MARK
CORPORATE ADVISORS

September 15, 2022

MCAPL: MUM: 2022-23: 0112

To,
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Dear Sir/Madam,

Sub : Submission of Pre-Offer Advertisement

Ref : Open Offer to the Public Shareholders of Lloyds Metals and Energy Limited ("LMEL"/"Target Company")

With reference to the captioned Open Offer, we have carried out a Pre-Offer Advertisement today i.e. September 15, 2022 (Thursday) in terms of regulation 18(7) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and amendments thereto ["**SEBI (SAST) Regulations, 2011**"].

As required under SEBI (SAST) Regulations, 2011, the Pre-Offer Advertisement has been published in the following newspapers:

Sr. No.	Newspapers	Language	Editions
1)	Business Standard	English	All Editions
2)	Business Standard	Hindi	All Editions
3)	Chandrapur Mahasagar	Marathi	Chandrapur Edition
4)	Navshakti	Marathi	Mumbai

We are enclosing herewith a copy of the newspaper clipping of the Pre-Offer Advertisement published in Business Standard (English) for your kind perusal.

Kindly take the above information for your record and disseminate the Pre-Offer Advertisement on the website of BSE.

For **Mark Corporate Advisors Private Limited**

Manish Gaur
Asst. Vice President

Encl.: *As Above.*

MARK CORPORATE ADVISORS PVT. LTD.
CIN No : U67190MH2008PTC181996
GSTIN/UIN : 27AAFCM5379J1ZY
404/1, The Summit Business Bay, Sant Janabai Road, (Service Lane), Off. W. E. Highway, Vile Parle (E), Mumbai - 400 057
Tele : +91 22 2612 3207 Fax : +91 22 2612 3208 Web : www.markcorporateadvisors.com E-mail : info@markcorporateadvisors.com

KERALA WATER AUTHORITY e-Tender Notice

Tender No : 22/2022-23/SE/PHC/CHN

JJM - WSS to Thuravur and Manjapra Panchayaths - Providing Distribution System & FHTCs in Manjapra Panchyath - General Civil Work.

EMD : Rs. 500000/-. Tender fee : Rs. 17700/-

Last Date for submitting Tender : 06-10-2022 03:00 pm, Phone : 04842360645

Website : **www.kwa.kerala.gov.in**, **www.etenders.kerala.gov.in**

Superintending Engineer
PH Circle, Kochi

KWA-JB-GL-6-780-2022-23

KERALA WATER AUTHORITY e-Tender Notice

Tender No : 82 /2022-23/KWA/PHC/D2/TVM/RT1

Jal Jeevan Mission - 2023 - 24 – Thiruvananthapuram District - Water supply line extension & providing water connections from existing and proposed pipelines to households of Kattakkada Grama Panchayath.

EMD : Rs. 2,00,000/-. Tender fee : Rs. 10,000/-

Last Date for submitting Tender : 13-10-2022 03:00 pm, Phone : 0471-2322303

Website : **www.kwa.kerala.gov.in**, **www.etenders.kerala.gov.in**

Superintending Engineer
PH Circle, Thiruvananthapuram

KWA-JB-GL-6-777-2022-23

GIL Enabling e-Governance

Gujarat Informatics Limited

Block no. 2, 2nd Floor, Karmayogi Bhavan, Sector 10 A, Gandhinagar-382010 (Gujarat)
Ph. : 079-23256022, Fax: 079-23238925 Website: http://www.gil.gujarat.gov.in

NOTICE FOR INVITING BIDS

GIL invites through GeM bid number GEM / 2022 / B / 2515263 Dated: 08-09-2022 for Selection of Agency for Supply, Installation, testing, commissioning and provide premium support (24x7x365 days) of Hardware & Software for Gujarat State Datacenter, Gandhinagar and Proposed Far Disaster Recovery site at NIC Bhuvneshwar, Orissa and Proposed Near DR site, Vadodara. Interested parties may visit **http://www.gil.gujarat.gov.in** for eligibility criteria & more details about the bids.

- Managing Director

CHEVIOT
SINCE 1897

NOTICE

The following share certificate(s) have been reported lost and the legal heir of the shareholder has requested the Company for issue of duplicate share certificate(s):

Share Certificate No.	Distinctive Nos. From	Distinctive Nos. To	No. of Shares	Name of Shareholder(s)	Folio No.
5416	403169	403238	70	MR. KASHI NATH ROY	K00100
7057	3281402	3281436	35	MR. KASHI NATH ROY	K00100
23483	4540320	4540371	52	MR. KASHI NATH ROY	K00100

The Company will effect issuance of certificate in dematerialised form, if no valid objection is received within 15 days from the date of this publication. Public is cautioned not to deal in the said share certificates.

For Cheviot Company Limited
Aditya Banerjee
Company Secretary and Compliance Officer

Kolkata, 14th September, 2022

CHEVIOT COMPANY LIMITED

CIN : L65993WB1897PLC001409

+91 82320 87911/12/13 ● cheviot@chevjute.com ● www.cheviotgroup.com

24, Park Street, Celica House, 9th Floor, Celica Park, Kolkata - 700 016, West Bengal, India

The Singareni Collieries Company Limited
(A Government Company)
Regd. Office: KOTHAGUDEM– 507101, Telangana.

E-PROCUREMENT TENDER NOTICE

Tenders have been published for the following Services/ Material Procurement through e-procurement platform. For details, please visit https://tender.telangana.gov.in - or - https://www.scclmines.com

NIT/Enquiry No.- Description / Subject - Last date and time for Submission of bid(s)

E072200197- Through cut repairs of tyres on rate contract for a period of 3 years - 22.09.2022 17:00 Hrs.

E122200209 - Provide Maintenance, House Keeping, Cooking & Catering Services and Run the Transit House, Corporate, Kothagudem for a period of 2 Years under Unit rate system - 22.09.2022-17:00 Hrs.

E132200211 - Tender for Award of Contract for Operations & Maintenance of SME manufacturing plant at Manuguru area of SCCL for a period of 24 months - 22.09.2022-17:00 Hrs.

E152200192- Procurement of Wear Plates (Bi-Layered) on RC basis for two years, to use at various areas of SCCL - 26.09.2022-17:00 Hrs.

E152200181 - Procurement of 6 Nos 640 HP Submersible Pump sets complete along with 5 Years CMC - 27.09.2022-17:00 Hrs.

E072200187- Procurement of various sizes of EPFR BELTS for use at CHPs of SCCL - 28.09.2022- 17:00 Hrs.

General Manager (Material Procurement)

NIT/Enquiry No.- Description / Subject / Estimated Contract Value - Last date and time for Submission of bid(s)

CW/KGM/e-30/2022-23, Dt.03.09.2022- Providing pre-painted GI sheets and other misc., works to damaged open shed at Main Workshop (Phase-I), Kothagudem Corporate, Bhadradri Kothagudem District. Telangana State ("Invited under earmarked works - SCCL registered contractors belonging to SC Community only are eligible to participate") - Rs.32,14,036/- 19.09.2022- 4:00 P.M.

CRP/CVL/RG-II/TN-40/2022-23, Dt.06.09.2022-Combined tender for (i) Providing BT renewal coat with DBM and BC to Ramagundem Coal Corridor road from Area workshop junction to RGOC-I SILO junction including CC pavement at water logged stretches and road safety markings and (ii) BT renewal coat with BC on existing main & internal roads at 8 incline colony, RG-II area, Godavarikhani, Peddapalli Dist., Telangana State - Rs.11,00,29,552/- 21.09.2022- 4:30 P.M.

CW/KGM/e-32/2022-23, Dt.09.09.2022-M & R works for Section No.4K/A1 area, i.e., MA and NB Type Quarters including KCOA Club for the year 2022-23 at Ganeshpuram area, Kothagudem Corporate Bhadradri Kothagudem District, Telangana State - Rs.38,72,205/- 26.09.2022- 4:00 PM

General Manager (Civil)

PR/2022-23/MP/CVL/41

R.O. No.: 676-PP/CL-AGENCY/ADVT/1/2022-23, Date:14.09.2022

FORM G
MODIFICATION IN INVITATION FOR EXPRESSION OF INTEREST
(to be read with Form G dated 23.08.2021)
(Under Regulation 36A (1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016
FOR THE ATTENTION OF THE ELIGIBLE RESOLUTION APPLICANTS FOR KSK WATER INFRASTRUCTURES PRIVATE LIMITED

Relevant particulars

1.	Name of the corporate debtor	**KSK Water Infrastructures Private Limited**
2.	Date of Incorporation of Corporate Debtor	26th February, 2009
3.	Authority under which Corporate Debtor is incorporated / registered	Registrar of Companies, Hyderabad
4.	Corporate identity number / limited liability identification number of corporate debtor	U41000TG2009PTC062890
5.	Address of the registered office and principal office (if any) of the Corporate Debtor	8-1-293/82/A/431/A, Road No. 22, Jubilee Hills, Hyderabad – 500033
6.	Insolvency commencement date in respect of Corporate Debtor	1st January, 2021
7.	Date of invitation of expression of interest	Modification on 15th September, 2022 (Published initially on 12th May, 2021 Amended subsequently on 28th May, 2021, 8th June, 2021, 7th August, 2021, 23rd August, 2021, 13th October, 2021, 6th December, 2021, 20th December, 2021, 18th January, 2022, 4th February, 2022, 2nd March, 2022, 2nd April, 2022, 2nd May, 2022, 2nd June, 2022, 2nd July, 2022, 20th August, 2022)
8.	Eligibility for resolution applicants under section 25(2)(h) of the Code is available at:	Eligible Resolution Applicants were identified in accordance with Detailed Invitation for Expression of Interest dated 23rd August, 2021.
9.	Norms of ineligibility applicable under section 29A are available at:	Norms of ineligibility were as referred to in Detailed Invitation for Expression of interest.
10.	Last date for receipt of expression of interest	The last date was on 7th September, 2021. No further extensions provided.
11.	Date of issue of provisional list of prospective resolution applicants	Issued on 13th September, 2021
12.	Last date for submission of objections to provisional list	18th September, 2021
13.	Date of issue of final list of prospective resolution applicants	Issued on 28th September, 2021
14.	Date of issue of information memorandum, evaluation matrix and request for resolution plans to prospective resolution applicants	Issued on 18th September, 2021 to Eligible Resolution Applicants.
15.	Manner of obtaining request for resolution plan, evaluation matrix, information memorandum and further information	Manner was as specified in Detailed Invitation for Expression of Interest. The Eligible Resolution Applicants have been provided with relevant information.
16.	Last date for submission of resolution plans	15th October, 2022 (As extended from earlier date of 15th September, 2022) (subject to permissible extensions)
17.	Manner of submitting resolution plans to resolution professional	**Only those resolution applicants whose name was identified in final list of prospective resolution applicants pursuant to Form G dated 23.08.2021 can submit resolution plan in manner laid down in the Request for Resolution Plan (RFRP).**
18.	Estimated date for submission of resolution plan to the Adjudicating Authority for approval	14th November, 2022 (subject to permissible extensions)
19.	Name and registration number of the resolution professional	Name: V. Venkatachalam Reg No.: IBBI/IPA-002/IP-N00267/2017-18/10780
20.	Name, Address and e-email of the resolution professional, as registered with the Board	Name: V. Venkatachalam Registered Address: No. 12-13-205, Street No. 2, Tarnaka, Secunderabad – 500017 Registered E-mail: vaaranasivkchalam@gmail.com
21.	Address and email to be used for correspondence with the resolution professional	**Correspondence Address: Same as Above** **Correspondence E-mail: ip.kskwipl@ibcprofessionalsolutions.com**
22.	Further Details are available at or with	Detailed invitation for expression of interest was made available at following weblink: http://www.ksk.co.in/kwipl/
23.	Date of publication of Form G	15th September, 2022

For KSK Water Infrastructures Private Limited
Sd/-
V. Venkatachalam
Reg No.: IBBI/IPA-002/IP-N00267/2017-18/10780

Date : 15th September, 2022
Place : Hyderabad

PRE-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

LLOYDS METALS AND ENERGY LIMITED

Registered Office: Plot No A 1-2, MIDC Area, Ghugus, Chandrapur, Maharashtra - 442505;
Corporate Identification Number (CIN): L40300MH1977PLC019594 • Tel: 07172-285103/ 07172-285398; Website: www.lloyds.in

OPEN OFFER FOR ACQUISITION OF UP TO 11,28,04,137 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH ("EQUITY SHARES"), REPRESENTING 25.37%* OF THE VOTING SHARE CAPITAL OF LLOYDS METALS AND ENERGY LIMITED ("TARGET COMPANY") FROM THE EQUITY SHAREHOLDERS OF THE TARGET COMPANY BY THRIVENI EARTHMOVERS PRIVATE LIMITED ("ACQUIRER 1"), SKY UNITED LLP ("ACQUIRER 2") AND SHREE GLOBAL TRADEFIN LIMITED ("ACQUIRER 3") 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 (THE "SEBI (SAST) REGULATIONS") (THE "OPEN OFFER"). THERE ARE NO PERSONS ACTING IN CONCERT WITH THE ACQUIRERS FOR THE PURPOSE OF THIS OPEN OFFER.

As per the SEBI (SAST) Regulations, the open offer is required to be for at least 26% of the total share capital of a target company, as of the 10th working day from the closure of the tendering period for the open offer. However, the shareholding of the Equity Shareholders is only 25.37% of the Voting Share Capital (as defined below**), and therefore, the Offer Shares represent 25.37% of the Voting Share Capital.*

This advertisement in accordance with Regulation 18(7) of the SEBI (SAST) Regulations and corrigendum to the Detailed Public Statement is being issued by Mark Corporate Advisors Private Limited, the manager to the Open Offer ("**Manager**"), for and on behalf of the Acquirers in respect of the Open Offer ("**Pre-Offer Advertisement cum Corrigendum**").

This Pre-Offer Advertisement cum Corrigendum should be read in continuation of, and in conjunction with the:

(a) public announcement dated 29 April 2022 ("**Public Announcement**" or "**PA**");

(b) detailed public statement dated 7 May 2022 which was published on 9 May 2022 in the following newspapers: Business Standard (English), Business Standard (Hindi), Chandrapur Mahasagar (Marathi) and Navshakti (Marathi) ("**Detailed Public Statement**" or "**DPS**");

(c) draft letter of offer dated 17 May 2022 ("**DLoF**"); and

(d) letter of offer dated 5 September 2022 ("**Letter of Offer**" or "**LoF**").

This Pre-Offer Advertisement cum Corrigendum is being published in all such newspapers in which the Detailed Public Statement was published.

For the purpose of this Pre-Offer Advertisement cum Corrigendum:

(a) "**Identified Date**" means 2 September 2022 (Friday), being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and

(b) "**Tendering Period**" means the period commencing from 16 September 2022 (Friday) and closing on 29 September 2022 (Thursday) (both days inclusive).

Capitalized terms used but not defined in this Pre-Offer Advertisement cum Corrigendum shall have the same meaning assigned to such terms in the Letter of Offer.

The Equity Shareholders of the Target Company are requested to kindly note the following information related to the Open Offer:

1. **Offer Price:** The offer price is ₹ 137 per Equity Share. There has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 4 of Section VI(A) (Justification of Offer Price) of the Letter of Offer.

2. **Recommendation of the Committee of Independent Directors ("IDC"):** The recommendation of the IDC was approved on 13 September 2022 and published on 14 September 2022 in the same newspapers in which the Detailed Public Statement was published i.e., Business Standard (English), Business Standard (Hindi), Chandrapur Mahasagar (Marathi) and Navshakti (Marathi). The relevant extract of the recommendation of the IDC is given below:

Members of the Committee of Independent Directors	1. Mr. Devidas Kambale : Chairman 2. Mr. Jagannath Dange : Member 3. Mr. Ramesh Luharuka : Member 4. Mrs. Bhagyam Ramani : Member 5. Dr. Seema Saini : Member
Recommendation on the Open Offer, as to whether the Open Offer, is fair and reasonable	IDC is of the view that Open Offer is fair and reasonable.
Summary of reasons for recommendation	IDC has taken into consideration the following for making the recommendation: IDC has reviewed (a) the public announcement ("**PA**") dated 29th April, 2022 in connection with the Offer issued on behalf of the Acquirers; (b) the detailed public statement ("**DPS**") dated 07th May, 2022 which was published on 09th May, 2022; (c) the draft letter of offer ("**DLoF**") dated 17th May, 2022; and (d) the letter of offer ("**LoF**") dated 05th September, 2022. Based on the review of PA, DPS, DLoF and LoF, the IDC is of the opinion that the Offer Price of ₹ 137 (Rupees One Hundred and Thirty Seven only) per Equity Share offered by the Acquirers (more than the highest price amongst the selective criteria mentioned under Justification of Offer Price in the LoF) is in line with the SEBI (SAST) Regulations, 2011 as prescribed by SEBI and prima facie appears to be justified. The IDC, however suggests that the Equity Shareholders should independently evaluate the Offer, and take informed decision in the matter.
Details of independent advisors, if any	None
Disclosure of voting pattern of the meeting in which the open offer proposal was discussed	The recommendations were unanimously approved by the members of the IDC.

3. **Other details of the Open Offer:**

3.1 The Open Offer is a mandatory open offer under Regulation 3(2), Regulation 3(3) and Regulation 5(1) of the SEBI (SAST) Regulations pursuant to the: (a) indirect acquisition of further voting rights in the Target Company pursuant to the acquisition of controlling interest in Acquirer 2 by Acquirer 1; and (b) acquisition of Equity Shares pursuant to the conversion of Optionally Fully Convertible Debentures and Warrants by Acquirer 1 and Acquirer 2 respectively into Equity Shares.

3.2 The Open Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations. There was no competing offer to the Open Offer and the last date for making such competing offer has expired. The Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations.

3.3 The Target Company is jointly controlled by the Mukesh Gupta & Associates group and the Thriveni group. Further, Shree Global Tradefin Limited i.e., Acquirer 3 which is part of the Mukesh Gupta & Associates group has not acquired any Equity Shares which led to the triggering of the Open Offer. However, the Acquirer 1, Acquirer 2 and Acquirer 3 are a part of the promoter and promoter group of the Target Company and since both groups intended to control in equal proportion, Shree Global Tradefin Limited joined as one of the acquirers (i.e., as Acquirer 3) in this Open Offer.

3.4 None of the Acquirers (including the directors and/or promoters and/or partners of the Acquirers) have any relationship with the following public shareholders: (a) Om Hari Mahabir Prasad Halan; (b) Clover Media Private Limited; and (c) Halan Properties Private Limited.

3.5 None of the directors and/or promoters of the Target Company have any relationship with the following public shareholders: (a) Om Hari Mahabir Prasad Halan; (b) Clover Media Private Limited; and (c) Halan Properties Private Limited.

3.6 The Target Company has not received any complaint in relation to the Open Offer and/or method of valuation. Further, the Manager to the Offer has not received any complaint in relation to the Open Offer and/or the method of valuation.

3.7 Acquirer 1, Acquirer 2 and Acquirer 3 are existing promoters of the Target Company. Acquirer 1 has acquired rights and 76% partnership interest and therefore acquired controlling interest in Acquirer 2 on 29 April 2022. Further, Acquirer 1 will be responsible for infusing the required funds for repayment of outstanding loan of Acquirer 2, settling other liabilities of Acquirer 2 and paying for unpaid calls of share warrants of the Target Company. Acquirer 1 shall also be solely responsible for bringing in the required funds for new business(es) proposed to be carried by Acquirer 2 and/or for meeting any future capital calls on its investments.

3.8 There have been no corporate actions by the Target Company warranting adjustment of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The board of directors of the Target Company in their meeting held on 29 April 2022 had recommended a final dividend of 0.50 paisa per Equity Share which was approved by the equity shareholders of the Target Company in their 45th annual general meeting held on 13 August 2022. However, such declaration of dividend has not been considered for any adjustment of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations.

3.9 The Acquirers have confirmed that they have adequate and firm financial resources to fulfil the obligations under the Open Offer and has made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations. In this regard, Acquirer 1 and Acquirer 3 have entered into an agreement for funding commitment on 25 August 2022 ("**Agreement for Funding Commitment**"). In terms of the Agreement for Funding Commitment, Acquirer 1 and Acquirer 3 have mutually agreed that in case the funds remitted by Acquirer 1 or Acquirer 3 (as the case may be) in relation to their respective share of the Offer Size ("**Funded Amount**") is less than the funds to be remitted in proportion to their respective Offer Size ("**Base Amount**"), the other party i.e., Acquirer 1 or Acquirer 3 (as the case may be) shall contribute the balance funding for an amount equal to the difference between the Base Amount and Funded Amount.

3.10 The Acquirers have not been prohibited by SEBI from dealing in securities pursuant to the terms of any directions issued under Section 11B of the SEBI Act or under any regulations made under the SEBI Act. Further, there are no directions subsisting or proceedings pending against the Acquirers under SEBI Act or regulations made thereunder and any other act, rules and/or regulations except the pendency of ED Matter before Enforcement Directorate which is a specialized financial investigation agency under the Department of Revenue, Ministry of Finance, Government of India with respect to Acquirer 1.

3.11 The total fully paid-up share capital of the Target Company is ₹ 44,47,19,220 divided into 44,47,19,220 fully paid-up equity shares of face value of ₹ 1 each.

3.12 None of the Equity Shares of the Target Company are currently locked-in, other than 16,36,79,844 Equity Shares under the "Promoter and Promoter Group" category.

3.13 Neither the Target Company nor its promoters/members of the promoter group are categorized as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI, and are in compliance with Regulation 6A of the SEBI (SAST) Regulations. Neither the Target Company nor its promoters/ members of the promoter group are categorized/declared as a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018 (17 of 2018), and are in compliance with Regulation 6B of the SEBI (SAST) Regulations.

3.14 The electronic dispatch of the Letter of Offer was completed on 8 September 2022 and dispatch of physical copies of the Letter of Offer was completed on 8 September 2022. The LoF has been sent to the Equity Shareholders as on the Identified Date (i.e., 2 September 2022) in accordance with Regulation 18(2) of the SEBI (SAST) Regulations. The Identified Date was relevant only for the purpose of determining the Equity Shareholders to whom the LoF was to be sent. It is clarified that all the Equity Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Open Offer. A copy of the LoF (which includes Form of Acceptance-cum-acknowledgement) is expected to be available on the website of SEBI (www.sebi.gov.in) from which the Equity Shareholders can download/print the same.

3.15 The Equity Shareholders are requested to refer to Section VIII (*Procedure for Acceptance and Settlement of the Open Offer*) of the Letter of Offer in relation to, *inter alia*, the procedure for tendering their Equity Shares in the Open Offer and are also required to adhere to and follow the procedure outlined therein. A summary of the procedure for tendering Equity Shares in the Open Offer is as below:

(a) **In case of Equity Shares held in physical form:** Equity Shareholders who are holding physical Equity Shares and intend to participate in the Open Offer will be required to approach their respective Selling Broker along with the complete set of documents for verification procedures to be carried out including the: (i) original share certificate(s); (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Target Company; (iii) self-attested copy of the shareholder's PAN card; and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc. as applicable In addition, if the address of the Equity Shareholder has undergone a change from the address registered in the 'Register of Members' of the Target Company, the Equity Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: (i) valid Aadhaar card; (ii) voter identity card; or (iii) passport. The Equity Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for the Open Offer shall be subject to verification as per the SEBI (SAST) Regulations and any further directions issued in this regard. The Registrar to the Offer will verify such bids based on the documents submitted on a daily basis and till such time the Stock Exchanges shall display such bids as 'unconfirmed physical bids'. Once the Registrar to the Offer confirms the bids, they will be treated as 'confirmed bids'.

(b) **In case of Equity Shares held in dematerialized form:** Equity Shareholders holding demat shares may participate in the Open Offer by approaching their respective Selling Broker indicating to their Selling Broker the Equity Shareholder's demat account details and the details of Equity Shares such Equity Shareholder intends to tender in this Open Offer, as mentioned in Section VIII (Procedure for Acceptance and Settlement of the Open Offer) of the Letter of Offer. Equity Shareholders holding Equity Shares in demat mode are not required to fill any Form of Acceptance-cum-Acknowledgment unless required by their respective Selling Broker.

(c) **In case of non-receipt of the Letter of Offer:** Equity Shareholders holding the Equity Shares may participate in the Open Offer by providing their application in plain paper to their respective Selling Brokers in writing signed by such Equity Shareholders, stating name, address, number of shares held, client ID number, DP name, DP ID number, number of shares tendered and other relevant documents as mentioned in Section VIII (Procedure for Acceptance and Settlement of the Open Offer) of the Letter of Offer. Such Equity Shareholders have to ensure that their order is entered in the electronic platform to be made available by the Stock Exchanges before the closure of the Tendering Period.

4. All Equity Shareholders who desire to tender their Equity Shares under the Open Offer would have to intimate their respective Selling Broker within the normal trading hours of the secondary market, during the Tendering Period.

5. The Open Offer will be implemented by the Acquirers through Stock Exchange Mechanism made available by the Stock Exchanges in the form of separate window ("**Acquisition Window**") as provided under the SEBI (SAST) Regulations, SEBI circular bearing reference number CIR/CFD/POLICYCELL/1/2015 dated 13 April 2015, as amended read along with SEBI circular CFD/DCR2/CIR/P/2016/131 dated 9 December 2016, as amended, issued by SEBI and SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated 13 August 2021 ("**Acquisition Window Circulars**"). The BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.

6. In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer was filed with SEBI on 17 May 2022. The final observations from SEBI were received under Regulation 16(4) of the SEBI (SAST) Regulations by way of SEBI's letter dated 1 September 2022 ("**SEBI Observation Letter**").

7. **Details regarding the status of statutory and other approvals:**

7.1 To the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete this Open Offer. If any statutory or governmental approval(s) are required or become applicable at a later date before closure of the Tendering Period, this Open Offer shall be subject to such statutory approvals and the Acquirers shall make the necessary applications for such statutory approvals and the Underlying Transaction and the Open Offer would also be subject to such other statutory or other governmental approval(s) and the Acquirers shall make the necessary applications for such other approvals.

7.2 In the event any statutory or governmental approval(s) being required or becoming applicable at a later date before closure of the Tendering Period, which are outside the reasonable control of the Acquirers, are not received and/or satisfied, the Acquirers shall have the right to withdraw this Open Offer in terms of Regulation 23 of the SEBI (SAST) Regulations. In the event of withdrawal of the Open Offer, a public announcement will be made within 2 Working Days of such withdrawal, in the same newspapers in which the DPS has been published and such public announcement will also be sent to the Stock Exchanges, SEBI and the Target Company at its registered office.

7.3 In case of delay in receipt of any other statutory approval that may be required by the Acquirers, SEBI may, if satisfied, grant an extension of time to the Acquirers for making payment of the consideration to the Equity Shareholders whose Offer Shares have been accepted in the Open Offer, subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations. Where any statutory approval extends to some but not all of the Equity Shareholders, the Acquirers shall have the option to make payment to such Equity Shareholders in respect of whom no statutory approvals are required in order to complete this Open Offer.

7.4 NRIs and OCB holders of the Equity Shares, if any, must obtain all requisite approvals/exemptions required to tender the Equity Shares held by them, in this Open Offer, and submit such approvals/exemptions along with the documents required to accept this Open Offer. Further, if holders of Equity Shares who are not 'persons resident in India' (including NRIs, OCBs, FPIs and FIIs) had required any approvals/exemptions (including from RBI and/or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals/exemptions that they would have obtained for holding the Equity Shares, along with the other documents required to be tendered to accept the Open Offer. In the event such approvals/exemptions are not submitted, the Acquirers along with the Manager reserves the right to reject such Equity Shares tendered in the Open Offer.

7.5 The Acquirers shall complete all procedures relating to payment of consideration under this Open Offer within 10 Working Days from the date of closure of the Tendering Period of the Open Offer to those Equity Shareholders whose Equity Shares are accepted in the Open Offer.

8. **Revised schedule of activities:**

Part VII (*Tentative Schedule of Activity*) of the Detailed Public Statement has been amended and the revised schedule of activities pertaining to the Open Offer is set out below:

No.	Name of Activity	Original Schedule of Activities (Day and Date)#	Revised Schedule of Activities (Day and Date) #
1.	Issue of Public Announcement	Friday, 29 April 2022	Friday, 29 April 2022
2.	Publication of the DPS in newspapers	Monday, 9 May 2022	Monday, 9 May 2022
3.	Last date for filing of the draft Letter of Offer with SEBI	Tuesday, 17 May 2022	Tuesday, 17 May 2022
4.	Last date for public announcement for competing offer(s)	Tuesday, 31 May 2022	Tuesday, 31 May 2022@
5.	Date by which the Underlying Transaction which triggered open offer was completed	Friday, 29 April 2022^	Friday, 29 April 2022^
6.	Last date for receipt of comments from SEBI on the draft Letter of Offer (in the event SEBI has not sought clarification or additional information from the Manager to the Open Offer)	Tuesday, 7 June 2022	Thursday, 1 September 2022$
7.	Identified Date*	Thursday, 9 June 2022	Friday, 2 September 2022
8.	Last date for dispatch of the Letter of Offer to the shareholders of the Target Company whose names appear on the register of members on the Identified Date	Thursday, 16 June 2022	Friday, 9 September 2022
9.	Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the shareholders of the Target Company for this Open Offer	Tuesday, 21 June 2022	Wednesday, 14 September 2022***
10.	Last date for upward revision of the Offer Price and/or the Offer Size	Tuesday, 21 June 2022	Wednesday, 14 September 2022
11.	Date of publication of Open Offer opening public announcement, in the newspapers in which the DPS has been published	Wednesday, 22 June 2022	Thursday, 15 September 2022
12.	Date of commencement of the Tendering Period	Thursday, 23 June 2022	Friday, 16 September 2022
13.	Date of closure of the Tendering Period	Wednesday, 6 July 2022	Thursday, 29 September 2022
14.	Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the shareholders of the Target Company	Wednesday, 20 July 2022	Friday, 14 October 2022
15.	Last date for publication of post Open Offer public announcement in the newspapers in which the DPS has been published	Wednesday, 27 July 2022	Friday, 21 October 2022

@ There has been no competing offer as of the date of this Letter of Offer.

$ Actual date of receipt of comments from SEBI.

^ Being the date on which: (a) Acquirer 1 acquired rights and 76% partnership interest and therefore acquired controlling interest in Acquirer 2, which held 1,31,54,638 Equity Shares and the Warrants (at the time of acquisition of rights and 76% partnership interest in Acquirer 2); and (b) Acquirer 1 and Acquirer 2 collectively acquired 6,28,00,000 Equity Shares pursuant to the conversion of Optionally Fully Convertible Debentures and Warrants by Acquirer 1 and Acquirer 2 respectively into Equity Shares.

** Date falling on the 10th Working Day prior to the commencement of the Tendering Period. The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the Letter of Offer would be sent. All the Equity Shareholders (registered or unregistered) are eligible to participate in this Open Offer at any time prior to the closure of the Tendering Period.*

**** Actual date of publication of the recommendations by the committee of independent directors of the Target Company.*

 # The original timelines were indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations).

9. The Acquirers and their respective directors/designated partners accept full responsibility for the obligations of the Acquirers as laid down in terms of the SEBI (SAST) Regulations and for the information contained in this Pre-Offer Advertisement cum Corrigendum.

10. This Pre-Offer Advertisement cum Corrigendum would also be available on SEBI's website (www.sebi.gov.in).

Issued by the Manager to the Open Offer

Issued on behalf of the Acquirers by the Manager	
MARK	**Mark Corporate Advisors Private Limited** **Address:** 404/1, The Summit Business Bay, Sant Janabai Road (Service Lane), Off Western Express Highway, Vile Parle (East), Mumbai-400 057. **Tel. No.:** +91 22 2612 3207/08 **Email:** openoffer@markcorporateadvisors.com **Contact Person:** Mr. Manish Gaur **Website:** www.markcorporateadvisors.com **SEBI Registration No.:** INM000012128 **CIN:** U67190MH2008PTC181996

For and on behalf of the Acquirers

Signed for and on behalf of Thriveni Earthmovers Private Limited (Acquirer 1), Sky United LLP (Acquirer 2) and Shree Global Tradefin Limited (Acquirer 3)

Sd/-

Rajesh Gupta
Authorised Signatory

Place : Mumbai
Date : 15 September 2022

PRESSMAN