@linkintime.co.in.
- c. Secured and Unsecured Creditors of the Company as on cut-off date i.e. 11th December, 2020 can get their E-mail Id registered by sending e-mail along with their PAN card and GST Certificate wherever applicable latest by 19th December, 2020 to company email id i.e. investor@sadbhavinfra.co.in.

The Notice will be sent to the Stakeholders as on cut-off date in accordance with the applicable laws on their registered e-mail addresses in due course.

The Tribunal has appointed Shri Sandip Patel (Chartered Accountant-Independent Director) and in his absence Shri Shashin Patel as the Chairperson of the said meetings and Mr. Ashish Shah (Membership No. FCS-5974), Practicing Company Secretary as Scrutinizer of the said meetings. The above mentioned Scheme of Amalgamation, if approved by the Stakeholders, will be subject to the subsequent approval of the Tribunal.

> Sd/-Mr. Sandip Patel

Chairperson appointed for the Meetings Dated this 14th day of December, 2020.

PUBLIC NOTICE

That Harmony Yarns Private Limited is the owner of [1] Plot No. 1/4 Paiki Northern Side Sub-Plot No. 1/4-1 Situated on land bearing Block No. 82, Situated at Moje Village Mota Borsara, Taluka: Mangrol, District: Surat, [2] Plot No. 1/3 Situated on land bearing Block No. 82, Situated at Moje Village: Mota Borsara, Taluka: Mangrol, District: Surat, [3] Plot No. 1/4 Paiki Southern Side Sub-Plot No. 1/4-2 Situated on land bearing Block No. Situated at Moje Village: Mota Borsara, Taluka: Mangrol, District: Surat, [4] Plot No. 1/5 Situated on land bearing Block No. 82, Situated at Moje Village: Mota Borsara, Taluka Mangrol, District: Surat, [5] Plot No. 2/2 Situated on land bearing Block No. 82, Situated at Moje Village: Mota Borsara, Taluka: Mangrol, District: Surat, [6] Sub-Plot No. 1/1/A Situated on land bearing Block No. 82, Situated at Moje Village: Mota Borsara, Taluka: Mangrol, District: Surat, [7] Sub-Plot No. 1/1/C-1 Situated on land bearing Block No. 82. Situated at Moje Village: Mota Borsara, Taluka: Mangrol, District: Surat, [8] Sub-Plot No. 1/1/B-2 Situated on land bearing Block No. 82, Situated at Moje Village: Mota Borsara. Taluka: Mangrol, District: Surat, [9] Sub-Plot No. 1/1/B-1 Situated on land bearing Block No. 82, Situated at Moje Village: Mota Borsara, Taluka: Mangrol, District: Surat. The Present owner is admits that; [1] The Parent Original Sale Deed executed in favour of Raxaben Nareshkumar Gandhi which was registered at Serial No.: 1709, dated 12/10/1988. [2] The Parent Original Sale Deed executed in favour of Dikins Traders a Partnership Firm which was registered at Serial No.: 3159, dated 10/08/1990. [3] The Parent Original Sale Deed along with Registration Receipt executed in favour of Dikins Synthetics Private Limited which was registered at Serial No.:92, dated 06/01/1992. [4] The Parent Original Sale Deed along with Registration Receipt executed in favour of Chandulal Chunilal Patel which was registered at Serial No.: 2810, dated 02/09/1987. [5] The Parent Original Sale Deed along with Registration Receipt executed in favour of Dikins Traders a Partnership Firm which was registered at Serial No.:1708, dated 12/10/1988. [6] The Parent Original Sale Deed along with Registration Receipt executed in favour of Dikins Enterpirse a Partnership Firm which was registered at Serial No.:3158, dated 10/08/1990. [7] The Parent Original Sale Deed along with Registration Receipt executed in favour of Madhuraj Polyfilms Private Limited which was registered at Serial No.:848, dated 21/03/1992. [8] The Parent Original Sale Deed along with Registration Receipt executed in favour of Glorious Yarn Private Limited which was registered at Serial No.:104, dated 22/01/1998. [9] The Parent Original Sale Deed along with Registration Receipt executed in favour of Jashvantlal Bechardas Mevawala which was registered at Serial No.:2809, dated 02/09/1987. [10] The Parent Original Sale Deed executed in favour of Madhuben Dineshchandra Vankawala which was registered at Serial No.: 1712, dated 12/10/1988. [11] The Parent Original Sale Deed executed in favour of Madhuraj Polyfilms Private Limited which was registered at Serial No.: 849, dated 21/03/1992. [12] The Parent Original Sale Deed along with Registration Receipt executed in favour of Glorious Yarn Private Limited which was registered at Serial No.:105, dated 22/01/1998. [13] The Parent Original Sale Deed along with Registration Receipt executed in favour of Arvindbhai Champakbhai Gandhi and Bharatkumar Kantilal Bhula which was registered at Serial No.:2808, dated 02/09/1987. [14] The Parent Original Sale Deed along with Registration Receipt executed in favour of M/s. Gandhi Loan Executors a Partnership Firm which was registered at Serial No.:1711, dated 12/10/1988. [15] The Parent Original Sale Deed along with Registration Receipt executed in favour of M/s. Gandhi Loan Executors a Partnership Firm which was registered at Serial No.:33/1, dated 02/01/1992. [16] The Parent Original Sale Deed along with Registration Receipt executed in favour of M/s. Gandhi Loan Executors a Partnership Firm which was registered at Serial No.: 2660, dated 28/06/1990.

The said Original above mentioned documents were misplaced and are not traceable, and it were never ever they have used as security for any financial Assistance by them or anyone else any person etc and the present owner also admits that they have holding physical possession of the said properties. If anyone having any right of ownership or claim of whatsoever nature in respect of the said original documents are hereby informed to raise any of such rights or claim, within a period of "Seven" days from the date of this notice personally before me along with documentary proofs, after that no rights or claim shall be entertained.

SIDDHARTH A. PATOLAWALA - Advocate 9/1591-92, Nani Hing Pole, Old Saibaba Temple Street, Chauta Bazar, Surat - 395 003. Mob. No.: 63553 99412 & 98254 46463.

AXITA COTTON LIMITED CIN: L17200GJ2013PLC076059

Registered omice: Servey No. 324 357 358, Kadi Thol Road, Borisana, Kadi, Mahesana – 382 715 (Guiarat). Web site: www.axitacotton.com: Email: cs@axitacotton.com: Mob. No.: +91 - 63587 47514

NOTICE OF POSTAL BALLOT

NOTICE is hereby given, in accordance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ('the rules'). Regulation 277 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations') and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and other applicable laws and regulations, that the approval of members of Axita Cotton Limited("The Company") is being sought for migration of company's present listing from SME Platform of BSE Limited to the main Board of BSE Limited(detailedbusiness have been provided in the notice of Postal Ballot dated December 09, 2020),through remote electronic voting (remote evoting) by following the process of postal ballot;

On account of threat posed by COVID-19 and in accordance with General Circular No. 17/2020 dated April 13, 2020 read with General Circular No. 14/2020 dated April 8, 2020 issued by Ministry of Corporate Affairs, the Company has completed the dispatch of Postal Ballot Notice in electronic form i.e. through e-mail only on December 14, 2020 to all the shareholders of the Company whose names appear in the Register of Members as maintained by the Registrar and Share Transfer Agent of the Company and beneficial owners as received from the Depositories on Friday, December11 2020 ("Cut Off Date") and hard copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the shareholders for this postal ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.

In light of the MCA Circulars, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email addresses and in consequence to whom the remote e-voting notice could not be serviced, may temporarily get their e-mail addresses registered with the Company by email through their registered email address to cs@axitacotton.com, providing requisite details like Name of Shareholder, PAN No., DP/Client ID, folio no. and certificate no (in case of physical shareholding). Post successful registration of the e-mail address, the shareholder would get soft copy of this Notice and the procedure for remote e-voting along with the user-id and the password to enable e-voting for this postal ballot. In case of any queries, shareholder may write to the Company at cs@axitacotton.com.

The Company has engaged the services of National Security Depository Limited (NSDL) to provide remote e-voting facility to the Members of the Company. Members may note that remote e-voting facility is available at the link: https://www.evoting.nsdl.comfrom Wednesday, December 16 2020(09:00 A.M.) and will end on Thursday, January 14, 2021 (05:00 P.M.) During this period, a person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on Friday, December 11, 2020 ('cut-off date')only shall be entitled to avail the facility of remote e-voting and such Members may cas their vote electronically. Please note that remote E-voting module shall be disabled for voting by National Security Depository Limited (NSDL) after the last date and time and shall not be allowed beyond the said date and time. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again. The detailed procedure for voting has been mentioned in the Postal Ballot Notice.

The Board of Directors of the Company has appointed CS Anjali Sangtani, Company Secretary in Practice (COP No.: 23630)as the Scrutinizer for conducting the postal ballot and remote e-voting and to scrutinize the votes received through remote e-voting in a fair and transparent

The result of postal ballot shall be declared on or before Saturday, January 16, 2021at the Registered Office of the Company and also by placing the same on the company's website - www.axitacotton.com and communicated on the same day to stock exchange, registrar and share transfer agent and e-voting agency.

Member who does not received the Postal Ballot Notice may send an email to cs@axitacotton.comand obtain a copy of Postal Ballot Notice. A copy of the Postal Ballot Notice is also available on the website of the Company viz. www.axitacotton.comand e-voting website of National Security Depository Limited (NSDL) viz. www.evoting.nsdl.com and at the corporate announcement section of the website of the BSE Limited on which the equity shares of the Company are listed.

Any query/grievance with respect to the voting by remote electronic mean may please be addressed to Mr. Deepakkumar Chaubisa, Company Secretary with respect to the voting by remote electronic means at: Email id: cs@axitacotton.com or to e-voting agencyatevoting@nsdl.co.in.

For, Axita Cotton Limited

Place: Kadi, Mehsana Date: December 14, 2020

Kushal Nitinbhai Patel Managing Director DIN: 06626639

PUBLIC NOTICE

That Pankaj Enka Private Limited is the owner of [1] Plot No. 7 Paiki Eastern Side land Situated at land bearing Block No. 240, of Moje Village: Karanj, Taluka: Mandvi, District Surat. [2] Plot No. 7 Paiki Western Side land, Situated at land bearing Block No. 240, of Moje Village: Karanj, Taluka: Mandvi, District: Surat. [3] Plot No. 1 Paiki Sub-Plot No. 1/A Situated at land bearing Revenue Survey No. 128/2, Block No. 203 of Moje Village: Karanj, Taluka: Mandvi, District: Surat, [4] Plot No. 1 Paiki Sub-Plot No. 1/B Situated at land bearing Revenue Survey No. 128/2, Block No. 203 of Moje Village: Karanj, Taluka: Mandvi, District: Surat & [5] Plot No. 2 Situated at land bearing Revenue Survey No. 128/2, Block No. 203 of Moje Village: Karanj, Taluka: Mandvi, District: Surat and Ashok Satyanarayan Kejariwal is the owner of [1] Office No. 705, on the Seventh Floor of "J. K. Tower". Constructed on City Survey Nondh No. 2/B of Ward Khatodara, Final Plot No. 233 Part of T. P. Scheme No. 06, Situated at Moje Village: Khatodara, Sub-District & District: Surat. That the Present owners have admits that ; [1] The Parent Original Sale Deed along with Registration Receipt executed in favour of Lohiya Polyester Limited which was registered at Serial No.:107, dated 23/02/1994. [2] The Parent Original Sale Certificate along with Registration Receipt executed in favour of Jagdish Silk Mills Private imited which was registered at Serial No.:524, dated 29/10/2002. [3] The Parent Original Sale Deed along with Registration Receipt executed in favour of Rama Tradelink Private Limited which was registered at Serial No.:105, dated 13/02/2003 [its Old registration serial No:545 dated 13/11/2002], [4] The Parent Original Sale Deed along with Registration Receipt executed in favour of Harmony Printers Limited which was registered at Serial No.:106, dated 13/02/2003 [its Old registration serial No:546 dated 13/11/2002]. [5] The Original Sale Deed along with Registration Receipt executed in favour of Ashok Satyanarayan Kejariwal which was registered at Serial No.:1988, dated 23/02/2004 [its Old registration serial No:7682 dated 07/10/2003], [6] The Parent Original Sale Deed along with Registration Receipt executed in favour of Rama Crimpers Private Limited which was registered at Serial No.:189, dated 15/05/1993. [7] The Parent Original Sale Deed along with Registration Receipt executed in favour of Rama Sensilk Mills Private Limited which was registered at Serial No.:304, dated 25/07/1997. [8] The Parent Original Sale Deed along with Registration Receipt executed in favour of Rama Polythenes Private Limited which was registered at Serial No.:190,

The said above mentioned Original Documents were misplaced and are not traceable, and it were never ever they have used as security for any financial Assistance by them or anyone else any person etc and the present owners also admits that they are holding physical possession of the said above mentioned properties. If anyone having any right of ownership or claim of whatsoever nature in respect of the said original documents are hereby informed to raise any of such rights or claim, within a period of "Seven" days from the date of this notice personally before me along with documentary proofs, after that no rights or claim shall be entertained.

SIDDHARTH A. PATOLAWALA - Advocate 9/1591-92, Nani Hing Pole, Old Saibaba Temple Street, Chauta Bazar, Surat - 395 003, Mob. No.: 63553 99412 & 98254 46463.

FORM NO. CAA. 2 [Pursuant to Section 230(3) and rule 6 and 7] BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD BENCH CA (CAA) NO. 77/NCLT/AHM/2020

In the matter of the Companies Act, 2013;

AND

In the matter of sections 230 To 232 read with section 66 and other applicable provisions of the Companies Act, 2013;

In the matter of Scheme of Amalgamation of Sadbhav Infrastructure Project Limited with Sadbhav Engineering Limited and their respective Shareholders and Creditors

Sadbhav Engineering Limited CIN: No: L45400GJ1988PLC011322, a Company

incorporated under the Company Act, 1956, and having its Registered office at "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad-380006, Gujarat

.... Applicant Transferee Company

Notice and Advertisement of notice of the meetings of Equity Shareholders, **Secured and Unsecured Creditors of Sadbhav Engineering Limited** (Applicant Transferee Company)

Notice is hereby given that by an order dated 1st December 2020, the Ahmedabad Bench of National Company Law Tribunal ("NCLT") has directed to hold the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors(collectively 'Stakeholders') of Sadbhav Engineering Limited for the purpose of considering, and if thought fit, approving with or without modification, the proposed Scheme of Amalgamation of Sadbhav Infrastructure Project Limited with Sadbhav Engineering Limited and their respective shareholders and cred-

In pursuance of the said order and as directed to hold the meetings through video conferencing (VC)/ other audio visual means (OAVM) notice is hereby given that the meeting o Stakeholders of Applicant Transferee Company will be held as per details mentioned below for the purpose of considering and if thought fit, approving, with or without modification, the Scheme of Amalgamation without physical presence of the members at a common venue.

ı	No.	Type of meetings	Date of meetings	Time	Place of Meetings			
Ī	1	Equity Shareholders	Friday,	11.00 a.m.	Through video			
ı			29 th January, 2021		conferencing (VC)/ other			
I	2	Secured Creditors		12.00 noon	audio visual means			
I	3	Unsecured Creditors		01.00 p.m.	(OAVM)			
	This above the second is the body is a second in the Control of the No. 44/0000 date							

This above meetings would be held in compliance with the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020, and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India ("SEBI").

Copies of the said Scheme of Amalgamation, and the Explanatory Statement under section 230 read with Section 232 and applicable Rules of the Companies Act, 2013 can also be obtained free of charge at the Corporate Office of the Applicant Transferee Company situated at "Sadbhav", Near Havmor Restaurant, B/H. Navrangpura Bus Stand, Navrangpura, Ahmedabad -380 009 after 29th December, 2020 between 11:30 A.M. to 3:00 P.M. on all working days from Mr. Tushar Shah, Company Secretary and Compliance officer of the Applicant Transferee Company, or at the office of advocate viz Thakkar and Pahwa, Advocates, 71, New York Tower-A, Opp. Muktidham Derasar, Thaltej, Ahmedabad-380054.

In accordance with the relevant circulars, Notice of the meeting along with the Scheme of Amalgamation and explanatory statement is being sent by electronic mode to those Stakeholders whose e-mail addresses are registered with the Applicant Transferee Company/Depositories and physical copy will be sent to those Secured & Unsecured Creditors at their last available address with the Company who have not registered their email ID with the Company. Notice of respective meetings and Scheme of Amalgamation along with explanatory statement will also be available on the Applicant Transferee Company's website www.sadbhaveng.com and willalso be available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com after 29th December, 2020. Stakeholders can attend and participate in the meeting through the VC/OAVM facility only.

The Applicant Transferee Company is providing remote e-voting facility to all registered Stakeholders as on cut-off date i.e. 11th December, 2020 to approve with or without modification the Scheme of Amalgamation with Sadbhav Infrastructure Project Limited from 26th January, 2021 to 28th January, 2021. Additionally, the Applicant Transferee Company would be providing the facility of voting through e-voting system during the meeting, as per schedule mentioned hereinabove

The instructions for joining the meeting will be provided in the Notice of the meetings. Stakeholders attending the meeting through VC/OAVM shall be counted for the purpose of

reckoning the quorum as per order dated 1st December 2020 of the Ahmedabad Bench of NCLT. The Stakeholders as on cut-off date i.e. 11th December, 2020 who have not registered their e-mail addresses with the Applicant Transferee Company /Depository, are requested to follow the below given instructions to register e-mail address for obtaining notice and login details for

- a. For members holding shares in physical mode as on cut-off date i.e. 11th December, 2020 - please provide necessary details like Folio No., name of shareholder by email latest by 19th December, 2020 to company email id i.e. investor@sadbhav.co.in.
- b. Members holding shares in Demat mode as on cut-off date i.e. 11th December, 2020 can get their E-mail ID registered by contacting their respective Depository Participant by sending email to latest by 19th December, 2020 to company email id i.e investor@sadbhav.co.in and RTA email id i.e. nilesh.dalwadi@linkintime.co.in.
- c. Secured and Unsecured Creditors of the Company as on cut-off date i.e. 11th December, 2020 can get their E-mail Id registered by sending e-mail along with their PAN card and GST Certificate wherever applicable latest by 19th December, 2020 to company email id i.e. investor@sadbhav.co.in.

The Notice will be sent to the Stakeholders as on cut-off date in accordance with the applicable laws on their registered e-mail addresses in due course.

The Tribunal has appointed Shri Sandip Patel (Chartered Accountant-Independent Director) and in his absence Shri Shashin Patel as the Chairperson of the said meetings and Mr. Ashish Shah (Membership No. FCS-5974), Practicing Company Secretary as Scrutinizer of the said meetings. The above mentioned Scheme of Amalgamation, if approved by the Stakeholders, will be subject to the subsequent approval of the Tribunal. Sd/-

Dated this 14th day of December, 2020.

Chairperson appointed for the Meetings

Mr. Sandip Patel

Ahmedabad

financialexp.epapr.in

એમજી મોટર ઈ - વેસ્ટ રીસાયકલિંગ ભારતની ઈંઘણની માંગ નવેમ્બર ફર્મ ટીઈએસ-એએમએમ સાથે જોડાઈ મહિનામાં ૩.૬ ટકાના દરે ઘટી

પીટીઆઈ

નવી દિલ્હી, તા. ૧૪

જણાવ્યું હતું કે, ભાગીદારીથી મેનેજમેન્ટ ખૂબ જ મહત્ત્વનો ભાગ જણાવ્યું હતું કે, ટીઈએસ- પ્રોસેસનો ઉપયોગ કરે છે. પ્રોવિઝનલ આંકડાકીય વિગતો ઇંધણની માંગને વેગ મળી રહ્યો છે. હતી.

પર્યાવરણીય અને ટકાઉપણાની છે. અમારી ટીઈએસ-એએમએમ એએમએમ પાસે એશિયાનો એક અને ઝેડએસ ઈવી બેટરીના સાથેની ભાગીદારીથી આ શક્ય માત્ર લિથિયમ આયન બેટરી એમજી મોટર ઈન્ડિયાએ રીસાયકલિંગની સુરક્ષાની ખાતરી બનશે અને ખાતરી આપે છે કે, રીસાયકલિંગ પ્લાન્ટ છે અને જણાવ્યું હતું કે, તેણે ઈ- વેસ્ટ અપાશે. એમજી મોટર ઈન્ડિયાના બેટરી માત્ર અંતરિયાળ ભાગ જ મલ્ટિપલ મેનેજમેન્ટ સિસ્ટમમાં રીસાયકલિંગ કંપની ટીઈએસ - પ્રેસિડેન્ટ અને મેનેજિંગ ડાયરેક્ટર નથી પરંતુ રીસાયકલ થતાં તેનો સર્ટિફિકેશન મળ્યુ હોય તેવી જુજ એએમએમ સાથે તેના ઈલેક્ટ્રિક રાજીવ ચાબાએ જણાવ્યું હતું કે, પર્યાવરણલક્ષી ઉપયોગ પણ થશે. કંપનીમાની એક છે. તે વાહન ઝેડએસ ઈવીની બેટરીના કંપની વ્યાપક ઈવી વ્યવસ્થા તૈયાર અમે માનીએ છીએ કે, અમે પર્યાવરણની દ્રષ્ટિએ સારી અને સ્થિતિમાં હવે બદલાવ આવ્યો છે. ઇંધણના વપરાશમાં વધારો જોવા માંગમાં થયેલા વધારાને કારણે જ્યારે ડિઝલમાં વપરાશ રીસાયકલિંગ માટે ભાગીદારી કરવામાગે છે. તેમણે ઉમેર્યું હતું કે, ભારતમાં ટકાઉ ઈ મોબિલિટીનું સલામત મિલકત વૃદ્ધિ કરવા માટે કરી છે. કંપનીએ એક નિવેદનમાં અમે માનીએ છીએ કે, બેટરી ભવિષ્ય તૈયાર કરીશું. નિવેદનમાં મિકેનિકલ - હાઈડ્રોમેટલર્જીકલ પ્લાનિંગ એન્ડ એનાલિસિસ સેલે જે કામકાજમાં થયેલી વધારાથી પહેલાની સ્થિતિ જોવા મળી તેની માંગમાં ફરી પાછો નવેમ્બરમાં

નવી દિલ્હી, તા. ૧૪

નવેમ્બર મહિનામાં વાર્ષિક ધોરણે

પ્રકાશીત કરી છે તે અનુસાર

ભારતનો

નવેમ્બર મહિનામાં માંગ ઘટીને મહિનાનો વપરાશ ૧૭.૭૫ પેટ્રોલિયમ પેદાશોની માંગમાં વર્ષ ભારતની ઇંધણની માંગમાં ૧૭.૮૩ મિલિયન ટન પર આવી મિલિયન ટન રહ્યો હતો. આ અગાઉના આ સમયગાળાની ગઇ છે. જે વર્ષ પહેલા આ મહિનામાં છેક ફેબ્રુઆરી બાદ સરખામણીમાં ૨.૫ ટકાનો ૩.૬ ટકાનોઘટાડો જોવા મળ્યો છે. મહિનામાં ૧૮.૫૧ મિલિયન ટન ઇંઘણની માંગમાં વાર્ષિક ધોરણે વધારો જોવા મળ્યો હતો. પેટ્રોલમાં અગાઉના મહિનામાં વપરાશ રહી હતી. સતત ત્રણ મહિનાથી વધારો જોવા મળ્યો હતો. કોવિડ પહેલાની સ્થિતિ સામાન્ય સપાટીએ પહોંચ્યો હતો તે માસિક ધોરણે જોવામાં આવે તો તહેવારોની સિઝનમાં ડિઝલની સપ્ટેમ્બરમાં જોવા મળી હતી. તેલ મંત્રાલયની પેટ્રોલિયમ મળ્યો છે. વેપારી અને પરિવહનના વપરાશના મોરચે કોવિડ-૧૯ ઓક્ટોબરમાં સામાન્ય થયો. જોકે ઘટાડો જોવા મળ્યો.

મધુમેહના ડ્રગ માટે માયલેન સહિત

બાયાંકોનના ડ્રગને યુરોપિયન તરફથી હકારાત્મક અભિપ્રાય સાંપડયો

પીટીઆઇ

નવી દિલ્હી, તા. ૧૪ બાયોટેકનોલોજી કંપની માર્કેટીંગની તેની પેટા કંપની બાયોકોને મેડિસિન બાયોલોજીક્સ અને માયલેને (સીએચએમપી) સત્તાવાર (સીએચએમપી)

ઇનસ્યુલીનના માણસના ઉપયોગ માટે સત્તાવાર મેડિસિન બાયોકોને આજે જણાવ્યું હતું કે એજન્સીસ કમિટિ ફોર પ્રોડક્ટ ટાઇપ ૧ અને ટાઇપ ૨ હકારાત્મક મત પ્રાપ્ત કર્યો છે. ડાયાબિટીસના ઉપચાર માટે જે ટાઇપ ૧ અને ટાઇપ ૨ તેના ઉત્પાદન કિસ્લેલ્સની ડાયાબિટીસના ઉપચાર માટે માણસના ઉપયોગ માટે ઇનસ્યુલીન છે, તેમ બાયોકોને માર્કેટીંગની નિયમનકાર યાદીમા જણાવ્યું મેડિસિન એજન્સીસ કમિટિ હતું. બાયોકોને જણાવ્યું હતું કે ફોર મેડિસિન પ્રોડક્ટ સીએચએમપી હકારાત્મક મગ પાસેથી યુરોપિયન કમિશન દ્વારા હકારાત્મક મત પ્રાપ્ત કર્યો વિચારાયો છે. યુરોપિયન છે. બાયોકોન બાયોલોજીસ સમિતિ આગામી વર્ષે મંજૂરી અને માયલેન (વિયાટ્રીસની અંગે નિર્ણય લે તેવી અપેક્ષા પેટા કંપની) બાયોસિમિલર છે.



અક્ષિતા કોટન લિમિટેડ CIN: L17200GJ2013PLC076059

રજિસ્ટંડ ઓફીસઃ સર્વેનં. ૩૨૪, ૩૫७, ૩૫૮ કડી થોલરોડ, બોરીસાના, કડી, મહેસાણા-૩૮૨७૧૫, ગુજરાત. ફોન નં. +૯૧ — ૬૩૫૮७ ४७૫૧૪

પોસ્ટલ બેલોટની સૂચના

આથી કંપનીના સભ્યોને જણાવવામાં આવે છે કે કંપની ધારા, ૨૦ (ધારા)ની કલમો ૧૦૮ અને ૧૧૦ (જે સમય-સમય પર સુધારેલા છે)ની સાથે કંપનીઓ (સંચાલન અને વહીવટ) નિયમો, ૨૦૧૪ની જોગવાઓ ૨૦ અને ૨૨ તથા અન્ય લાગુ જોગવાઈઓને અનુસરીને (જેમાં સમય-સમય પર કરેલા વૈધ્યાનિક સુધારાઓ સામે છે.) (નિયમો) અને સેબી (સૂચિબદ્ધ જવાબદારી અને જાહેરાત આવશ્યક્તાઓ) નિયમનો, ૨૦૧૫ (સેબી સૂચિઓ નિયમો)ના નિયમ ૪૪ અને અન્ય લાગુ પડતા કાયદા અને નિયમો પ્રમાણે, અક્ષિતા કોટન લિમિટેડ (કંપની)ના સભ્યોની તારીખ ૦૯-૧૨-૨૦૨૦ના રોજની પોસ્ટલ બેલોટની સૂચનામાં જણાવ્યા મુજબના વિશેષ વ્યવસાયો માટે મંજુરીની માંગ પોસ્ટલ બેલોટ અને દૂરસ્થી-મતદાનની પ્રક્રિયાને અનુસરીને દૂરસ્થ ઈલેકટ્રોનિક મતદાન (દૂરસ્થ ઈ-મતદાન) દ્વારા કરવામાં આવી રહી છે.

કોવિડ-૧૯ની મહામારીના લીધે સર્જાયેલી પરિસ્થિતિથી અને કોર્પોરેટ બાબતોનું મંત્રાલય દ્વારા તારીખ ૮ એપ્રિલ, ૨૦૨૦ રોજ જાહેર થયેલા પરિપત્ર નં. ૧૪-૨૦૨૦ , ૧૩મી એપ્રિલ, ૨૦૨૦ના રોજ, સામાન્ય પરિપત્ર નંબર ૧૭-૨૦૨૦ અનુસાર, કંપની દ્વારા પોસ્ટલ બેલોટની સચનાને ઈલેક્ટોનિક સ્વરૂપમાં કંપનીના એ બધા સભ્યોને કે જમન ના, તારીખ શુક્રવાર ૧૧ ડિસેમ્બર, ૨૦૨૦ (નક્કી કરેલી તારીખ)ના રોજ. કંપનીના રજીસ્ટાર અને શેર ટાન્સફર એજન્ટ દ્વારા જાળવવામાં આવેલ સભ્યોના રજીસ્ટરમાં તથા ડિપોઝિટરીઓ પાસેથી પ્રાપ્ત થયેલા લાભદાયી માલિકોના નામ દેખાય છે એમને બુધવાર તારીખ ૧૪ ડિસેમ્બર, ૨૦૨૦ના રોજ ફક્ત ઈ-મેઈલ દ્વારા પોસ્ટલ બેલોટ માટે સભ્યોને ઈલેક્ટ્રોનિક સ્વરૂપમાં મોકલવાની કામગીરી કરવામાં આવશએ. પોસ્ટલ બેલોેટ સૂચનાની ભૌતિક નકલ અને પોસ્ટલ બેલોટ ફોર્મ અને પૂર્વ ચૂકવેલ વ્યવસાય પરબિડીયું આ પોસ્ટલ બેલોટ માટે સભ્યોને મોકવામાં આવશે નહીં. તદ્દનુસાર સભ્યોની સંમતિ અથવા અસંમતિનો વ્યવહાર ફક્ત દૂરસ્થ ઈ-મતદાન પદ્ધતિ દ્વારા થશે.

ઉપર જણાવેલા કોર્પોરેટ બાબતોનું મંત્રલાય પરિપત્રો પ્રમાણે આ પોસ્ટલ બેલોટના દૂરસ્થ ઈ-મતદાન માટે એ બધા સભ્યોને જે ડીમેટ સ્વારૂપમાં આથવા ભૌતિક સ્વરૂપમાં કંપનીના ઈક્વિટી શેર ધરાવે છે અને પોતાના ઈ-મેઈલ સરનામાં નથી નોંધાવ્યા જેજ્ઞા કારણે પોસ્લ બેલોટની સૂચના નથી મોકલી શકાઈ એ સભ્યો અસ્થાયીરૂપે તેમના રજીસ્ટર્ડ ઈ-મેઈલ સરનામાં દ્વારા cs@axitacotton.com પર ઈ-મેઈલ કરો અને જરૂરી વિગતો જેવું શેરહોલ્ડરનું નામ, પાન નંબર, ડીપી, ક્લાયંટ આઈડી, ફોલિયો નંબર અને પ્રમાણપત્ર નંબર (શારરિરીક શેરહોલ્ડિંગના કિસ્સામાં), ઈ-મેઈલ સરનામાંની સફળ નોંધણી થયાં પછી, શેરધારકને આ સૂચનાની ઈલેકટ્રોનિક કોપી અને આ પોસ્ટલ બેલેટ માટે ઈ-વોટિંગ કરવા માટે દૂરસ્થ ઈ-વોટિંગ માટેની પ્રક્રિયા સાથે વપરાશકર્તા આઈડી અને પાસવર્ડ મોકલી આપવામાં આવશે. કોઈપણ પ્રશ્નોના કિસ્સામાં, શેરહોલ્ડર કંપનીને cs@axitacotton.com પર લખી શકે છે.

કંપનીએ તમામ સભ્યોને ઈલેટ્રોનિક મતદાનની સુવિધા આપવા માટે નેશનલ સિક્યુરીટી ડિપોઝિટરી લિમિટેડ (એનએસડીએલ) સાથે કરાર કર્યો છે. સભ્યો નોંધી શકે છે કે દૂરસ્થ ઈલેક્ટ્રોનિક મતદાન બુધવાર તારીખ ૧૬ ડિસેમ્બર, ૨૦૨૦ના રોજ સવારના ૦૯:૦૦ વાગ્યા થી શરૂ થશે અને ગુરુવાર તારીખ ૧૪ જાન્યુઆરી, ૨૦૨૧ના રોજ સાંજના ૦૫:૦૦ વાગતાં (બંને દિવસો સહિત) પર્ણ થશે. આ સમયગાળા દરમિયાન. એ બધા સભ્યો કે જેમના નામ નક્કી કરેલી તારીખના રોજ કંપની રજિસ્ટ્રાર અને શેર ટ્રાન્ફર એજન્ટ દ્વારા જાળવવામાં આવેલા સભ્યોના રજિસ્ટરમાં અને ડિપોઝિટરીઓ પાસેથી પ્રાપ્ત થયેલા લાભદાયી માલિકો દેખાય છે ફક્ત એ જ સભ્યો દૂરસ્થ ઈલેક્ટ્રોનિક મતદાનની સુવિધાનો લાભ મેળવવાના હકદાર રહેશે અને આવા સભ્યો ઈલ્ક્ટ્રોનિક રીતે પોતાનો મત આપી શકશે. ત્યારબાદ નેશનલ સિક્યુરિટી ડિપોઝિટરી લિમિટેડ દ્વારા દૂરસ્થ ઈલેક્ટ્રોનિક મતદાન કરવા માટે ઈ-મતદાન મોડ્યુલ અક્ષમ કરવામાં આવશે અને દૂરસ્થ ઈ-મતદાનને ઉપરોક્ત તારીખ અને સમયથી આગળ મંજૂરી આપવામાં આવશે નહિ. એકવાર સભ્યો દ્વારા ઠરાવ પર મત આપ્યો પછી, તે-તેણીને પછીથી બદલવાની અથવા ફરીથી મત આપવાની મંજૂરી આપવામાં આવશે નહિ. મતદાન માટેની વિગતવાર પ્રક્રિયા પોસ્ટલ બેલોટ સૂચનામાં આપવામાં આવેલી છે.

કંપનીના નિયામક મંડળે પોસ્ટલ બેલોટ અને દૂરસ્થ ઈલેક્ટ્રોનિક મતદાન હાથ ધરવા અને દૂરસ્થ ઈલેક્ટ્રોનિક મતદાન દ્વારા મેળવેલા મતોની સુસ્પષ્ટ અને પારદર્શક રીતે ચકાસણી કરવા માટે પ્રેક્ટિસિંગ કંપનીની સચિવ અંજલિ સંગતાની (સીઓપી નંબર ર ૩૬૩૦) સ્ક્રૂટિનાઈઝર તરીકે નિમણૂક કરી છે.

પોસ્ટલ બેલોટની સૂચનામાં જણાવ્યા મુજબના વિશેષ વ્યવસાયો પરના મતદાનનું પરિણામ કંપનીની રજિસ્ટર્ડ ઓફિસ પર શનિવાર તારીખ ૧૬મી જાન્યુઆરી, ૨૦૨૧નાં રોજ અથવા તે પહેલાં જાહેર કરવામાં અવશે અને તે કંપનીની વેબસાઈટ www.axitacotton.com પર પણ મુકવામાં આવશે અને સાથે સાથે તે જ દિવસે સ્ટોક એક્ચેન્જ, રજિસ્ટ્રા અને શેર ટ્રાન્સફર એજન્ટ અને ઈ-મદાન એજન્સીને પણ મોકલવામાં

સભ્યો કે જેને પોસ્ટલ બેલોટ સૂચના નથી મળી, તે cs@axitacotton.com પર ઈ-મેઈલ મોકલી શકે છે. પોસ્ટલ બેલોટ નોટિસની નકલ મેળવી શકે છે. પોસ્ટલ બેલોટ સૂચના કંપનીની વેબસાઈટ www.axitacotton.com અને ઈ-મતદાન એજન્સીની વેબસાઈટ www.evoting.nsdl.com પરથી પણ મેળવી શકાય છે.

્દૂરસ્થ ઈલેક્ટ્રોનિક માધ્યમો દ્વારા મતદાનને લગતી કોઈપણ પ્રશ્નો-ફરિયાદોને, કંપની સેક્રેટરી કમ્પ્લયાન્સ ઓફિસર દિપકકુમાર ચૌબીસા, રીમોટ ઈલેકટ્રોનિક માધ્યમો દ્વારા મતદાન કરવાના સંદર્ભમાં આ ઈ-મેઈલ આઈડી : cs@axitacotton.com અથવા ઈ-વોટિંગ એજન્સીના evotinv@nsdl.co.in પર મોકલી શકે છે.

ફોર, અક્ષિતા કોટન લિમિટેડ Sd/-કુશલ નિતિનભાઈ પટેલ

સ્થળ : કડી, મહેસાણા મેનેજાંગ ડિરેક્ટર તારીખ : ૧૪/૧૨/૨૦૨૦ DIN: 06626639

(Continue from page 1 ...)

- 12.3 The Equity Shares proposed to be brought back by the Company, as a part of Buyback is divided into two
 - reserved category for Small Shareholders (defined under Regulation 2(i)(n) of the Buyback Regulations as a shareholder, who holds shares or other specified securities whose market value, on the basis of closing price on NSE, as on Record Date, is not more than Rs. 2,00,000 (Rupees Two Lakh only); and the general category for all other shareholders, and the entitlement of a shareholder in each category shall
- be calculated accordingly. 12.4 In accordance with Regulation 6 of the Buyback Regulations, 15% (fifteen percent) of the number of Equity Shares which Company proposes to Buyback or number of Equity Shares entitled as per the shareholding of
- Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback. 12.5 Based on the shareholding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholderwill be calculated based on the number of Equity Shares held by the respective Eligible Shareholderas on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholderbelongs The final number of Equity Shares the Company will purchase from each Eligible Shareholders will be based on the total number of Equity Shares tendered. Accordingly, in the event of the overall response to the Tender Offer being in excess of the Buyback Offer Size, the Company may not purchase all the Equity Shares tendered by the Eligible Shareholders, over and above their entitlement.
- 12.6 After accepting the Equity Shares tendered on the basis of the entitlement, the Equity Shares left to be bought back, if any in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by the Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in other category.
- In order to ensure that the same Eligible Shareholders with multiple demat accounts/folios do not receive a higher entitlement under the Small Shareholder category, the Company proposes to club together the Equity Shares held by such Eligible Shareholders with a common permanent account number ("PAN") for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding the Company will club together the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the name of joint shareholders are identical. In case of Eligible Shareholders holding physical shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/trusts and insurance, clearing member companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar to the Buyback (defined below) as per the shareholder records received from the depositories.
- The Eligible Shareholders participation in Buyback is voluntary. The Eligible Shareholders can choose to participate, in part or in full, and get cash in lieu of Equity Shares accepted under the Buyback or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post Buyback, without additional investment. The Eligible Shareholders may also tender a part of their entitlement. The Eligible Shareholders also have the option of tendering additional Shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any.
- The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date. If the Buyback entitlement for any Eligible Shareholder is not a round number (i.e., not a multiple of one Equity Share), then the fractional entitlement shall be ignored for computation of entitlement to tender Equity Shares in the Buyback. On account of ignoring the fractional entitlement, those Small Shareholders whose entitlement would be zero Equity Shares as on Record Date, will be dispatched a Tender Form with zero entitlement. Such Small Shareholders are entitled to tender additional Equity Shares as part of the Buyback Offer and will be given preference in the acceptance of one Equity Share, if such Small Shareholders have tendered for additional Equity Shares.
- 12.10 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedures laid down in the SEBI Buyback Regulations
- 12.11 Detailed instructions for participation in the Buyback (Tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders as on Record Date and the Company shall comply with the SEBI circular No. SEBI/CIR/ČFD/DCR1/CIR/P/2020/83 on "Relaxations relating to procedural matters - Takeovers and Buy-back" dated May 14, 2020, read with SEBI Circular No. SEBI/HO/CFD/DCR2/CIR/P/2020/139 dated July 27, 2020, as applicable.

PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- 13.1 The Buyback is open to all eligible shareholders, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date holding Equity Shares in the dematerialized form ("Demat Shares") (such shareholders are referred as the "Eligible Shareholders"). Additionally, the Buyback shall, subject to applicable laws, to be facilitated by tendering of Equity Shares by the shareholders and settlement of the same, through the stock exchange mechanism as specified in the SEBI Circulars.
- 13.2 The Buyback will be implemented using the "Mechanism for acquisition of shares through Stock Exchange issued by SEBI vide circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, circular no. CFD/DCR2 CIR/P/2016/131 dated December 9, 2016 and circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018 and in accordance with the procedure prescribed in the Companies Act and the SEBI Buyback Regulations, and as may be determined by the Board of Directors, or the Buyback Co committee authorised by the Board to exercise its powers in relation to the Buyback, the "Buyback Committee"), on such terms and conditions as may be permitted by law from time to time.
- 13.3 For the implementation of the Buyback, the Company has appointed Systematix Shares and Stocks (India) imited as the registered broker ("Company's Broker") through whom the purchases and settl account of the Buyback would be made by the Company

The contact details of the Company's Broker are as follows:



Systematix Shares and Stocks (India) Limited The Capital, A-Wing, No. 603-606, 6th Floor, Plot No. C-70. G-Block, Bandra-Kurla Complex, Bandra (East). Mumbai 400051, India

Telephone: +91-22-6704 8000 Fax: +91-22-6704 8029 Email: compliance@systematixgroup.in Contact Person: Mr. Rajkumar Gupta Website: www.systematixgroup.in

- 13.4 The Company shall request NSE to provide a separate window (the "Acquisition Window") to facilitate placing of sell orders by the Eligible Shareholders who wish to tender their Equity Shares in the Buyback. For the purpose of this Buyback, NSE would be the designated stock exchange ("Designated Stock Exchange"). The details of the Acquisition Window will be as specified by NSE from time to time. In the event Shareholder Broker(s) of Eligible Shareholder is not registered with NSE, then the Eligible Shareholders can approach any NSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through the NSE registered stock broker (after submitting all details as may be required by such NSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other NSE registered broker, Eligible Shareholders may approach Company's Broker i.e., Systematix Shares and Stocks (India) Limited to place their bids.
- 13.5 At the beginning of the Tendering Period, the order for buying Equity Shares will be placed by the Company
- 13.6 During the Tendering Period, the order for selling the Equity Shares will be placed in the Acquisition Window by the Eligible Shareholders through their respective stock brokers ("Shareholder Broker") during normal trading hours of the secondary market. The Shareholder Broker can enter orders for Demat Shares as well as Physical Shares. In the tendering process, the Company's Broker may also process the orders received from
- The reporting requirements for Non-Resident Shareholders under the Foreign Exchange Management Act, 1999 and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Shareholder Broker through which the Eligible Shareholder places the bid.
- 13.8 Modification/cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance
- 13.9 The cumulative quantity tendered shall be made available on the website of NSE (www.nseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.
- 13.10 Procedure to be followed by shareholders holding Demat Shares:
 - Eligible Shareholders holding Demat Shares who desire to tender their Demat Shares under the Buyback would have to do so through their respective Shareholder Broker by indicating to the concerned Sha Broker, the details of Equity Shares they intend to tender under the Buyback.
 - The Shareholder Broker would be required to place an order/bid on behalf of the Eligible Shareholder who wish to tender Demat Shares in the Buyback using the Acquisition Window of the NSE. Before placing the bid, the Eligible Shareholder would be required to transfer the tendered Demat Shares to the NSE Clearing Limited ("NSE Clearing"), by using the early pay in mechanism prior to placing the bid by the Shareholder Broker. The details of the special account shall be informed in the issue opening circular that will be issued by the NSE or the NSE Clearing.
 - Upon placing the bid, the Shareholder Broker shall provide a Transaction Registration Slip ("TRS") generated by the stock exchange bidding system to the Eligible Shareholder on whose behalf the order bid has been placed. TRS will contain details of order submitted like Bid ID No., Application No., DP ID, Client ID, No. of Equity Shares tendered etc.
 - In case of non-receipt of the completed tender form and other documents, but receipt of Equity Shares the accounts of the NSE Clearing and a valid bid in the exchange bidding system, the bid by such Equity Shareholder shall be deemed to have been accepted.
- 13.11 Procedure to be followed by the shareholders holding Physical Shares
- In accordance with the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020; the physical shareholders are allowed to tender their shares in the Buyback. However, such tendering shall be as per the provisions of the SEBI Buyback Regulations.
- Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Shareholder's Broker along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (i) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s)/Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company.

- (iv) self-attested copy of PAN Card(s) of all Eligible Shareholders, (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents valid Aadhar card, voter identity card, driving license or passport.
- Based on these documents, the concerned Shareholder Broker shall place an order/ bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback, using the Acquisition Window of NSE. Upon placing the bid, the Shareholder Broker shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio no., certificate no., distinctive no., no. of Equity Shares tendered etc.
- Any Shareholder Broker/Eligible Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) & documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e. MAS Services Limited (at the address mentioned at paragraph 10 below) not later than 2 (two) days from the offer closing date. The envelope should be super scribed as "Jullundur Motor Agency (Delhi) Limited Buyback 2020". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Shareholder Broker in case of hand delivery.
- The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares wil not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, NSE shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as
- In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback

13.12 METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per SEBI Buyback Regulations:

- The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the NSE Clearing's bank account as per the prescribed schedule. The settlements of fund obligation for Demat and Physical Shares shall be affected as per the SEBI circulars and as prescribed by NSE and NSE Clearing from time to time. For Demat Shares accepted under the Buyback, such beneficial owners will receive funds payout in their bank account as provided by the depository system directly to the NSE Clearing and in case of Physical Shares, the NSE Clearing will release the funds to the Shareholder Broker(s) as per secondary market payout mechanism. If such shareholder's bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India ("RBI")/ bank(s), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Shareholder Broker for onward transfer to such shareholders.
- The Demat Shares bought back would be transferred directly to the demat account of the Company opened for the Buyback (the "Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of NSE.
- The Eliqible Shareholders of the Demat Shares will have to ensure that they keep the depository participant ("DP") account active and unblocked to receive credit in case of return of Demat Shares, due to rejection or due to non-acceptance in the Buyback.
- Excess Equity Shares held in dematerialized form or unaccepted Demat Shares, if any, tendered by the Eligible Shareholder would be returned to them by the NSE Clearing. Any excess Physical Shares pursuant to proportionate acceptance/rejection will be returned back to the concerned Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Physical Shares, in case the Physical Shares accepted by the Company are less than the Physical Shares tendered by the shareholder in the Buyback.
- In case of certain shareholders viz., NRIs, non-residents etc. (where there are specific regulatory requirements pertaining to funds payout including those prescribed by the RBI) who do not opt to settle through custodians, the funds payout would be given to their respective Shareholder Broker's settlement accounts for releasing the same to such shareholder's account.
- The Shareholder Broker would issue contract note to the Company for the Equity Shares accepted under the Buyback. Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- Eligible Shareholders who intend to participate in the Buyback should consult their respective Shareholder Broker for any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Shareholder Broker upon the selling Eligible Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost charges and expenses (including brokerage) incurred solely by the selling Eligible Shareholders.
- The Equity Shares bought will be extinguished in the manner and following the procedure prescribed in

14. COMPLIANCE OFFICER



Mr. Ramkesh Pal Company Secretary Jullundur Motor Agency (Delhi) Limited 458-1/16, Sohna Road, Opp. New Court, Gurugram Telephone: +91-124-3019210/211;

Fax: +91-124-4233868 Email: jmaadmincs@jmaindia.com;

Investors may contact the Compliance Officer for anyclarification or to address their grievances, if any, during officehours i.e. 10:00 A.M. to 5:00 P.M. Indian Standard Time on all workingdays except Saturday. Sunday and

INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may contact to MAS Services Limited, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 9:30 A.M. to 5:30 P.M. at the following address:



MAS Services Limited

T-34, 2nd Floor, Okhla Industrial Area, Phase-2, New Delhi - 110020, India

Telephone: 011-26387281/82/83 Fax: 011-26387384 Email: investor@masserv.com

Contact Person: Mr. Nanak Chand Pal SEBI Registration Number: INR000000049 Validity Period: Permanent

MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:



Systematix Corporate Services Limited

The Capital, A-Wing, 6th Floor, No. 603-606, Plot No. C-70, G-Block, Bandra-Kurla Complex (BKC), Bandra (East), Mumbai 400051, Maharashtra, India Telephone: +91-22-6704 8000

Fax: +91-22-6704 8022 Contact Person: Mr. Amit Kumar Email: ecm@systematixgroup.in Website: www.systematixgroup.in

17. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other advertisements, circulars. brochures, publicity materials etc., which may be issued in relation to the Buyback and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information

For and on behalf of the Board of Directors of Jullundur Motor Agency (Delhi) Limited Sd/-Shuchi Arora

DIN: 00093201

Director

Sd/-Virat Sondhi Director

Date: December 14, 2020

DIN: 00092902

Place: Gurugram

SEBI Registration Number: INM000004224 Validity Period: Permanent

Ramkesh Pal

M. No.A40120

Company Secretary