



ZODIAC-JRD-MKJ LTD

DIAMOND . JEWELLERY . PRECIOUS & SEMI PRECIOUS STONES

910, Parekh Market,
39, J.S.S. Road, Opp. Kennedy Bridge,
Opera House, Mumbai - 400 004. (INDIA)

TEL. : 91-22-23869731 / 91-22-23866471
FAX. : 91-22-23800038
E-mail : account_zjml@yahoo.com
CIN : L65910MH1987PLC042107
E-mail : info@zodiacjrdmkjlttd.com
Website : www.zodiacjrdmkjlttd.com

Date: November 30, 2023

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

Dear Sir,

Sub: Open Offer by Mudit Jain ("Acquirer 1"), Bluerock Industrial Infrastructure Management LLP ("Acquirer 2") and Bluerock Infrastructure Solutions LLP ("Acquirer 3") (Hereinafter Acquirer 1, Acquirer 2 and Acquirer 3 collectively referred to as "Acquirers") to acquire upto 13,46,067 (Thirteen Lakh Forty Six Thousand Sixty Seven) Fully paid-up Equity shares of ₹ 10/- each for cash at a price of ₹ 33/- (Rupees Thirty Three only) per Equity Share aggregating upto ₹ 4,44,20,211/- (Rupees Four Crore Forty Four Lakh Twenty Thousand Two Hundred Eleven only), to the Public Shareholders of Zodiac-JRD-MKJ Limited ("Target Company") Pursuant to and in Compliance with the Requirements of The Securities And Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations, 2011") ("Offer" Or "Open Offer").

Pursuant to regulation 26(7) of the SEBI (SAST) Regulations, please find enclosed herewith copy of recommendation of Committee of Independent Directors for the Open Offer.

The recommendation of Committee of Independent Directors for the Open Offer was published today, 30th November, 2023 in the following newspapers: -

Sr. No.	Newspapers	Language	Editions
1	Financial Express	English	All Editions
2	Jansatta	Hindi	All Editions
3	Navshakti	Marathi	Mumbai Edition - Place of Registered office of Target Company and Stock Exchange at which shares of Target Company are listed

A copy of the same is also enclosed herewith.

This is for your kind reference and records.

We request you to kindly consider the attachments as good compliance and disseminate it on your website.

For Zodiac-JRD-MKJ Limited

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Sheela Somnath Kadechkar
Chairman

KMF Builders & Developers Ltd.
 Regd. Office: Flat No. 508, Golf Manor, NAL Wind Tunnel Road, Murgeshpalya, Bangalore-560017, Ph: 25238007, 41486142-43
 CIN: L45203KA1995PLC017422 www.kmfbuilders.com kmfbuilders@gmail.com

NOTICE OF 28TH ANNUAL GENERAL MEETING, REMOTE E-VOTING INFORMATION AND BOOK CLOSURE

Notice is hereby given that the Twenty Eighth Annual General Meeting of the Members of KMF Builders and Developers Limited (CIN: L45203KA1995PLC017422) will be held at Hotel Trebo Trend The White Tree 64, 1 Main, rd Whitefield Main Road, Hope form Junction, Maithri Layout, Bangalore 560066 Karnataka, on Friday the 22 day of December 2023 at 09.00 A.M

The Members of the Company are hereby informed that pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the company has dispatched/e-mailed Annual Report, Notice along with the Attendance cum proxy slip's to all its members. The Company has engaged the services as provided by National Securities Depository Limited (NSDL) to provide remote e-voting facility to the Members of the company.

E-voting is optional and e-voting rights of the members will be reckoned on the Equity shares held by them 15th December, 2023. The remote E-voting period commences on 19th December 2023 **Tuesday (09.00 a.m.) and ends on 21st December 2023, (05.00 p.m.) Thursday. During this period, the member may cast their vote electronically.** The remote e-voting module shall be disabled by National Securities Depository Limited (NSDL) thereafter.

E-voting will not be allowed beyond the aforesaid date. Any person, who acquires the shares of the company and becomes member of the company after dispatch of annual reports and holding shares as the cut off date i.e. 15th December 2023, may obtain the login ID and password by sending an email to evoting@nsdl.co.in, by mentioning their Folio No./DP ID Client ID or may contact on toll free no. 1800222990.

Members who have not cast their vote by remote e-voting can exercise voting rights at the AGM. The company will make arrangements of Ballot Paper in this regard at the AGM Venue. A member may participate in the meeting even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again at the meeting. The member, whose names appear in the register of members / list of beneficial owners as on 15th December 2023 are entitled to vote on the Resolutions set forth in this notice.

In case of any queries, the members may refer the Frequently asked questions (FAQs) for members and e-voting user's manual for members available at the download sections of <https://www.evoting.nsdl.com> or contact on the above-mentioned toll-free number.

The results of the remote e-voting and poll at the AGM along with Scrutinizer report will be placed on the Company website www.kmfbuilders.com and on the website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com within Forty Eight (48) hours of passing of the resolutions at the AGM to be held on 22nd December 2023, for information to the members and communicated to the BSE Limited.

BOOK CLOSURE FOR AGM

Notice pursuant to the provisions of Section 91 of the Companies Act, 2013 and rules 10 Companies (Management and Administration) Amendment Rules, 2015 is also hereby given the Register of Members and the Share Transfer Book of the Company will remain closed from **Thursday, 14th December 2023, to Monday 18th December 2023**, (both days inclusive) for the purpose of holding AGM.

By order of the Board of Directors
KMF Builders & Developers Ltd
 Sd/-
 Gorve Chadha
 Managing Director
 DIN:06407884

Place: Delhi
 Date: 14.08.2023

THAMBDI MODERN SPINNING MILLS LIMITED
 Corporate Identification Number (CIN): L17111T21977PLC000776
 Registered Office: Omalur Road, Jagir Annapalayam, Salem – 636 302, Tamil Nadu, India;
 Tel. No.: +91 427 234 5425; Fax. No.: N.A.; Email Id: tmsml@salem.com; Website: www.thambdimodern.com;
 Contact Person: Ms. Mohan Uma Maheshwari, Company Secretary & Compliance Officer

Recommendations of the Committee of Independent Directors ("IDC") of Thambdi Modern Spinning Mills Limited ("Company"), on the Delisting Offer made by Mr. Ramasamy Udayar Jagadeesan ("Promoter Acquirer"), along with other member of the Promoter Group ("Delisting Offer"), to the public shareholders of the Company under Regulations 28 and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended ("SEBI Delisting Regulations").

1	Date of meeting of IDC	November 29, 2023						
2	Name of the Company	Thambdi Modern Spinning Mills Limited						
3	Details of the Delisting Offer pertaining to the Company	Voluntary Delisting Offer made by the Promoter Acquirer, to acquire 28,84,950 Equity shares representing 25.03% of the paid-up equity share capital of the Company from the Public Shareholders and consequently, voluntarily delist equity shares of the Company from the only stock exchange where the shares of the Company are presently listed i.e., BSE Limited ("BSE") pursuant to the SEBI Delisting Regulations. Floor Price: ₹ 16.18/- per Equity Share Indicative Price: ₹ 20/- per Equity Share Methodology for Delisting: Through Reverse Book Building process Initial Public Announcement dated 14th July, 2023 ("IPA") Detailed Public Announcement dated 21st November, 2023 ("DPA") Letter of Offer dated 21st November, 2023 ("LOF") has been issued by Saffron Capital Advisors Private Limited, Manager to the Offer, on behalf of the Promoter Acquirer.						
4	Name of the Acquirer and PAC with the acquirer	Promoter Acquirer: Mr. Ramasamy Udayar Jagadeesan There are no PAC(s) with the Promoter Acquirer for the purpose of Offer.						
5	Name of the Manager to the Offer	Saffron Capital Advisors Private Limited 605, Sixth Floor, Centre Point, J. B. Nagar, Andheri (East), Mumbai - 400 059, India Tel. No.: +91 22 49730394 Email Id: delistings@saffronadvisor.com Website: www.saffronadvisor.com Investor grievance: investorgrievance@saffronadvisor.com SEBI Registration Number: INM 000011211 Contact Person: Ms. Pooja Jain/ Mr. Saurabh Gaikwad						
6	Members of the Committee of Independent Directors	<table border="1"> <tr> <th>Name of the Independent Directors</th> <th>Position in Committee</th> </tr> <tr> <td>Ravindran Chandran</td> <td>Chairperson and Member</td> </tr> <tr> <td>Iyampermal Kandasami</td> <td>Member</td> </tr> </table>	Name of the Independent Directors	Position in Committee	Ravindran Chandran	Chairperson and Member	Iyampermal Kandasami	Member
Name of the Independent Directors	Position in Committee							
Ravindran Chandran	Chairperson and Member							
Iyampermal Kandasami	Member							
7	IDC Member's relationship with the Company (Director, Equity shares owned, any other contract / relationship), if any	a. The IDC Chairperson and Member are the Non-Executive and Independent Directors of the Company. b. Except Mr. Ravindran Chandran, none of the other Members of IDC holds any equity shares or other securities of the Company. c. None of the IDC member have any contracts/relationship with the Company, except the directorship as above.						
8	Trading in the Equity shares/other securities of the Company by IDC Members	The IDC Chairperson and Member have not traded in any of the Equity Shares/other securities of the Company: (i), during the 12 (twelve) months period preceding the date of the IPA and; (ii), during the period between the date of the IPA and the date of this recommendation.						
9	IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contracts/relationship), if any	None of the IDC Members have any contracts/relationship with the Acquirer or other Member of Promoters and Promoter Group of the Company.						
10	Trading in the Equity shares/other securities of the acquirer by IDC Members	Not Applicable as the Promoter Acquirer is an individual.						
11	Recommendation on the delisting offer, as to whether the offer, is fair and reasonable	Based on the review of the IPA, DPA and LOF (as defined above) issued by Manager to the Offer, on behalf of Promoter Acquirer and the valuation report of the Equity Shares issued by Mr. M Rajapandian, Registered Valuer (Reg. No. IBBV/RV/05/2019/10983), the Members of the IDC recommend that: (i), the Floor price, i.e. ₹ 16.18/- (Rupees Sixteen point One Eight paise only) per Equity Share, has been calculated in accordance with the SEBI Delisting Regulations and to that extent, is fair and reasonable; (ii), the Indicative price i.e. ₹ 20/- (Rupees Twenty only) is higher than the Floor Price.						
12	Summary of reasons for recommendation	The IDC reviewed the following: a. Initial Public Announcement dated July 14, 2023; b. Detailed Public Announcement dated November 21, 2023 and published on November 22, 2023 and; c. Letter of Offer dated November 21, 2023 Based on the review of the IPA, DPA and LOF issued by the Manager to the Offer on behalf of the Promoter Acquirer, the IDC Chairperson and Member have considered the following reasons for making recommendations in paragraph 11 above: (i), The proposed delisting would enable the promoter and members of the promoter group to obtain full ownership of the Company, which in turn will provide enhanced operational flexibility. As the Company will no longer remain listed, there will be reduction in dedicated management time to comply with the requirements associated with continued listing of equity shares, which can be refocused to its business. (ii), The delisting proposal will enhance the Company's operational, financial and strategic flexibility including but not limited to corporate restructurings, acquisitions, exploring new financing structures, including financial support from the promoter/promoter group. (iii), The delisting proposal is in the interest of the public shareholders as it will provide them an opportunity to exit from the Company at a price determined in accordance with the Delisting Regulations, providing immediate liquidity given the heightened market volatility. iv) It is believed that instead of subjecting the Public Shareholders to uncertainties, it would be fair to provide them an exit opportunity through a delisting offer. Thus, the proposed delisting is in the interest of the Public Shareholders as it will provide them an opportunity to exit from the Company at a price determined in compliance with the Delisting Regulations; The IDC Chairperson and Member, however, suggest that Public Shareholders of the Company should independently evaluate this Delisting Offer, market performance of the Company scrip, the performance of the Company and take informed decisions in respect of this Delisting Offer. This statement of recommendations will be available on the website of the Company at www.thambdimodern.com						
13	Disclosure of voting pattern	The recommendations were unanimously approved by the IDC Chairperson and Member.						
14	Details of Independent Advisors, if any.	None						
15	Any other matter to be highlighted	None						

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

For and on behalf of Committee of Independent Directors of Thambdi Modern Spinning Mills Limited
 Sd/-
 Ravindran Chandran
 Chairperson
 DIN: 03439804

Place: Salem
 Date: 29th November, 2023

TELANGANA STATE POWER GENERATION CORPORATION LIMITED
 VIDYUT SOUDHA :: HYDERABAD - 500 082.

T.No.e-06/ED/Civil/Hydel/TSGENCO/2023-24
 PCHES – Rectification, Lowering and Testing of stoplog elements for 4 Units of 1x30 MW of Pulichintala Hydro Electric Scheme, Revulapally, Suryapet Dist. Value of Works: **Rs.16,00,000/-**. Scheduled Open & Closing Date: **23.11.2023 at 17:30 Hrs & 07.12.2023 at 16:00 Hrs.**

T.No.SRM e-02/CE/Civil/Thermal/TSGENCO/2023-24
 KTPS-VII Stage – Procurement of 694 MT of PP Cement required for execution of certain Civil works at Kolhagudem Thermal Power Station Stage-VII, Paloncha, Bhadradi Kothagudem Dist. Scheduled Open & Closing Date: **24.11.2023 at 16:00 Hrs & 04.12.2023 at 15:00 Hrs.**

T.No.e-28/CEG/SEG-III/E&A15/Conveyor Belts/TSGENCO/2023-24
 Manufacture & supply of various sizes of FR grade NYLON Heavy Duty Conveyor Belts required for coal handling plants of various Thermal Power Generating Stations. Value of Works: **Rs.5,01,95,907/-**. Scheduled Open & Closing Date: **21.11.2023 at 18:00 Hrs & 13.12.2023 at 11:00 Hrs.**

T.No.e-10/CE/HPC&HP/SLBHES/TSGENCO/2023-24
 SLBHES – Design, Engineering, Manufacture, Inspection, Delivery at destination, Installation including transportation to site. Testing & Commissioning of 3 Ph, 440 V, LT Emergency Panel Board (EPB) for feeding essential loads including necessary switchgear for auto changeover of power supply to DG-sets in case of failure of incoming supply and two numbers VFD Starters for running submersible dewatering pumps at SLBHES, Srisaillam Dam West, Nagarkurnool Dist. Value of the works: **Rs.40,00,000/-**. Scheduled Open & Closing Date: **29.11.2023 at 12:00 Hrs & 28.12.2023 at 15:00 Hrs.**
 For further Details: " www.tsgenco.co.in & <https://tender.telangana.gov.in>.

AEGIS LOGISTICS LIMITED
 CIN: L32999GJ1986PLC004037
 Regd. Office: 502 Skyton, G.I.D.C., Chor Rasto, Yopi 396 195, Dist. Vadod, Gujarat
 Corp. Office: 1202, Tower B, Peninsula Business Park, S. K. Marg, Lower Panel (W), Mumbai - 400013 Tel.: +91 22 6666 3666 Fax: +91 22 6666 3777
 E-mail: aegis@aeisindia.com Website: www.aeisindia.com

NOTICE for the attention of the Equity Shareholders of the Company
 Transfer of Dividend/Equity Shares of the Company to Investor Education and Protection Fund Authority

Notice is hereby given to the shareholders of the Company pursuant to section 124(6) of the Companies Act, 2013 (the 'Act') read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, (the 'Rules'), that the Shareholders who have not claimed or encashed their dividends from the financial year 2016-17 for a period of 7 (seven) consecutive years, the equity shares in respect of which such dividends are lying unclaimed/unpaid along with their dividend amount for financial year 2016-17 (2nd Interim) will be transferred to the Investor Education and Protection Fund ("IEPF") Authority.

In view of the above, the statement containing the full details of the shareholders whose equity shares and the dividend for financial year 2016-17 (2nd Interim) are liable to be transferred to IEPF is uploaded on the Company's website www.aegisindia.com (Path - <https://aegisindia.com/investor-information/>) in 'Dividend Related Details > Share Transfer to IEPF > 2024' for information and necessary action by the shareholders.

The shareholders can claim their unpaid or unencashed dividends from the Company by contacting/emailing the Company's Registrar and Share Transfer Agent as per the below details, in a manner that the dividends are encashed before **10th March, 2024** :

Link Intime India Pvt. Ltd., Unit - Aegis Logistics Limited
 C 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai - 400 083
 Tel. : 022 49186270/ (0) 8108116787 | Email : ml.helpdesk@linkintime.co.in

The Company has, vide its letter dated 27th November, 2023, communicated individually, to the latest available addresses of the shareholders, whose dividends are lying unclaimed since financial year 2016-17 till 7 (seven) consecutive years, advising them to claim the dividends expeditiously. However, there is possibility that shareholder(s) may face some difficulties in receiving the physical copy of the notice delivered to their registered address. In such case, this Notice may please be considered as individual notice in compliances with the Rules. In case of no valid claim in respect of unclaimed dividend is received from the shareholders on or before **1st March, 2024** or such any date as may be extended (if any), the Company shall, with a view to complying with the requirements set out in the Rules, transfer the shares to the IEPF Authority as per the procedure stipulated in the Rules. However, the concerned shareholders may claim the said shares along with the unclaimed dividend(s) from IEPF Authority by filing Form IEPF-5 online and sending the physical copy of the requisite documents enumerated in the Form IEPF-5, to the Nodal Officer of the Company. Please also note that no claim shall lie against the Company in respect of shares/unclaimed dividend transferred to IEPF pursuant to the Rules.

The copy of Notice is also available on the Stock Exchange website at www.bseindia.com and www.nseindia.com.

For Aegis Logistics Ltd. Sd/-
 Monica Gandhi
 Company Secretary

Place : Mumbai
 Date : 29/11/2023

NAGPUR POWER AND INDUSTRIES LIMITED
 CIN L40100MH1996PLC104361
 Regd. Office: "Nirmal", 20th Floor, Nariman Point, Mumbai-400021
 Tel: +91 22 2202 3055/66 | Email: npi_investor@khandelwalindia.com
 Website: www.nagpurpowerind.com

NOTICE OF 27TH ANNUAL GENERAL MEETING ("AGM") OF NAGPUR POWER AND INDUSTRIES LIMITED

Notice is hereby given that the 27th Annual General Meeting ("AGM") of the members of Nagpur Power and Industries Limited ("Company") will be held on Friday, December 22, 2023 at 12:30 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the business(es) set forth in the notice convening AGM ("Notice"). The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be deemed venue of the AGM.

1. In compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder read with General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023/September 25, 2023 and any other circular issued in this regard by the Ministry of Corporate Affairs, read with SEBI/HO/CFD/PO-2/P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PO-2/P/CIR/2023/167 dated October 07, 2023 and any other circular issued in this regard by the Securities Exchange Board of India ("SEBI") and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any amendments, modifications or re-enactments thereof for the time being in force), the Notice and Annual Report for the financial year ended March 31, 2023 ("Annual Report") have been sent only through electronic mode to those members whose e-mail addresses are registered with the Company's depositories/ depository participant. The electronic dispatch of Notice and Annual Report is also available on the Company's website www.nagpurpowerind.com, website of the stock exchange i.e. BSE Limited at www.bseindia.com and also at the website of Link Intime India Private Limited ("Link Intime"), e-voting agency at <https://instavote.linkintime.co.in>.

2. The cut-off date for determining the eligibility to vote by remote e-voting or e-voting at the AGM shall be Friday December 15, 2023 ("Cut-off date"). Shareholders of the Company, whose names appear in the Register of members/ list of beneficial owners as on cut-off date, shall only be entitled to vote electronically either through remote e-voting or e-voting during AGM, on the resolutions set forth in the notice. A person who is not a shareholder as on cut-off date should treat this communication for information purposes only. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off date.

3. Any person who acquires shares and becomes a member of the Company after dispatch of Notice and holds shares as on Cut-off date, may go through the remote e-voting instructions displayed on the Company's website or on website of Link Intime.

4. All the members are informed that:
 (a) the business(es) set out in the Notice may be transacted through remote e-voting or e-voting at the AGM;
 (b) The remote e-voting period is as follows:

Commencement of remote e-voting	Tuesday, December 19, 2023 at 9:00 AM (IST)
Conclusion of remote e-voting	Thursday, December 21, 2023 at 5:00 PM (IST)

(c) Remote e-voting shall not be allowed beyond Thursday, December 21, 2023 at 5:00 PM (IST) and the remote e-voting module shall be disabled by Link Intime upon expiry of aforesaid period.
 (d) Shareholders who have casted their vote(s) by remote e-voting prior to the AGM may also attend and participate in the AGM through VC/OAVM means but shall not be entitled to cast their vote(s) again.
 (e) Facility for e-voting will also be available during AGM and those members present in the AGM through VC/OAVM, who have not casted their vote on the resolution through remote e-voting and are not otherwise barred from doing so, shall be eligible to vote through the e-voting during the AGM.
 (f) Once the vote is casted by the member on a resolution, the member will not be allowed to modify or change his/her vote subsequently.

5. The detailed procedure for e-voting and joining the AGM through VC/OAVM, including the manner in which members holding shares in physical demat form and who have not registered their email address can cast their vote(s) through remote e-voting or e-voting at the AGM, is provided in the Notice.

6. In case the shareholders have queries or issues regarding remote e-voting and AGM, they may refer the Frequently Asked Questions ("FAQs") and Instavote E-voting manual available at <https://instavote.linkintime.co.in>, under help section or write an email at enotices@linkintime.co.in or contact at Tel: 022-49186000 or write an email to the Company by sending email at npi_investor@khandelwalindia.com

7. It is further notified that pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, December 16, 2023 to Friday, December 22, 2023 (both days inclusive), for the purpose of Annual General Meeting.

Members are requested to carefully read the Notice and in particular, instructions for joining AGM, manner of casting vote through remote e-voting or e-voting at the AGM.

For Nagpur Power And Industries Limited Sd/-
 Mr. Gautam Khandelwal
 Director
 DIN: 00270717

Date : November 28, 2023
 Place : Mumbai

ICICI Prudential Asset Management Company Limited
 Corporate Identity Number: U99999DL1993PLC054135

Registered Office: 12th Floor, Narain Manzil, 23, Barakhamba Road, New Delhi - 110 001.
 Corporate Office: ONE BKC, A - Wing, 13th Floor, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051; Tel.: +91 22 2652 5000, Fax: +91 22 2652 8100, Website: www.icicipruamc.com, Email id: enquiry@icicipruamc.com
 Central Service Office: 2nd Floor, Block B-2, Nirlon Knowledge Park, Western Express Highway, Goregaon (E), Mumbai - 400 063. Tel.: 022 2685 2000 Fax: 022 26868313

Notice to the Investors/Unit holders of ICICI Prudential Balanced Advantage Fund and ICICI Prudential Equity & Debt Fund (the Schemes)

Notice is hereby given that ICICI Prudential Trust Limited, Trustee to ICICI Prudential Mutual Fund has approved the following distribution under Income Distribution cum capital withdrawal option (IDCW option) of the Schemes, subject to availability of distributable surplus on the record date i.e. on December 4, 2023*:

Name of the Schemes/Plans	Quantum of IDCW (₹ per unit) (Face value of ₹ 10/- each) [#]	NAV as on November 28, 2023 (₹ Per unit)
ICICI Prudential Balanced Advantage Fund		
Monthly IDCW	0.07	18.96
Direct Plan – Monthly IDCW	0.07	22.17
ICICI Prudential Equity & Debt Fund		
Monthly IDCW	0.16	34.96
Direct Plan – Monthly IDCW	0.16	53.80

§ The distribution will be subject to the availability of distributable surplus and may be lower depending upon the extent of distributable surplus available on the record date under the IDCW option of the Schemes.

Subject to deduction of applicable statutory levy, if any

* or the immediately following Business Day, if that day is a Non – Business Day.

The distribution with respect to IDCW will be done to all the unit holders/beneficial owners whose names appear in the register of unit holders/Statement of beneficial owners maintained by the Depositories, as applicable under the IDCW option of the Schemes, at the close of business hours on the record date.

It should be noted that pursuant to payment of IDCW, the NAV of the IDCW option of the Schemes would fall to the extent of payout and statutory levy (if applicable).

For ICICI Prudential Asset Management Company Limited
 Sd/-
 Date : November 29, 2023
 No. 010/11/2023

To know more, call 1800 222 999/1800 200 6666 or visit www.icicipruamc.com
 Investors are requested to periodically review and update their KYC details along with their mobile number and email id.
 To increase awareness about Mutual Funds, we regularly conduct Investor Awareness Programs across the country. To know more about it, please visit <https://www.icicipruamc.com> or visit AMFI's website <https://www.amfiindia.com>

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.

ZODIAC-JRD-MKJ LIMITED
 Corporate Identification Number: L65910MH1987PLC042107
 Registered Office: 910, Parekh Market, 39, J.S.S. Road, Opp. Kennedy Bridge, Opera House, Mumbai- 400004, Maharashtra, India | Tel: +91-22-23869731/23866471 | Fax No.: +91-22-23800038;
 Email: info@zodiacjrdmkjtd.com | Website: www.zodiacjrdmkjtd.com

Recommendations of the Committee of Independent Directors (the "IDC") of Zodiac-JRD-MKJ Limited (the "Target Company") under Regulation 26(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the "SEBI (SAST) Regulations, 2011") in relation to the open offer to the public shareholders of the Target Company made by Mudit Jain ("Acquirer 1"), Bluerock Industrial Infrastructure Management LLP ("Acquirer 2") and Bluerock Infrastructure Solutions LLP ("Acquirer 3") (Acquirer 1, Acquirer 2 and Acquirer 3 hereinafter collectively referred to as "Acquirers").

1. Date	November 29, 2023
2. Name of the Target Company	Zodiac-JRD-MKJ Limited
3. Details of the Offer pertaining to Target Company	The Open Offer is being made by the Acquirers in terms of Regulations 3(1) & 4 of the SEBI (SAST) Regulations, 2011 for acquisition of up to 13,46,067 (Thirteen Lakhs Forty Six Thousand Sixty Seven only) fully paid-up equity shares of face value of ₹ 10/- each (the "Equity Shares"), representing 26% of the Total Voting Share Capital of the Target Company on a fully diluted basis from the eligible shareholders of the Target Company for cash at a price of ₹ 33/- (Rupees Thirty Three only) per equity share (the "Open Offer"). Acquirer 1: Mudit Jain Acquirer 2: Bluerock Industrial Infrastructure Management LLP (LLP Identification Number: ACC-1094) Acquirer 3: Bluerock Infrastructure Solutions LLP (LLP Identification Number: ACC-3783) There are no PAC(s) with the Acquirers for the purpose of Open Offer
4. Name of the Acquirer and PAC with the Acquirer	Saffron Capital Advisors Private Limited 605, Sixth Floor, Centre Point, Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai-400 059 Tel. No.: +91 22 49730394 Email Id: openoffers@saffronadvisor.com Website: www.saffronadvisor.com Investor Grievance Id: investorgrievance@saffronadvisor.com SEBI Registration Number: INM 000011211 Contact Person: Mr. Saurabh Gaikwad/ Mr. Satej Darde
5. Name of the Manager to the Offer	a) Sheela Somnath Kadechkar (DIN: 06862410) – Chairperson and Member b) Jindal Kalidas Mehta (DIN: 00020303) – Member c) Hasmukh Bachubhai Thakker (DIN: 03351903) – Member d) Uday Shashchandra Shah (DIN: 07679833) – Member e) Mohit Kiran Thakur (DIN: 08487825) – Member
6. Members of the Committee of Independent Directors ("IDC Members or Members of the IDC")	i. All IDC members are Independent and Non -Executive directors on the Board of the Target Company. ii. None of the members of the IDC holds any Equity Shares or other securities in the Target Company. iii. Other than their positions as Directors of the Target Company, there are no other contracts or relationships with the Target Company.
7. IDC Member's relationship with the Target Company (Director, Equity shares owned, any other contract / relationship), if any	Except Mr. Jindal Kalidas Mehta, none of the IDC members have traded in Equity Shares / other securities of Target Company during the: i. 12 months period prior to the date of the PA i.e., September 08, 2023; and ii. period from the date of the PA till the date of this recommendation
8. Trading in the Equity shares/other securities of the Target Company by IDC Members	None of the IDC Members: i. are the designated partners/ Capital Contributors of the Acquirer 2 and Acquirer 3; ii. hold any Equity Shares or other securities of the Acquirer 2 and Acquirer 3; or iii. have any contract or any relationship with the Acquirers
9. IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any.	None of the IDC members have traded in Equity Shares /other securities of Acquirer 2 and Acquirer 3 during the: i. 12 months period prior to the date of the PA i.e., September 08, 2023; and ii. period from the date of the PA till the date of this recommendation.
10. Trading in the Equity shares/other securities of the acquirer by IDC Members	Based on the review, a) The IDC Members are of the view that the Offer Price of ₹33/- per Equity Share is in line with the parameters prescribed by the SEBI (SAST) Regulations, 2011; and b) IDC Members believe that the Offer is in line with the SEBI (SAST) Regulations, 2011 and the same is fair and reasonable. However, IDC would like to draw the attention of the shareholders that since the public announcement of the Open Offer, the Equity Shares of the Target Company have been consistently trading on BSE at prices that are higher than the Offer Price. c) It is advised to the shareholders to independently evaluate the open offer vis-a-vis current share price and take an informed decision before participating in the Offer.
11. Recommendation on the Offer, as to whether the offer, is or is not, fair and reasonable	1. The IDC Members have reviewed: a) Public Announcement ("PA") dated September 08, 2023; b) Detailed Public Statement ("DPS") dated September 14, 2023 was published on September 15, 2023; c) Draft Letter of Offer ("DLOF") dated September 25, 2023; d) Letter of Offer ("LOF") dated November 23, 2023; 2. The IDC members also noted that: a) The Equity Shares of the Target Company are frequently traded in terms of Regulations 2(1)(j) of the SEBI (SAST) Regulations, 2011. b) The Offer Price is in accordance with Regulation 8(2) of the SEBI (SAST) Regulations, 2011. c) The Offer Price is higher than the (i) negotiated price under the Share Purchase Agreement executed on September 08, 2023, i.e. ₹33/- per Equity Share and (ii) the volume-weighted average market price of shares for a period of sixty trading days immediately preceding the date of the PA as traded on the BSE, being only stock exchange where the Equity shares of the Target Company are listed, i.e. 32.91/- per Equity Share. Based on above, the IDC Members are of the view that the Offer Price of ₹ 33/- per Equity Shares is in line with the parameters prescribed by SEBI (SAST) Regulations, 2011.
12. Summary of reasons for recommendation	These recommendations were unanimously approved by the Members of the IDC.
13. Disclosure of voting pattern	None
14. Details of Independent Advisors, if any.	None
15. Any other matter to be highlighted	None

Terms not defined herein carry the meaning ascribed to them in the Letter of Offer dated November 23, 2023.

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the SEBI (SAST) Regulations, 2011.

For and on behalf of the Committee of Independent Directors of Zodiac-JRD-MKJ Limited
 Sd/-
 Chairperson IDC

Place: Mumbai
 Date: November 29, 2023

