



SARVESHWAR FOODS LIMITED

(Formerly Known As Sarveshwar Organic Foods Limited)

CIN : L15312JK2004PLC002444

Regd. Off : Sarveshwar House, Below Gumat, Jammu, (J&K) - 180001

Ph. : 0191-2483981, 2481954, Fax : 0191-2481941, Email : info@sarveshwarrice.com

January 24, 2023

Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex
Bandra (E), Mumbai 400051

Listing Compliance Department
BSE Limited
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400 001

Symbol: SARVESHWAR

Scrip Code : 543688

**Sub: Update on company's preferential issue of upto Rs. 66.26 crore
(consisting of 45,00,000 Equity Shares and 36,60,000 fully Convertible Warrants)**

Dear Sir/Ma'am,

With reference to the above captioned subject, we wish to inform you that the company is in receipt of 'In-Principal Approval' from both the Stock Exchanges where securities of the Company are listed i.e. National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), copy enclosed for your reference.

The members approval for the said preferential issue has already been obtained by means of means of passing requisite Special Resolution in their Extra-ordinary General Meeting duly held on January 13, 2023.

Allotment of securities on preferential basis shall be made within the stipulated time in terms of the Regulation 170 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and intimation of allotment shall be submitted separately in due course.

You are requested to take the information on record and oblige.

Thanking you,

Yours Faithfully,
for Sarveshwar Foods Limited

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Sadhvi Sharma
Company Secretary and Compliance Officer

Encl : a/a

National Stock Exchange Of India Limited

Ref: NSE/LIST/33784

January 24, 2023

The Company Secretary
Sarveshwar Foods Limited
Sarveshwar House
Below Gummat, Jammu
Jammu-180001.

Kind Attn: Ms. Sadhvi Sharma

Dear Madam,

Sub: In - Principle approval under Regulation 28(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are in receipt of your application regarding In-principle approval for issue of 4500000 Equity shares of Rs. 10/- each and 3660000 Equity shares to be issued on conversion of warrants to be issued on Preferential basis in terms of Regulation 28(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. In this regard, the Exchange is pleased to grant in-principle approval for the said issue subject to the Company fulfilling the following conditions:

1. Filing the listing application at the earliest from the date of allotment.
2. Receipt of statutory and other approvals and compliance of guidelines/regulations issued by the statutory authorities including SEBI, RBI, MCA, etc.
3. Compliance with all the applicable guidelines, regulations, directions of the Exchange or any statutory authorities as on the date of listing application.
4. Compliance of all conditions as per the SEBI (LODR) Regulations, 2015 as on date of listing, Companies Act, 1956 / Companies Act, 2013 and other applicable laws.
5. Submissions of documents as may be required by NSE and payment of applicable fees.

Further, the company is advised to strengthen internal controls (to monitor trades being executed by the proposed allottees in the scrip of the company) before allotment of securities in order to avoid any non-compliances in respect of trades being executed by the allottees in contravention of provisions of Chapter V of SEBI (ICDR) Regulations.

“Kindly note, this Exchange letter should not be construed as approval under any other Act /Regulation/rule/bye laws (except as referred above) for which the Company may be required to obtain approval from other department(s) of the Exchange. The Company is requested to separately take up matter with the concerned departments for approval, if any.”

The Exchange reserves its right to withdraw its in-principle approval at a later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or in contravention of any Rules, Bye-laws and Regulations of the Exchange, SEBI (LODR) Regulations, 2015, Guidelines/ Regulations issued by statutory authorities, etc.

This Document is Digitally Signed

Yours faithfully,
For National Stock Exchange of India Limited

Bansri Gosalia
Manager

Cc:
National Securities Depository Limited
4th Floor, Trade World
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel, Mumbai 400 013.

Central Depository Services Limited
Marathon Futurex, A-Wing, 25th floor,
N M Joshi Marg, Lower Parel,
Mumbai – 400 013.

P.S. Checklist of all the further issues is available on website of the exchange at the following URL: <https://www.nseindia.com/companies-listing/raising-capital-further-issues-main-sme-checklist>

This Document is Digitally Signed

LOD/PREF/JR/FIP/3058/2022-23

“E-Letter”

January 24, 2023

The Company Secretary,
Sarveshwar Foods Ltd
Below Gummat, Jammu,
Jammu & Kashmir, 180001

Dear Sir,

Re: ‘In-principle’ approval under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We refer to your application seeking our **“In-principle approval for the issue of 45,00,000 Equity shares of Rs. 10/- each to be issued at a price not less than Rs. 81.20/- to non-promoters and 36,60,000 warrants convertible into 36,60,000 equity shares of Rs.10/- each to be issued at a price not less than Rs. 81.20/- to promoters and non-promoters on a preferential basis.”**

The Exchange hereby grants its ‘in-principle’ approval for the aforesaid issue. This ‘in-principle’ approval should not be construed as our approval for listing of aforesaid security and you are required to duly and separately comply with the requirements in respect thereof.

You are advised to ensure that the issue and allotment of securities is strictly in accordance with the provisions of the Companies Act, 2013, Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 including the Rules, Regulations, Guidelines, etc. made there under, Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (LODR Regulations) and the Listing Agreement signed with us. In addition, you shall also obtain such statutory and other approvals as are required for the purpose.

On allotment of securities pursuant to this ‘in principle’ approval you are required to make a listing application without delay, with applicable fees, in terms of Regulation 14 of the LODR Regulations and comply with the post issue formalities. Listing application and the checklist for post issue listing formalities can be downloaded from the link: <https://www.bseindia.com/static/about/downloads.aspx>. Further, it should be noted by Depositories and the Company that in case of allotment of Convertible Securities, there would be automatic release of excess lock-in period of Pre-Preferential Holding of allottees by Depositories in compliance with SEBI(ICDR) Regulations,2018 without requirement of any NOC by the Exchange.

In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, “the issuer or the issuing company, as the case may be, shall, make an application for listing, **within twenty days** from the date of allotment, to one or more recognized stock exchange(s)” along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

The Exchange reserves its right to withdraw this ‘in-principle’ approval at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or if it contravenes any Rules, Bye-laws and Regulations of the Exchange, LODR Regulations, ICDR Regulations and Guidelines/ Regulations issued by any statutory authorities etc.

Yours faithfully,

Sd/-
Sabah Vaze
Senior Manager