

September 17, 2021

<b>To,</b> Manager - Listing Operations <b>BSE Limited</b> Dalal Street, Mumbai - 400 001	<b>To,</b> Manager - Listing Compliance <b>National Stock Exchange of India Limited</b> 'Exchange Plaza'. C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
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Dear Sirs,

**Sub.: Proposed Rights Issue of Equity Shares of Bannari Amman Spinning Mills Limited (the "Company").**

Issue of up to 3,33,33,333 equity shares with a face value of ₹5 each ("Rights Equity Shares") of Bannari Amman Spinning Mills Limited ("Company") for cash at a price of ₹ 30/- each including a share premium of ₹ 25/- per Rights Equity Share ("Issue Price") for an aggregate amount not exceeding ₹ 10,000 Lakhs on a rights basis to the existing Equity Shareholders of the Company in the ratio of 21 Rights Equity Share(s) for every 20 fully paid-up Equity Share(s) held by the existing Equity Shareholders on the record date, that is on September 9, 2021 (the "Rights Issue")

Please see enclosed herewith soft copy of Pre-Issue Advertisement dated September 16, 2021 published on September 17, 2021 for the Rights Issue of the Company.

<b>Financial Express</b>	English (National Daily)	All Editions
<b>Jansatta</b>	Hindi (National Daily)	All Editions
<b>Makkal Kural</b>	Tamil (Regional Language)	Regional Edition

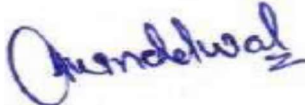

In case you require any information or clarification the under-signed may be contacted:

Contact Person	Telephone	Email
Gaurav Khandelwal Vice President	Mobile: 09769340475	<a href="mailto:rights.issue@saffronadvisor.com">rights.issue@saffronadvisor.com</a>

Thanking you,

Yours sincerely,

For and on behalf of Saffron Capital Advisors Private Limited

**Authorized Signatory**

**Name: Gaurav Khandelwal**

**Designation: Vice President- ECM**

# TVS Motor enters Europe's e-bike mkt with EGO's acquisition

**TVS MOTOR COMPANY**, the flagship of the \$8.5-billion TVS Group, on Thursday announced the acquisition of Switzerland-headquartered e-bike maker EGO Movement for a consideration of 16.6 million Swiss franc (CHF).

After the acquisition, TVS Motor plans to grow the e-bike business across Europe and later expand to the US and Indian markets. The company expects to generate revenue of \$100-150 million from the e-bike business in another five years.

TVS Motor has bought an 80% stake in EGO Movement in an all-cash deal through its subsidiary TVS Motor (Singapore). This is its second major acquisition in Europe after Norton Motorcycles. Led by co-founders Daniel Meyer and Marie So, EGO

Movement is a Swiss technology company providing mobility solutions through a portfolio of e-bikes, e-cargo bikes, and e-scooters. The company combines designs with software and hardware and has an omnichannel network across Switzerland,

Liechtenstein & Germany with plans to expand across Europe. Sudarshan Venu, joint MD, TVS Motor, said that the e-bike space has been dramatically growing, particularly in Europe & America, and Asian countries including India will also be following the trend, sooner than later. Currently, EGO has several products in city, hybrid and cargo variants and plans are on to double them. EGO plans to sell 3,500 units in 2021 with an average price of CHF 3,300.

— **FE BUREAU**

**TVS Motor launches 'Raider' in 125 cc segment:** TVS Motor Company on Thursday launched a new motorcycle called Raider in the 125 cc segment for young customers in India and overseas, starting at a price of ₹77,500 (ex-showroom Delhi). The motorcycle comes with features like a reverse

LCD digital speedometer, optional 5-inch TFT cluster with voice assist, multiple ride modes and first-in-segment under-seat storage. Raider will compete with the likes of Honda CB Shine, Bajaj Pulsar 125, Bajaj Discover 125, KTM 125 Duke, and Hero Super Splendor in India. — **FE BUREAU**

## PUBLIC ANNOUNCEMENT

(This is a public announcement for information purposes only and not for publication or distribution outside India and is not an Offer Document)

# BANNARI AMMAN SPINNING MILLS LIMITED

Bannari Amman Spinning Mills Limited ("Company" or "Issuer") was originally incorporated as 'Shiva Textiles (CBT) Limited' on July 10, 1989 as a public limited company under the Companies Act, 1956 with the Registrar of Companies, Tamil Nadu, Madras and consequently a certificate of incorporation dated July 10, 1989 and a certificate of commencement of business dated September 14, 1989 was issued to our Company. The name of our Company was changed to 'Bannari Amman Spinning Mills Limited', pursuant to a special resolution of our Shareholders passed in an extra-ordinary general meeting dated September 30, 1991 and a fresh certificate of incorporation dated October 11, 1991, consequent to such name change was issued to our Company by the Registrar of Companies, Tamil Nadu, Coimbatore. There has not been any change in the registered office of our Company since incorporation.

Registered Office: 252, Mettupalayam Road, Coimbatore - 641 043, Tamil Nadu, India, Tel: +91 422 243 5555;  
Contact Person: Nachimuthugounder Krishnaraj, Company Secretary and Compliance Officer; E-mail: shares@bannarimills.com;  
Website: www.bannarimills.com; Corporate Identification Number: L17111721989PLC002476

## PROMOTERS OF OUR COMPANY

**SANGAMPALAYAM VEDANAYAGAM ARUMUGAM, MURUGAN ENTERPRISE PRIVATE LIMITED AND SAKTHI MURUGAN TRANSPORTS PRIVATE LIMITED**

## NOTICE TO THE ELIGIBLE EQUITY SHAREHOLDERS OF BANNARI AMMAN SPINNING MILLS LIMITED (THE "COMPANY")

### ISSUE OPENS ON

**MONDAY, SEPTEMBER 20, 2021**

### LAST DATE FOR ON MARKET RENUNCIATION

**TUESDAY, SEPTEMBER 28, 2021**

### \*# ISSUE CLOSES ON

**MONDAY, OCTOBER 04, 2021**

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

\*The Board of Directors or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time, provided that the Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date.

**ISSUE OF UPTO 3,33,333 EQUITY SHARES OF FACE VALUE ₹ 5 EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹30 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹25 PER EQUITY SHARE) (THE "ISSUE PRICE"), AGGREGATING UPTO ₹ 10,000 LAKHS ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 21 RIGHTS EQUITY SHARE(S) FOR EVERY 20 FULLY PAID-UP EQUITY SHARE(S) HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON SEPTEMBER 09, 2021 (THE "ISSUE"). THE ISSUE PRICE FOR THE RIGHTS EQUITY SHARES IS SIX TIMES THE VALUE OF THE EQUITY SHARES. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 226 OF THE LETTER OF OFFER.**

## ASBA

\*Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details read section on ASBA below

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, bearing reference number SEBI/HO/CFD/CIR/CFD/DIL/67/2020 dated April 21, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2021/13 dated January 19, 2021 and SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2021/552 dated April 22, 2021 (Collectively hereafter referred to as "SEBI Rights Issue Circulars") and SEBI circular SEBI/CFD/DIL/ASBA/1/2009/30/12 dated December 30, 2009, SEBI circular CIR/CFD/DIL/1/2011 dated April 29, 2011, the SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 (Collectively hereafter referred to as "ASBA Circulars"), all investors desiring to make an Application in this Issue are mandatorily required to use either the ASBA process or the optional mechanism instituted only for Resident Individual Investors in this Issue, i.e., R-WAP. Kindly note that Non-Resident Investors cannot apply in this Issue using the R-WAP facility, and therefore will have to apply through ASBA mode. Investors should note that the ASBA process involves procedures that are different from the procedure under the R-WAP process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA or using the R-WAP. For details, see "Procedure for Application through the ASBA Process" and "Procedure for Application through R-WAP" on pages 236 and 237, respectively of the Letter of Offer.

Further, in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialised form only. Further, in accordance with the SEBI Rights Issue Circulars, the Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have not furnished the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date i.e. September 29, 2021, shall not be eligible to make an Application for Rights Equity Shares against their Rights Entitlements with respect to the equity shares held in physical form. In the event that e-mail addresses of the Eligible Equity Shareholders were not available with our Company/ Depositories or the Eligible Shareholders have not provided valid e-mail addresses to our Company/ Depositories, our Company has dispatched the Abridged Letter of Offer, Application Form and other applicable Issue materials by way of physical delivery as per the applicable laws to those Eligible Equity Shareholders who have provided their Indian address.

### Facility for Application in the Issue

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, bearing reference number SEBI/HO/CFD/CIR/CFD/DIL/67/2020 dated April 21, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2021/13 dated January 19, 2021 and SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2021/552 dated April 22, 2021 (Collectively hereafter referred to as "SEBI Rights Issue Circulars") and SEBI circular SEBI/CFD/DIL/ASBA/1/2009/30/12 dated December 30, 2009, SEBI circular CIR/CFD/DIL/1/2011 dated April 29, 2011, the SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 (Collectively hereafter referred to as "ASBA Circulars"), all investors desiring to make an Application in this Issue are mandatorily required to use either the ASBA process or the optional mechanism instituted only for Resident Individual Investors in this Issue, i.e., R-WAP. Kindly note that Non-Resident Investors cannot apply in this Issue using the R-WAP facility, and therefore will have to apply through ASBA mode. Investors should note that the ASBA process involves procedures that are different from the procedure under the R-WAP process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA or using the R-WAP. For details, see "Procedure for Application through the ASBA Process" and "Procedure for Application through R-WAP" on pages 236 and 237, respectively of the Letter of Offer.

### Procedure for Application through ASBA Process

Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form to the Designated Branch of the SCSB or online/ electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts. Investors should ensure that they have correctly submitted the Application Form, or have otherwise provided an authorisation to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application. For the list of banks which are notified by SEBI to act as SCSBs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intml=34>. For details on Designated Branches of SCSBs collecting the Application Form, please refer to the above-mentioned link. Please note that subject to SCSBs complying with the requirements of SEBI Circular No. CIR/CFD/DIL/13/2012 dated September 25, 2012 within the periods stipulated therein, ASBA Applications may be submitted at the Designated Branches of the SCSBs, in case of Applications made through ASBA facility.

Please note that subject to SCSBs complying with the requirements of SEBI Circular No. CIR/CFD/DIL/13/2012 dated September 25, 2012 within the periods stipulated therein, Applications may be submitted at Designated Branches of the SCSBs. Further, in terms of the SEBI Circular CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCSBs on their own account using ASBA facility, SCSBs should have a separate account in their own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making Application in the Issue and clear demarcated funds should be available in such account for Applications. SCSBs applying in the Issue shall be responsible for ensuring that they have a separate account in their own name with any other SCSB having clear demarcated funds for applying in the Issue and that such separate account shall be used as the ASBA Account for the Application, for ensuring compliance with the applicable regulations.

### Registrar's Web-based Application Platform (R-WAP)

In accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2021/13 dated January 19, 2021 and SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2021/552 dated April 22, 2021, a separate web based application platform, i.e., the R-WAP facility (accessible at [www.linkintime.co.in](http://www.linkintime.co.in)), has been instituted for making an Application in this Issue by Resident Individual Investors. Further, R-WAP is only an additional option and not a replacement of the ASBA process. At the R-WAP Resident Individual Investors can access and submit the online Application Form in electronic mode using the R-WAP and make online payment using their internet banking or UPI facility from their own bank account thereat. Prior to making an Application, such Investors should enable the internet banking or UPI facility of their respective bank accounts and such Investors should ensure that the respective bank accounts have sufficient funds. For risks associated with the R-WAP process, see "Risk Factor No. 60 - The R-WAP payment mechanism facility proposed to be used for this issue may be exposed to risks, including risks associated with payment gateways" on page 49 of the Letter of Offer.

For guidance on the Application process through R-WAP and resolution of difficulties faced by the Investors, the Investors are advised to carefully read the frequently asked questions, visit the online/ electronic dedicated investor helpdesk on the website of the Registrar to the Issue at [www.linkintime.co.in](http://www.linkintime.co.in) or call helpline number (+91 22 4918 6200). For details, see "Procedure for Application through R-WAP" on page 237 of the Letter of Offer.

### Application by Eligible Equity Shareholders holding Equity Shares in physical form:

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date. Such resident Eligible Equity Shareholders must check the procedure for Application in "Procedure for Application by Resident Eligible Equity Shareholders holding Equity Shares in physical form" on page 243 of the Letter of Offer.

**PLEASE NOTE THAT THE ELIGIBLE EQUITY SHAREHOLDERS, WHO HOLD EQUITY SHARES IN PHYSICAL FORM AS ON RECORD DATE AND WHO HAVE NOT FURNISHED THE DETAILS OF THEIR RESPECTIVE DEMAT ACCOUNTS TO THE REGISTRAR OR OUR COMPANY AT LEAST TWO WORKING DAYS PRIOR TO THE ISSUE CLOSING DATE, SHALL NOT BE ELIGIBLE TO MAKE AN APPLICATION FOR RIGHTS EQUITY SHARES AGAINST THEIR RIGHTS ENTITLEMENTS WITH RESPECT TO THE EQUITY SHARES HELD IN PHYSICAL FORM.**

**ALLOTMENT IN DEMATERIALIZED FORM ONLY:** Investors may please note that the Rights Equity Shares in the Issue can be allotted only in dematerialized form and to the same depository account in which the Rights Entitlements are held by such Applicant on the issue closing date. In accordance with the SEBI Rights Issue Circulars, the Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have not furnished the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, desirous of subscribing to Rights Equity Shares may also apply in the Issue during the Issue Period. Such Eligible Equity Shareholders must check the procedure for Application in "Procedure for Application by Resident Eligible Equity Shareholders holding Equity Shares in physical form" on page 243 of the Letter of Offer.

**DISPATCH OF THE ABRIDGED LETTER OF OFFER ("ALOF") AND APPLICATION FORM:** The dispatch of the ALOF and Application Form for the Issue was completed on September 15, 2021 by Registrar to the Issue, i.e., Link Intime India Private Limited to the Eligible Equity Shareholders of the Company, whose names appeared in the Register of Members/ Beneficial Owners of the Company, on the Record date, i.e., Thursday, September 09, 2021 through electronic dispatch to the shareholders who have registered their email ids.

**AVAILABILITY OF APPLICATION FORM:** The Registrar has electronically dispatched an Application Form to all Eligible Equity Shareholders as per their Rights Entitlements on the Record Date for the Issue. In the event that e-mail addresses of the Eligible Equity Shareholders were not available with our Company/ Depositories or the Eligible Shareholders have not provided valid e-mail addresses to our Company/ Depositories, our Company has dispatched the Application Form and other applicable Issue materials by way of physical delivery as per the applicable laws to those Eligible Equity Shareholders who have provided their Indian address.

The Renounees and Eligible Equity Shareholders who have not received the Application Form can download the same from the websites of the Registrar ([www.linkintime.co.in](http://www.linkintime.co.in)), the Company ([www.bannarimills.com](http://www.bannarimills.com)), the Lead Manager ([www.saffronadvisors.com](http://www.saffronadvisors.com)) and the Stock Exchanges ([www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)). Resident Individual Investors applying through the R-WAP can access and submit the online Application Form in electronic mode using the R-WAP at [www.linkintime.co.in](http://www.linkintime.co.in).

**CREDIT OF RIGHTS ENTITLEMENTS IN THE DEMAT ACCOUNTS:** Pursuant to provisions of the SEBI ICDR Regulations and in terms of the Letter of Offer, the Rights Entitlements of the Eligible Equity Shareholders have been credited in their respective demat account under the ISIN - INE186H20014, on September 13, 2021.

Eligible Equity Shareholders can obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., [www.linkintime.co.in](http://www.linkintime.co.in)) by entering their DP ID and Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form). The link for the same shall also be available on the website of our Company (i.e., [www.bannarimills.com](http://www.bannarimills.com)).

**APPLICATION ON PLAIN PAPER UNDER ASBA PROCESS:** An Eligible Equity Shareholder who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any address outside India.

Alternatively, Eligible Equity Shareholders may also use the Application Form available online on the websites of our Company, the Registrar to the Issue, the Stock Exchanges, the Lead Manager or the R-WAP to provide requisite details.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

**PLEASE NOTE THAT APPLICATION ON PLAIN PAPER CANNOT BE SUBMITTED THROUGH R-WAP**

The application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

- Name of our Issuer, being Bannari Amman Spinning Mills Limited;
- Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
- Registered Folio Number/ DP and Client ID No.;
- Number of Equity Shares held as on Record Date;
- Allotment option preferred - only Demat form;
- Number of Rights Equity Shares entitled to;
- Number of Rights Equity Shares applied for;
- Number of Additional Rights Equity Shares applied for, if any;
- Total number of Rights Equity Shares applied for within the Right Entitlements;
- Total amount paid at the rate of ₹30 per Rights Equity Share;
- Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB;
- In case of NR Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO Account such as the account number, name, address and branch of the SCSB with which the account is maintained;
- Except for Applications on behalf of the Central or State Government, the residents of Sikkim and officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Equity Shares applied for pursuant to the Issue. Documentary evidence for exemption to be provided by the applicants;
- Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
- Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB);
- Additionally, all such Applicants are deemed to have accepted the following:

"I/We understand that neither the Rights Entitlement nor the Rights Equity Shares have been, and will be, registered under the United States Securities Act of 1933, as amended ("US Securities Act") or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof ("United States") or to, or for the account or benefit of a United States person as defined in the Regulation S of the US Securities Act ("Regulation S"). I/We understand the Rights Equity Shares referred to in this application are being offered in India but not in the United States. I/We understand the offering to which this application relates is not, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or Rights Entitlement for sale in the United States, or as a solicitation therein of an offer to buy any of the said Rights Equity Shares or Rights Entitlement in the United States. Accordingly, I/We understand this application should not be forwarded to or transmitted in or to the United States at any time. I/We confirm that I/We are not in the United States and understand that neither us, nor the Registrar, the Lead Manager or any other person acting on behalf of us will accept subscriptions from any person, or the agent of any person, who appears to be, or who we, the Registrar, the Lead Manager or any other person acting on behalf of us have reason to believe is a resident of the United States "U.S. Person" (as defined in Regulation S) or is ineligible to participate in the Issue under the securities laws of their jurisdiction.

"I/We will not offer, sell or otherwise transfer any of the Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

I/We understand and agree that the Rights Entitlement and Rights Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.

I/We (i) am/are, and the person, if any, for whose account I/we am/are acquiring such Rights Entitlement, and/or the Equity Shares, is/are outside the United States or a Qualified Institutional Buyer (as defined in the US Securities Act), and (ii) is/are acquiring the Rights Entitlement and/or the Equity Shares in an offshore transaction meeting the requirements of Regulation S or in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act.

I/We acknowledge that the Company, the Lead Manager, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."

**In case an investor makes an Application as well as on plain paper, his application is liable to be rejected.**

**LAST DATE FOR APPLICATION:** The last date for submission of the duly filled in Application Form is the Issue Closing Date i.e., Monday, October 04, 2021. Our Board or any committee thereof may extend the said date for such period as it may determine from time to time, subject to the provisions of the Articles of Association, and subject to the Issue Period not exceeding 30 days from the Issue Opening Date i.e. Monday, September 20, 2021. If the Application together with the amount payable is either (i) not blocked with an SCSB; or (ii) not received by the Bankers to the Issue or the Registrar on or before the close of banking hours on the Issue Closing Date or such date as may be extended by our Board or any committee thereof, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and our Board or any committee thereof shall be at liberty to dispose of the Equity Shares hereby offered, as provided under "Terms of the Issue - Basis of Allotment" on page 251 of the Letter of Offer.

**APPLICANTS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**

**LISTING:** The existing Equity Shares of our Company are listed on BSE and NSE ("Stock Exchanges"). Our Company has received "in-principle" approval from the BSE and NSE for listing the Rights Equity Shares to be allotted pursuant to this Issue vide its letter dated June 18, 2021 and May 04, 2021. For the purpose of this Issue, the Designated Stock Exchange is BSE.

**DISCLAIMER CLAUSE OF BSE (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" on page 221 of the Letter of Offer.

**AVAILABILITY OF THE LETTER OF OFFER:** A copy of the Letter of Offer can be downloaded from the website of a) our Company at [www.bannarimills.com](http://www.bannarimills.com); b) the Registrar to the Issue at [www.linkintime.co.in](http://www.linkintime.co.in); c) the Lead Manager at [www.saffronadvisors.com](http://www.saffronadvisors.com); d) SEBI and the Stock Exchange at [www.sebi.gov.in](http://www.sebi.gov.in), [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com); and e) the Registrar's web-based application platform R-WAP at [www.linkintime.co.in](http://www.linkintime.co.in).

**NOTICE TO OVERSEAS SHAREHOLDERS:** No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose, except in India. Accordingly, the Rights Entitlements or Rights Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer, the Abridged Letter of Offer or any offering materials or advertisements in connection with the Issue may not be distributed, in whole or in part, in any jurisdiction, except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer or the Abridged Letter of Offer will not constitute an offer in those jurisdictions in which it would be illegal to make such an offer ("Restricted Jurisdictions") and, in those circumstances, the Letter of Offer and the Abridged Letter of Offer must be treated as sent for information purposes only and should not be acted upon for subscription to the Rights Equity Shares and should not be copied or redistributed. Accordingly, persons receiving a copy of the Letter of Offer or the Abridged Letter of Offer or Application Form should not, in connection with the issue of the Rights Equity Shares or the Rights Entitlements, distribute or send the Letter of Offer or the Abridged Letter of Offer to any person outside India where to do so, would or might contravene local securities laws or regulations. If the Letter of Offer or the Abridged Letter of Offer or Application Form is received by any person in any Restricted Jurisdiction, or by their agent or nominee, they must not seek to subscribe to the Rights Equity Shares or the Rights Entitlements referred to in the Letter of Offer and the Abridged Letter of Offer. Envelopes containing an Application Form should not be dispatched from a Restricted Jurisdiction and all the persons subscribing for the Rights Equity Shares must provide an Indian address. For more details, see "Other Regulatory and Statutory Disclosures - Selling Restrictions" on page 221 of the Letter of Offer.

The Rights Entitlements and the Rights Equity Shares have not been and will not be registered under the Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state of the United States of America and may not be offered or sold in the United States of America, its territories and possessions, any State of the United States, and the District of Columbia ("United States"), except in a transaction not subject to, or exempt from, the registration requirements of the Securities Act and applicable state securities laws. The Rights Entitlements and Rights Equity Shares are being offered and sold only (a) to persons in the United States who are reasonably believed to be qualified institutional buyers as defined in Rule 144A under the Securities Act ("U.S. QIBs") pursuant to Section 4(a)(2) of the Securities Act and (b) to persons outside the United States in reliance on Regulation S under the Securities Act ("Regulation S"). In addition, until the expiry of 40 days after the commencement of the Issue, an offer or sale of Rights Entitlements or Rights Equity Shares in the United States by a dealer (whether or not it is participating in the Issue) may violate the registration requirements of the Securities Act if such offer or sale is made otherwise than in accordance with an exemption from registration under the Securities Act. The Rights Equity Shares are transferable only in accordance with the restrictions described in "Other Regulatory and Statutory Disclosures - Selling Restrictions" on page 221 of the Letter of Offer.

**The Application Form along with the Abridged Letter of Offer and the Rights Entitlement Letter has been sent through email to email address if they have provided an Indian address to our Company or who are located in jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions.**

**BANKER TO THE ISSUE AND REFUND BANK: ICICI Bank Limited**

**MONITORING AGENCY: NA**

**FOR RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ABRIDGED LETTER OF OFFER.**

**OTHER IMPORTANT LINKS AND HEADLINE:**

a) Frequently asked questions and online/ electronic dedicated investor helpdesk for guidance on the Application process and resolution of difficulties faced by the Investors: [www.linkintime.co.in](http://www.linkintime.co.in)

b) Update of email address/ mobile number in the records maintained by the Registrar or our Company: [www.linkintime.co.in](http://www.linkintime.co.in)

c) Update of demat account details by Eligible Equity Shareholders holding shares in physical form: [www.linkintime.co.in](http://www.linkintime.co.in)

d) Update of Indian address can be done by way of an email to [bannari.rights@linkintime.co.in](mailto:bannari.rights@linkintime.co.in)

Unless otherwise specified, all capitalised terms used herein shall have the same meaning ascribed to such terms in the Letter of Offer.

### LEAD MANAGER TO THE ISSUE



**SAFFRON CAPITAL ADVISORS PRIVATE LIMITED**  
605, Center Point, 6th floor, Andheri Kurla Road, J. B. Nagar, Andheri (East), Mumbai - 400 059, Maharashtra, India.  
Telephone: +91 22 4082 0914/915, Facsimile: +91 22 4082 0999  
E-mail: [rights.issue@saffronadvisors.com](mailto:rights.issue@saffronadvisors.com)  
Website: [www.saffronadvisors.com](http://www.saffronadvisors.com)  
Investor grievance: [investorgrievance@saffronadvisors.com](mailto:investorgrievance@saffronadvisors.com)  
Contact Person: Amit Wagle / Gaurav Khandelwal  
SEBI Registration Number: INM 000011211  
Validity of Registration: Permanent

### REGISTRAR TO THE ISSUE

**LINK INTIME INDIA PRIVATE LIMITED**  
C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India  
Telephone: +91 22 4918 6200, Facsimile: +91 22 4918 6195  
E-mail: [bannari.rights@linkintime.co.in](mailto:bannari.rights@linkintime.co.in), Website: [www.linkintime.co.in](http://www.linkintime.co.in)  
Contact person: Sumeet Deshpande, Investor grievance: [bannari.rights@linkintime.co.in](mailto:bannari.rights@linkintime.co.in)  
CIN: U67190MH1999PTC118368  
SEBI Registration No: INR000004058  
Validity of Registration: Permanent

### COMPANY SECRETARY AND COMPLIANCE OFFICER

**BANNARI AMMAN SPINNING MILLS LIMITED**  
Nachimuthugounder Krishnaraj, 252, Mettupalayam Road, Coimbatore - 641 043, Tamil Nadu, India.  
Tel: +91 422 243 5555; Fax: N.A.  
E-mail: [shares@bannarimills.com](mailto:shares@bannarimills.com)  
Website: [www.bannarimills.com](http://www.bannarimills.com)

Investors may contact the Registrar to Issue / Compliance Officer in case of any Pre Issue/ Post Issue related problems such as non-receipt of Allotment advice/demat credit etc.

For Bannari Amman Spinning Mills Limited

Sd/-

Nachimuthugounder Krishnaraj

Company Secretary & Compliance Officer

**Disclaimer:** Our Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer with the Stock Exchanges. The Letter of Offer is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in) and the Stock Exchanges where the Equity Shares are listed i.e. BSE, NSE at [www.bseindia.com](http://www.bseindia.com),