



**NIIT Limited**

Registered Office:  
Plot No 85, Sector 32,  
Institutional Area,  
Gurugram 122 001,  
(Haryana) India  
Tel:+91 (124) 4293000  
Fax:+91 (124) 4293333  
Email: info@niit.com

CIN: L74899DL1981PLC015865

www.niit.com

July 13, 2022

**The Manager  
BSE Limited**

Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

**The Manager**

**National Stock Exchange of India Ltd**

Listing Department  
Exchange Plaza  
5<sup>th</sup> Floor, Plot no C/1, G Block  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400 051

**Subject: Newspaper Advertisement – Dispatch of Notice of 39<sup>th</sup> AGM and Annual Report for FY 2021-22 and e-voting information**

**Scrip Code: BSE – 500304; NSE – NIITLTD**

Dear Sir,

This is continuation to our letter dated July 7, 2022, July 8, 2021 and July 12, 2022 regarding 38th Annual General Meeting of the Company to be held on August 5, 2022 through VC / OAVM.

Pursuant to Regulation 30 read with Schedule III Part A Para A of SEBI Listing Regulations, we enclose copies of newspaper advertisement published in Financial Express (English language) and Jansatta (Hindi Regional Language) on July 13, 2022, intimating *inter alia* dispatch of Notice of 39<sup>th</sup> Annual General Meeting and Annual Report for FY 2021-22 through electronic mode only, to the members whose e-mail addresses are registered with the Company /the Depository Participants and regarding e-voting information for 39<sup>th</sup> Annual General Meeting of the Company in compliance with section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI Listing Regulations.

This is for your information and records.

Thanking you,

Yours truly,  
For **NIIT Limited**

  
**Deepak Bansal**

**Company Secretary & Compliance Officer**

Encl: As above

## Taxpayer needs to satisfy twin conditions to claim set-off losses: SC

INDU BHAN  
New Delhi, July 12

**THE SUPREME COURT** has held that a taxpayer must fulfil the twin conditions of furnishing a declaration to avail the benefit of carrying forward or set off of any loss and doing this before the due date of filing the original return of income.

Setting aside the Karnataka High Court's contrary view that the requirement of furnishing a declaration is mandatory, but the time limit within which the declaration is to be filed is an only directory, a Bench led by Justice MB Shah held that the HC had committed a grave error and its view "is erroneous and contrary to the unambiguous language contained in Section 10B (8) of the IT Act."

"We hold that for claiming the benefit under Section 10B (8) of the IT Act, the twin conditions of furnishing a declaration before the assessing officer and that too before the due date of filing the original return of income under section 139(1) are to be satisfied and both are mandatory to be complied with," it said, adding that the wording of Section 10B (8) is "very clear and unambiguous."

It held that Wipro, cannot claim a tax benefit of ₹15.48 crore as it had failed to fulfil the twin conditions for carrying forwarding of losses under Section 72.

## NIIT

### NIIT LIMITED

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Institutional Area, Gurugram - 122001, Haryana  
CIN: L74899DL1981PLC015865  
Phone: +91 (124) 44293000; FAX: +91 (124) 4293333  
Website: [www.niit.com](http://www.niit.com); E-mail: [investors@niit.com](mailto:investors@niit.com)

#### NOTICE OF 39TH ANNUAL GENERAL MEETING

Notice is hereby given that the 39th Annual General Meeting ("AGM") of the Members of NIIT Limited ("the Company") will be held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on Friday, August 5, 2022 at 11:30 A.M. (IST) to transact the business, as set out in the Notice of the AGM.

In accordance with the applicable provisions of Companies Act, 2013 and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with General Circular 2/2022 dated May 2, 2022 and other circulars issued by the Ministry of Corporate Affairs ("MCA") and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by Securities and Exchange Board of India (hereinafter collectively referred to as "the Circulars"), the Notice of AGM and Annual Report have been sent in electronic mode only, to the members whose e-mail addresses are registered with the Company/the Depository Participants. The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members have been dispensed with vide said Circulars. The electronic dispatch of Annual Report to the members has been completed on July 12, 2022. The aforesaid Notice and Annual Report are also available on the website of the Company i.e., [www.niit.com](http://www.niit.com) and on the website of the Stock Exchanges i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

The documents pertaining to the items of business to be transacted in the AGM and referred in Notice of AGM or Annual Report shall be available electronically for inspection by members upon request to the Company by sending email at [investors@niit.com](mailto:investors@niit.com).

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, the Company is pleased to provide remote e-voting facility to its members, to vote from a place other than venue of the AGM ("remote e-voting"). The Company is providing facility to its members to cast their votes remotely, using the electronic voting system ("remote e-voting"), for participation in the AGM through VC/OAVM facility and e-voting during the AGM through National Securities Depositories Limited ("NSDL"). The procedure/instructions in this respect have been provided in notes to the Notice of AGM. Members of the Company under the category of Institutional/ Corporate shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat. The Members participating in the AGM through VC/OAVM facility, shall be eligible to vote through e-voting system during the AGM if not voted earlier through remote e-voting.

The members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, July 29, 2022, shall be entitled to cast vote by remote e-voting or attend the meeting through VC/OAVM and cast vote at AGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. The remote e-voting period shall commence on Monday, August 1, 2022 (9:00 A.M. IST) and ends on Thursday, August 4, 2022 (5:00 P.M. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member through remote e-voting, it cannot be changed subsequently. In case of voting by remote e-voting and also e-voting at the AGM, vote casted through remote e-voting will be considered final and e-voting at the AGM will not be considered.

Any person, who acquires shares and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., Friday, July 29, 2022, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [rt@alankit.com](mailto:rt@alankit.com). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote.

Mr. Nityanand Singh, Company Secretary (Membership No. FCS 2668) of M/s. Nityanand Singh & Co., Practising Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Members who would like to express their views or ask questions during the AGM may register themselves by sending request mentioning their name, demat account / folio number, email id, mobile number through their registered email to the Company at [investors@niit.com](mailto:investors@niit.com). The Speaker Registration will be open till Friday, July 29, 2022. Only person who shall be member as on the cut-off date shall be entitled to register and participate at the AGM.

Shareholders holding shares in dematerialized mode and have not updated their KYC details are requested to register/ update their email address and KYC details with their depositories through their depository participants.

Shareholders holding shares in physical mode and have not updated their KYC details are requested to update their email address, bank account details and other KYC details with the Company's Registrar and Share Transfer Agent i.e., Alankit Assignments Limited at [rt@alankit.com](mailto:rt@alankit.com).

In case of any queries relating to e-voting or attending AGM through VC/OAVM, members may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-1020-990 or 1800-224-430 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

By Order of the Board  
For NIIT Limited

Sd/-

Deepak Bansal

Company Secretary & Compliance Officer

Place: Gurugram  
Date: July 12, 2022

on Friday, August 12, 2022 at 10:30 A.M.

2013 and the Rules made thereunder and the (and Disclosure Requirements) Regulations, 2015, Circular Circulars No. 02/21 dated January 13, 2021, 2021, and other applicable circulars issued by referred to as "relevant circulars"), without be able to attend the AGM through VC / OAVM (for the purpose of quorum under Section

Annual Report 2021-22 including the standalone along with Directors' Report, Auditors' Report and email to all the Members of the Company whose participant(s). The aforesaid documents will also be on the website of the Stock Exchanges BSE Limited and [www.nseindia.com](http://www.nseindia.com), respectively, by KFin Technologies Limited ("KFin"), at <https://www.kfintech.com>

Regulation 42 & 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Register of Members and Share Transfer Books on Friday, July 29, 2022 (both days inclusive) for the dividend on equity shares of the Company for the period ending August 12, 2022.

#### Notice of AGM, Annual Report through VC/ OAVM including e-voting

In pursuance of the Annual Report, Notice of AGM and other documents, members are requested to register their email address and mobile number registered with the Company at [www.niit.com/evoting/mobilereg/mobileemailreg.aspx](http://www.niit.com/evoting/mobilereg/mobileemailreg.aspx). Members are requested to register their email address and mobile number for sending the soft copy of the Notice of AGM and the e-voting instructions. In case of any queries, member

1. Forward [ris@kfintech.com](mailto:ris@kfintech.com) along with scanned copy of the Notice of AGM and the e-voting instructions.

2. mobile number, self-attested PAN copy and copy of the Notice of AGM and the e-voting instructions.

3. participate in the green initiative in Corporate Social Responsibility (CSR) activities in respect of shares held in electronic form with their respective depositories.

4. the AGM

5. Notice of the AGM through electronic voting system

6. Shares in dematerialised mode, physical mode and for the AGM.

7. Members attending the AGM who have not cast their votes

8. made available to the members through email.

9. not registered with the Company / KFin / Depository Participant, shall be eligible to vote through VC / OAVM.

10. directly in Bank accounts:

11. the Company at [investors@dabur.com](mailto:investors@dabur.com) or to its RTA

12. documents for updation of KYC. The format of Form KYC is available on the website of the Company.

13. requested to register / update their Bank details with their respective depositories.

14. the electronic mode, due to non registration of Bank Accounts with the Company.

15. Bankers cheque/ Demand Draft to the member.

16. at applicable rates. For more information please refer to the Notice of AGM.

For Dabur India Limited

A. K. Jain

PI (Finance) & Company Secretary

Dabur India Limited

D. The Promoter Acquirers have furnished a Bank Guarantee of an amount of ₹2,60,00,000/- (Rupees Two Crore Sixty Lacs Only) issued by IDBI Bank Limited, a Banking Company registered under Companies Act, 1956 and having its registered office at IDBI Tower/WTC Complex, Cuffe Parade, Mumbai - 400005, Maharashtra, India and one of its office at Trade Finance Department, Specialised Corporate Branch, Panampilly Nagar, Post Bag No 4253, Kochi - 682036, Kerala, India in favor of the Manager to the Offer ("Bank Guarantee") being equal to 25.00% (Twenty-Five Percent) of the Maximum Consideration. The Manager to the Offer has been duly authorized to realize the value of aforesaid Bank Guarantee in terms of the SEBI (SAST) Regulations and the terms set out in the Bank Guarantee;

E. The Manager has been duly authorized in accordance with the SEBI (SAST) Regulations and pursuant to the terms of the Escrow Agreement to realize the Bank Guarantee to meet the obligations of the Promoter Acquirers in connection with the Offer. The Bank Guarantee shall remain valid until the closure of offer period or March 31, 2023. In the event the Promoter Acquirers propose to complete the transactions under the Share Purchase Agreement, prior to the expiry of the Offer period, the Promoter Acquirers

VIII. The contact details of the Buying Broker are as mentioned below:

at, New Delhi-110007, Delhi, India

Shares under the Offer would have to intimate their respective stockholders of the secondary market, during the Tendering Period. **BUYER SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER**

**NIIT**

**एनआईआईटी लिमिटेड**

पंजीकृत कार्यालय: प्लॉट नं. 85, सेक्टर 32, इन्स्टीट्यूशनल एरिया, गुरुग्राम - 122001, हरियाणा  
 CIN: L74899DL1981PLC015865  
 फोन: +91 (124) 4293000; फ़ैक्स: +91 (124) 4293333  
 वेबसाइट: www.niit.com; ईमेल: investors@niit.com

**39वीं वार्षिक आम बैठक की सूचना**

एनआईआईटी लिमिटेड ("कंपनी") के सदस्यों की 39वीं वार्षिक आम बैठक ("एजीएम") शुक्रवार, 05 अगस्त, 2022 को सुबह 11:30 बजे (भा.मा.स) में एजीएम की सूचना में निर्धारित व्यवसाय के निष्पादन के लिए विधियों को नॉन्सिंग (वीसी)/अन्य ऑडियो विडियो साधन (ओएवीएम) के माध्यम से आयोजित की जाएगी।

कंपनी अधिनियम, 2013 के लागू प्रावधानों और उसके अधीन बनाए गए नियमों तथा भारतीय प्रतिभूति एवं विनियम बोर्ड (सूचीयन बाध्यताएं एवं प्रकटीकरण आवश्यकताएं) विनियम, 2015 के साथ पठित कॉर्पोरेट कार्य मंत्रालय ("एसीए") द्वारा जारी किए गए सामान्य परिपत्र 2/2022 दिनांक 5 मई, 2022 और अन्य परिपत्र और भारतीय प्रतिभूति एवं विनियम बोर्ड द्वारा जारी परिपत्र सेबी/एचओ/सीएफडी/सीएमडी2/सीआईआर/पी/2022/62 दिनांक 13 मई, 2022 (यहां के बाद संयुक्त रूप से "परिपत्र") के रूप में संदर्भित) के अनुसार एजीएम की सूचना और वार्षिक रिपोर्ट उन सदस्यों को केवल इलेक्ट्रॉनिक माध्यम से भेजी गई है जिनके ई-मेल पते कंपनी/डिपॉजिटरी प्रिमाणिकी के पास पंजीकृत हैं। सदस्यों को एजीएम की सूचना और वार्षिक रिपोर्ट की नौतिक प्रति भेजने की आवश्यकता कथित परिपत्रों के माध्यम से हटा दी गई है। सदस्यों को वार्षिक रिपोर्ट इलेक्ट्रॉनिक माध्यम से भेजने का कार्य 12 जुलाई, 2022 को पूरा कर लिया गया है। उपरोक्त कथित सूचना और वार्षिक रिपोर्ट कंपनी की वेबसाइट [www.niit.com](http://www.niit.com) तथा स्टॉक एक्सचेंजों की वेबसाइट अर्थात् [www.bseindia.com](http://www.bseindia.com) एवं [www.nseindia.com](http://www.nseindia.com) पर भी उपलब्ध है।

एजीएम में निष्पादित किये जाने वाले मद से संबंधित दस्तावेज और एजीएम की सूचना में संदर्भित दस्तावेज तथा वार्षिक रिपोर्ट कंपनी को ई-मेल [investors@niit.com](mailto:investors@niit.com) पर अनुरोध भेजने पर सदस्यों द्वारा निरीक्षण के लिए इलेक्ट्रॉनिक उपलब्ध कराई जाएगी।

कंपनी अधिनियम, 2013 की धारा 108 के प्रावधानों के साथ पठित कंपनी (प्रबंधन एवं प्रशासन) नियम, 2014 के नियम 20, समय-समय पर यथासंशोधित और भारतीय प्रतिभूति तथा विनियम बोर्ड (सूचीयन बाध्यताएं एवं प्रकटीकरण आवश्यकताएं) विनियम, 2015 के विनियम 44 तथा इन्स्टीट्यूट ऑफ कंपनी सेक्रेटरीज आफ इंडिया द्वारा जारी सामान्य बैठक पर सचिवीय मानक (एसएस-2) के अनुपालन में कंपनी अपने सदस्यों को एजीएम के स्थान को अलावा कहीं से भी अपना वोट रिमोट ई-वोटिंग (रिमोट ई-वोटिंग) के माध्यम से देने की सुविधा उपलब्ध करा रही है। कंपनी अपने सदस्यों को वीसी/ओएवीएम सुविधा के माध्यम से एजीएम में भागीदारी के लिए इलेक्ट्रॉनिक वोटिंग सिस्टम ("रिमोट ई-वोटिंग") के उपयोग द्वारा रिमोटली अपना वोट देने और नेशनल सिक्कोरिटीज डिपॉजिटरी लिमिटेड ("एनएसडीएल") के माध्यम से एजीएम के दौरान ई-वोटिंग की सुविधा उपलब्ध करा रही है। इस संबंध में प्रक्रिया/निर्देश एजीएम की सूचना में संलग्न नोट्स में दिये गये हैं। इन्स्टीट्यूशनल/कॉर्पोरेट शोयधारकों की श्रेणी के अंतर्गत कंपनी के सदस्यों को वीसी/ओएवीएम के माध्यम से एजीएम में शामिल होने एवं भाग लेने तथा अपना वोट देने के लिए प्रोत्साहित किया जाता है। वीसी/ओएवीएम के माध्यम से एजीएम में भाग लेने वाले सदस्यगण यदि रिमोट ई-वोटिंग के माध्यम से वोट नहीं देते हैं तो एजीएम के दौरान ई-वोटिंग सिस्टम के माध्यम से वोट देने के लिए योग्य होंगे।

कट-ऑफ तिथि अर्थात् शुक्रवार, 29 जुलाई, 2022 को या तो नौतिक प्रारूप या डिमेट्रियलाइज्ड प्रारूप में शोय धारण करने वाले कंपनी के सदस्यगण रिमोट ई-वोटिंग के माध्यम से वोट देने या वीसी/ओएवीएम के माध्यम से उपस्थित होने और एजीएम में वोट देने के लिए हकदार होंगे। सदस्यों में मतदान के अधिकार, कट-ऑफ तिथि के अनुसार कंपनी की चुकता इक्विटी शोय पूंजी के शोयों के अनुपात में होंगे। रिमोट ई-वोटिंग अवधि सोमवार, 01 अगस्त, 2022 (प्रातः 9:00 बजे भा.मा.स) प्रारंभ होगी और गुरुवार, 04 अगस्त, 2022 (सायं 5:00 बजे भा.मा.स) समाप्त होगी। उसके बाद एनएसडीएल द्वारा रिमोट ई-वोटिंग नॉडयूल हटा लिया जाएगा। रिमोट ई-वोटिंग द्वारा एक बार प्रस्ताव पर सदस्य वोट देने के बाद उसे बदला नहीं जा सकता है। यदि रिमोट ई-वोटिंग और एजीएम में भी ई-वोटिंग से वोट दिया जाता है तो केवल रिमोट ई-वोटिंग को ही अंतिम माना जाएगा और एजीएम में ई-वोटिंग पर विचार नहीं किया जाएगा।

यदि कोई सदस्य सूचना के प्रेषण के बाद शोय अर्जित करते हैं तथा कंपनी का सदस्य बनते हैं तथा कट ऑफ तिथि अर्थात् शुक्रवार 29 जुलाई, 2022 को शोय धारित करते हैं, वे [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) अथवा [ra@alankit.com](mailto:ra@alankit.com) पर अनुरोध भेजकर लॉगिन आईडी तथा पासवर्ड प्राप्त कर सकते हैं। लेकिन, यदि वे रिमोट ई-वोटिंग के लिये पहले से ही एनएसडीएल में पंजीकृत हैं तो अपना वोट करने के लिये वे अपने वर्तमान यूजर आईडी तथा पासवर्ड का प्रयोग कर सकते हैं।

मैसर्स. नित्यानंद सिंह एंड क. प्रैक्टिसिंग कंपनी सचिव के श्री नित्यानंद सिंह, कंपनी सचिव (सदस्यता सं. एफसीएस 2668) को स्वच्छ एवं पारदर्शी प्रक्रिया में ई-वोटिंग प्रक्रिया की जाँच के लिये पर्यवेक्षण नियुक्त किया गया है।

सदस्यगण जो एजीएम के दौरान अपनी राय रखना चाहते हैं या प्रश्न पूछना चाहते हैं, वह अपने पंजीकृत ई-मेल आईडी के माध्यम से अपना नाम, डिमेट खाता/फोनियो नम्बर, ई-मेल आईडी, मोबाइल नम्बर वगैरह वगैरह भेजकर एनएसडीएल को पास [investors@niit.com](mailto:investors@niit.com) पर भेजकर अपना पंजीकरण करा सकते हैं। स्पीकर रजिस्ट्रेशन शुक्रवार, 29 जुलाई, 2022 तक खुला रहेगा। ऐसा व्यक्ति जो कट-ऑफ तिथि को सदस्य के रूप में है, वही पंजीकरण और एजीएम में भागीदारी के लिए योग्य होगा।

डिमेट्रियलाइज्ड प्रारूप में शोय धारण करने वाले शोयधारक जिन्होंने अपना केवाईसी विवरण अपडेट नहीं किया है, उनसे अनुरोध है कि वे अपने डिपॉजिटरी प्रिमाणिकी के माध्यम से अपने डिपॉजिटरीज के पास अपना ई-मेल पता एवं केवाईसी विवरण पंजीकृत/अपडेट कराएं।

नौतिक प्रारूप में शोय धारण करने वाले शोयधारक जिन्होंने अपना केवाईसी विवरण अपडेट नहीं किया है, उनसे अनुरोध है कि वे कंपनी के रजिस्ट्रार एवं शोय ट्रांसफर एजेंट अर्थात् अलंकित एसाइन्मेंट्स लिमिटेड के पास [ra@alankit.com](mailto:ra@alankit.com) पर अपना ई-मेल पता, बैंक खाता विवरण एवं अन्य केवाईसी विवरण भेजकर उसे अपडेट कराएं।

वीसी/ओएवीएम के माध्यम से एजीएम में ई-वोटिंग एवं भागीदारी के संबंध में किसी भी पूछताछ के लिए सदस्यगण [www.evoting.nsdl.com](http://www.evoting.nsdl.com) के डाउनलोड सेंसर पर उपलब्ध शोयधारकों के लिए अक्सर सूचे जाने वाले प्रश्न (एफएक्यू) और शोयधारकों के लिए ई-वोटिंग यूजर मैनुअल का अवलोकन करें या टोल फ्री नं. 1800-1020-990 या 1800-224-430 पर कॉल करें या [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) पर अनुरोध भेजें या नेशनल सिक्कोरिटीज डिपॉजिटरी लिमिटेड, ट्रेड वर्ल्ड, 'ए' विंग, चौथा तल, कमला मिल्ट कम्पाउंड, सेनापति बायप मार्ग, लोअर परेल, मुम्बई-400013, पर सम्पर्क कर सकते हैं।

**बोर्ड के आदेश से कृते एनआईआईटी लिमिटेड**  
 हस्ता./-  
 दीपक बंसल  
 कंपनी सचिव एवं अनुपालन अधिकारी  
 स्थान: गुरुग्राम  
 दिनांक: 12 जुलाई, 2022

दिनांक: 12.07.2022  
 स्थान: नई दिल्ली

**FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF DELTA INDUSTRIAL RESOURCES LIMITED**

A public limited company incorporated under the provisions of the Companies Act, 1956  
 Corporate Identification Number: L52110DL1984PLC019625  
 Registered Office: Shop No. 325, 3rd Floor, Aggarwal Plaza Sector - 14, Rohini, North East, New Delhi - 110085, India.  
 Contact Number: +91-8376095634; E-mail Address: [deltaandtd@gmail.com](mailto:deltaandtd@gmail.com); Website: [www.dir.in](http://www.dir.in)

Open Offer for the acquisition of up to 14,02,180 (Fourteen Lakhs Two Thousand One Hundred And Eighty) Equity Shares, Representing 26.00 (Twenty-Six Percent) Of The Voting Share Capital of Delta Industrial Resources Limited, at an offer price of ₹9.20/- (Nine Rupees and Twenty Paise Only), payable in cash, made by Mr. Gaurav Goel ('Acquirer 1'), Mr. Rakesh Kumar Goel ('Acquirer 2'), Mr. Saurabh Goel ('Acquirer 3'), And Mr. Harsh Gupta ('Acquirer 4'), (hereinafter collectively referred to as the 'Acquirers') in accordance with the provisions Regulations 3 (1) and 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ('SEBI (SAST) Regulations') ('Offer').

This dispatch confirmation of the Letter of Offer advertisement ('Letter of Offer Dispatch Confirmation Advertisement') is being issued by CapitalSquare Advisors Private Limited, the Manager to the Offer ('Manager') on behalf of the Acquirers, and the said should be read in conjunction with the:

- Public Announcement dated Wednesday, May 18, 2022 ('Public Announcement');
- Detailed Public Statement dated Monday, May 23, 2022, which was published on Tuesday, May 24, 2022, in the newspapers, namely being Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (All India Edition and Delhi Edition), Mumbai Lakshadweep (Marathi Daily) (Mumbai Edition) ('Newspapers') ('Detailed Public Statement');
- Draft Letter of Offer dated Friday, May 27, 2022 ('Draft Letter of Offer');
- Letter of Offer dated Thursday, July 07, 2022, along with the Form of Acceptance-cum-Acknowledgement and Form No. SH-4 Securities Transact Form ('Letter of Offer');

(The Public Announcement, Detailed Public Statement, Draft Letter of Offer, and Letter of Offer are hereinafter referred to as 'Offer Documents'. The terms used in this Letter of Offer Dispatch Confirmation Advertisement have the same meaning assigned to them in the Offer Documents unless otherwise specified.)

**1) Completion of Dispatch of the Letter of Offer**

The dispatch of the Letter of Offer to Public Shareholders as on Identified Date being Tuesday, July 05, 2022, for the purpose of this Offer, has been completed on Monday, July 11, 2022, the details of which has been summarized herewith as below:

Sr. No.	Particulars	Mode of Dispatch	No. of Public Shareholders
1.	Letter of Offer (Through Demat mode)	Email	553
2.	Letter of Offer (To Demat Non-Email cases and all Physical cases)	Registered/ Speed Post	186
Total			739

**2) Availability of the Letter of Offer**

- Public Shareholders may access the Letter of Offer on the websites of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), BSE at [www.bseindia.com](http://www.bseindia.com), Target Company at [www.dir.in](http://www.dir.in), Registrar at [www.skylinetra.com](http://www.skylinetra.com), and Manager at [www.capitalsquare.in](http://www.capitalsquare.in).
- In case of non-receipt of the Letter of Offer, Public Shareholders, including those who have acquired the Equity Shares after the Identified Date or if they so desire, may download the Letter of Offer from the websites indicated above or obtain a copy of the same from the Manager or the Registrar at:

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
<p><b>CAPITALSQUARE®</b>                      Teaming together to create value</p> <p>CAPITALSQUARE ADVISORS PRIVATE LIMITED                      205-209, 2<sup>nd</sup> Floor, AARPEE Centre, MIDC Road No 11, CTS 70, Andheri (East), Mumbai - 400093, Maharashtra, India                      Contact Number: +91-22-6684-9999/145/138                      Email Address: <a href="mailto:tanmoy.banerjee@capitalsquare.in">tanmoy.banerjee@capitalsquare.in</a>/  <a href="mailto:pankita.patei@capitalsquare.in">pankita.patei@capitalsquare.in</a>                      Website: <a href="http://www.capitalsquare.in">www.capitalsquare.in</a>                      Contact Person: Mr. Tanmoy Banerjee/ Ms. Pankita Patei                      SEBI Registration Number: INM000012219                      Validity: Permanent                      Corporate Identification Number: U65999MH2008PTC187663</p>	<p><b>Skyline</b>                      Financial Services Pvt. Ltd.</p> <p>SKYLINE FINANCIAL SERVICES PRIVATE LIMITED                      D - 153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110020, Delhi, India.                      Telephone Number: +91-011-26812682                      E-mail Address: <a href="mailto:viren@skylinetra.com">viren@skylinetra.com</a>                      Website: <a href="http://www.skylinetra.com">www.skylinetra.com</a>                      Contact Person: Ms. Rati Gupta                      SEBI Registration Number: INR000003241                      Validity: Permanent                      Corporate Identification Number: U74899DL1995PTC071324</p>

**3) Schedule of Activities for the purpose of this Offer**

Kindly note the schedule of the major activities set forth below:

Schedule of Activities	Day and Date
Last date of publication in the Newspapers of recommendations of the independent directors committee of the Target Company for this Offer	Friday, July 15, 2022
Last date for upward revision of the Offer Price and/or for the Offer Size	Monday, July 18, 2022
Date of publication of opening of Offer public announcement in the Newspapers	Monday, July 18, 2022
Date of commencement of Tendering Period	Tuesday, July 19, 2022
Date of closing of Tendering Period	Monday, August 01, 2022
Last date of communicating the rejection/acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	Thursday, August 18, 2022

**4) Other Information**

- The details relating to the procedure for tendering the Equity Shares are more particularly set out in the Letter of Offer.
- The Letter of Offer Dispatch Confirmation Advertisement shall also be available and accessible on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), BSE at [www.bseindia.com](http://www.bseindia.com), Target Company at [www.dir.in](http://www.dir.in), and Manager at [www.capitalsquare.in](http://www.capitalsquare.in).

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
<p><b>CAPITALSQUARE®</b>                      Teaming together to create value</p> <p>CAPITALSQUARE ADVISORS PRIVATE LIMITED                      205-209, 2<sup>nd</sup> Floor, AARPEE Centre, MIDC Road No 11, CTS 70, Andheri (East), Mumbai - 400093, Maharashtra, India                      Contact Number: +91-22-6684-9999/ 145/ 138                      Email Address: <a href="mailto:tanmoy.banerjee@capitalsquare.in">tanmoy.banerjee@capitalsquare.in</a>/  <a href="mailto:pankita.patei@capitalsquare.in">pankita.patei@capitalsquare.in</a>                      Website: <a href="http://www.capitalsquare.in">www.capitalsquare.in</a>                      Contact Person: Mr. Tanmoy Banerjee/ Ms. Pankita Patei                      SEBI Registration Number: INM000012219                      Validity: Permanent                      Corporate Identification Number: U65999MH2008PTC187663</p>	<p><b>Skyline</b>                      Financial Services Pvt. Ltd.</p> <p>SKYLINE FINANCIAL SERVICES PRIVATE LIMITED                      D - 153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110020, Delhi, India.                      Telephone Number: +91-011-26812682                      E-mail Address: <a href="mailto:viren@skylinetra.com">viren@skylinetra.com</a>                      Website: <a href="http://www.skylinetra.com">www.skylinetra.com</a>                      Contact Person: Ms. Rati Gupta                      SEBI Registration Number: INR000003241                      Validity: Permanent                      Corporate Identification Number: U74899DL1995PTC071324</p>

For and on behalf of the Acquirers  
 Sd/- Sd/- Sd/- Sd/-  
 Mr. Gaurav Goel Mr. Rakesh Kumar Goel Mr. Saurabh Goel Mr. Harsh Gupta  
 Acquirer 1 Acquirer 2 Acquirer 3 Acquirer 4  
 Date: Tuesday, July 12, 2022  
 Place: Mumbai

**VIII. TENTATIVE SCHEDULE OF ACTIVITY**

Sr. No.	Tentative Activity Schedule	Day and Date
1.	Issue date of the Public Announcement	Wednesday, July 13, 2022
2.	Publication date of the Detailed Public Statement in the Newspapers	Wednesday, July 13, 2022
3.	Last date for filing of the Draft Letter of Offer with SEBI	Wednesday, July 13, 2022
4.	Last date for public announcement for a competing offer(s)#	Wednesday, August 03, 2022
5.	Last date for receipt of comments from SEBI on the Draft Letter of Offer will be received (in the event SEBI has not sought clarification or additional information from the Manager)	Wednesday, August 03, 2022

D. The Promoter Acquirers have furnished a Bank Guarantee of an amount of ₹2,60,00,000/- (Rupees Two Crore Sixty Lacs Only) issued by IDBI Bank Limited, a Banking Company registered under Companies Act, 1956 and having its registered office at IDBI Tower, WTC Complex, Cuffe Parade, Mumbai - 400005, Maharashtra, India and one of its office at Trade Finance Department, Specialised Corporate Branch, Panampilly Nagar, Post Bag No 4263, Kochi - 682036, Kerala, India in favor of Manager to the Offer ('Bank Guarantee') being equal to 25.00% (Twenty-Five Percent) of the Maximum Consideration. The Manager to the Offer has been duly authorized to realize the value of aforesaid Bank Guarantee in terms of the SEBI (SAST) Regulations and the terms set out in the Bank Guarantee;

E. The Manager has been duly authorized in accordance with the SEBI (SAST) Regulations and pursuant to the terms of the Escrow Agreement to realize the Bank Guarantee to meet the obligations of the Promoter Acquirers in connection with the Offer. The Bank Guarantee shall remain valid until the closure of offer period or March 31, 2023. In the event the Promoter Acquirers propose to complete the transactions under the Share Purchase Agreement, prior to the expiry of the offer period, the Promoter Acquirers