

OPEN OFFER FOR ACQUISITION OF UP TO 15,54,540 (FIFTEEN LAKHS FIFTY-FOUR THOUSAND FIVE HUNDRED FORTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF TAVERNIER RESOURCES LIMITED (THE "TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, BY AMIT VEDAWALA ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATION 3(1) AND 4 OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

This pre-offer advertisement ("Pre-Offer Advertisement") is being issued by Vivro Financial Services Private Limited, the Manager to the Offer ("Manager to the Offer" or "Manager"), for and on behalf of the Acquirer, in compliance with Regulation 18(7) and other applicable provisions of the SEBI (SAST) Regulations.

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated Friday, February 23, 2023 ("PA"); (b) the Detailed Public Statement that was published in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions) and Navshakti (Marathi) (Mumbai Edition) ("Newspapers") on Friday, March 1, 2024, ("DPS"); (c) the Draft Letter of Offer dated March 06, 2024, ("DLOF"); and (d) the Letter of Offer dated June 5, 2024 along with the Form of Acceptance-cum-Acknowledgement ("LOF") (the PA, DPS, DLOF and LOF are herein collectively referred to as "Offer Document").

This Pre-Offer Advertisement is being published in all Newspapers in which the DPS was published.

For the purpose of this Pre-Offer Advertisement:

- (a)

"Identified Date" means Friday, May 31, 2024 being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and
- (b)

"Tendering Period" means the 10 (Ten) Working Days period from Friday, June 14, 2024 to Friday, June 28, 2024 (both days inclusive) within which the Public Shareholders may tender their Equity Shares in acceptance of the Offer.

Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.

The Public Shareholders of the Target Company are requested to note the following information related to the Offer:

1.

Offer Price: The Open Offer Price is made at ₹16.50 (Rupees Sixteen and Paise Fifty Only) per Equity Share, payable in cash and there has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 6.1 (Justification of Offer Price) on page 21 of the LOF.
2.

Recommendations of the Committee of Independent Directors ("IDC"): The IDC Recommendation was approved on June 10, 2024 and published in the Newspapers on June 11, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations. However, the Public Shareholders of the Target Company should evaluate the Open Offer and market performance of the Target Company's Equity Shares and make their own informed decisions with respect to the Open Offer.
3.

Other details of the Offer
- 3.1.

The Open Offer is being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.
- 3.2.

This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations.
- 3.3.

The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e., Friday, May 31, 2024 in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email on Thursday, June 06, 2024 and through speed post on Friday, June 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer and Promoters of the Target Company).
- 3.4.

A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.
- 3.5.

Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Link Intime India Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
- 3.6.

In case of non-receipt/non-availability of LOF / the Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating their name, address, and number of Equity Shares held, client ID number, DP name, DP ID number, Folio number, Distinctive number, number of Equity Shares being tendered and accompanied with other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Tendering Period.
4.

The procedure for tendering the Equity Shares in the Offer is as below:
- 4.1.

The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019. Under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer (being a person resident outside India) is not permitted to purchase the equity shares on the stock exchange under the mechanism for acquisition of equity shares specified in SEBI circular. Further, as provided in the SEBI Circular, the Acquirer shall be following the "tender offer method" for acquisition of the Offer Shares. Hence, all Public Shareholders holding Equity Shares in dematerialized form, who wish to tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the Escrow Demat Account in off-market mode.
- 4.2.

In case of Equity Shares held in physical form: Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents as set out in paragraph 8.4 on page 30 of the LOF.
- 4.3.

In case of Equity Shares held in dematerialised form: Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.3 on page 28 of the LOF.
5.

In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on March 06, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR2/OW/2024/18346/1 dated June 03, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). The comments specified in the SEBI Observation Letter have been incorporated in the LOF.
6.

Material changes: The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
- 6.1.

The following risk factor has been incorporated as point no. 2.4 on page no. 4 of the Letter of Offer:
"The Equity Shares which are being tendered under this Open Offer should be free from any pledges, liens, charges, equitable interests, non-disposal undertakings or any other form of encumbrances and should be tendered together with all rights attached thereto, including all rights to dividends, bonuses and rights offers, if any, declared hereafter. Accordingly, as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged. Hence, Public Shareholders whose shares are pledged will not be able to tender their Equity Shares in the Open Offer."
- 6.2.

The object of acquisition of target Company has been updated at point no. 3.1.5 on page no. 12 and point no. 3.3.1 on page no. 15 of the Letter of Offer.
- 6.3.

Following clause has been incorporated at point no. 4.1.12 on page no. 17 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Acquirer under the SEBI Act or regulations made thereunder."
- 6.4.

Following clause has been incorporated at point no. 4.1.13 on page no. 17 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Acquirer. Further, there are no penal actions taken by the Stock Exchanges against him during the last ten years."
- 6.5.

Following line has been added at point no. 5.7 on page no. 18 of the Letter of Offer:
Further, Registrar to the Offer has confirmed that as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged.
- 6.6.

Following clause has been incorporated at point no. 5.19.1 on page no. 21 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Target Company, its Promoters and Directors under the SEBI Act or regulations made thereunder."
- 6.7.

Following clause has been incorporated at point no. 5.19.2 on page no. 21 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Target Company or its Promoters."
- 6.8.

Address of Acquirer has been updated to 2, Degas DR, Monmouth JCT, New-Jersey, 08852, USA on cover page and page at clause 4.1.1 on page no. 16 of the Letter of Offer.
7.

Details regarding the status of the Statutory and other approvals: As on the date of the LOF, there are no statutory or other approvals required to acquire the Equity Shares by the Acquirer validly tendered pursuant to this Open Offer. However, in case of any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
8.

Schedule of Activities:

ACTIVITIES	ORIGINAL DAY AND DATE	REVISED DAY AND DATE
Issue of Public Announcement	Friday, February 23, 2023	Friday, February 23, 2023
Publication of this DPS in newspapers	Friday, March 1, 2024	Friday, March 1, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Monday, March 11, 2024	Monday, March 11, 2024
Last date for Public Announcement for competing offer	Tuesday, March 26, 2024	Tuesday, March 26, 2024
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 Offer)	Wednesday, April 3, 2024	Monday, June 03, 2024
Identified Date	Friday, April 5, 2024	Friday, May 31, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Tuesday, April 16, 2024	Friday, June 07, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, April 22, 2024	Tuesday, June 11, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Monday, April 22, 2024	Wednesday, June 12, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, April 23, 2024	Thursday, June 13, 2024
Date of commencement of Tendering Period ("Offer Opening Date")	Wednesday, April 24, 2024	Friday, June 14, 2024
Date of Closure of Tendering Period ("Offer Closing Date")	Friday, May 8, 2024	Friday, June 28, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Wednesday, May 22, 2024	Friday, July 12, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, May 30, 2024	Monday, July 22, 2024
Last Date of Filing the Final report to SEBI	Thursday, May 30, 2024	Monday, July 22, 2024

*To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

9.

The Acquirer accepts full responsibility for the information contained in this Pre-offer Advertisement (other than such information as has been obtained from the public sources or provided by or relating to and confirmed by the Target Company) and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Offer..
10.

The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

ISSUED ON BEHALF OF THE ACQUIRER BY THE MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
VIVRO VIVRO FINANCIAL SERVICES PRIVATE LIMITED Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007. Gujarat. India. Tel No.: 079 - 4040 4242 Email: investors@vivro.net Website: www.vivro.net SEBI Reg. No.: MB/INM000010122 Contact Person: Shivam Patel	LINKIntime LINK INTIME INDIA PRIVATE LIMITED C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Tel. No.: +91-8108114949 Email: tavernier.offer@linkintime.co.in Website: www.linkintime.co.in SEBI Reg. No.: INR000004058 Contact Person: Pradnya Karanjekar

**TATA MOTORS LIMITED**

Registered Office: Bombay House, 24, Homi Moddy Street, Mumbai - 400 001.
Website: www.tatamotors.com E-mail: inv_rel@tatamotors.com
Corporate Identification No. (CIN) - L28920MH1945PLC004520

Notice
NOTICE IS HEREBY GIVEN pursuant to Section 91 of the Companies Act, 2013, and Rule 10(1) of the Companies (Management and Administration) Rules, 2014 that Interest/Redemption proceeds on Non-Convertible Debentures issued on Private Placement basis & listed on Wholesale Debt Market Segments of National Stock Exchange of India Limited and Bombay Stock Exchange Limited from July 1, 2024 to September 30, 2024 are due as under:

ISIN of Security	Security Description	Listed on	Record Date	Purpose
INE155A08431 (E-30B)	Issue of Rated, Listed, Unsecured 6.95% Coupon, Redeemable Non-Convertible Debentures of ₹500 crores. Date of Maturity: March 31, 2026	NSE & BSE	July 6, 2024	Payment of Annual Interest on July 22, 2024
INE155A08191 (E-26B)	Issue of Rated, Listed, Unsecured, 9.81% Coupon, Redeemable Non-Convertible Debentures of ₹300 crores. Date of Maturity: August 20, 2024	NSE	August 3, 2024	Redemption and Payment of Annual Interest on August 20, 2024
INE155A08209 (E-26C)	Issue of Rated, Listed, Unsecured, 9.77% Coupon, Redeemable Non-Convertible Debentures of ₹200 crores. Date of Maturity: September 12, 2024	NSE	August 27, 2024	Redemption and Payment of Annual Interest on September 12, 2024

For Tata Motors Limited
Sd/-
Maloy Kumar Gupta
Company Secretary

Mumbai
June 12, 2024

SSD Securities Private Ltd.
Registered Address: "Ideal Plaza" Suite N316, 3rd Floor, 11/1 Sarat Bose Road, Kolkata - 700 020
CIN: U67120WB2004PTC097789
Tel No.: 033 2290 2100
Email Id.: mailbox@ssdsecurities.in
Website: www.ssdsecurities.in

PUBLIC NOTICE
Notice for Surrender of Certificate of Registration as a Depository Participant pursuant to transfer of depository business to Eureka Stock & Share Broking Services Ltd.
This is to bring to the notice of general public that **SSD Securities Private Ltd** registered with SEBI as a Depository Participant Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 bearing SEBI Registration No.: IN-DP-590-2021 and has ceased to function as a Depository Participant of National Securities Depository Limited (NSDL) pursuant to the transfer of depository business from "SSD Securities Private Ltd" to "Eureka Stock & Share Broking Services Ltd." The notices were already dispatched on 2nd November, 2023 to all our demat account holders informing about the transfer of depository business. Further, we are in the process of surrendering the certificate of registration granted to us by SEBI. Henceforth, **SSD Securities Private Ltd** shall not carry on any activity as a Participant of NSDL.
In case any Client of **SSD Securities Private Ltd** has any grievance or dispute; he/she/it may report the same in writing to **Eureka Stock & Share Broking Services Ltd.**
For and on behalf of
SSD Securities Private Ltd.
Gautam Bhartia
Director
Date: 13.06.2024

"IMPORTANT"

Whilst care is taken prior to acceptance of advertising copy, it is not possible to verify its contents. The Indian Express (P) Limited cannot be held responsible for such contents, nor for any loss or damage incurred as a result of transactions with companies, associations or individuals advertising in its newspapers or Publications. We therefore recommend that readers make necessary inquiries before sending any monies or entering into any agreements with advertisers or otherwise acting on an advertisement in any manner whatsoever.

TAURUS ASSET MANAGEMENT COMPANY LIMITED
CIN: U67190MH1993PLC073154
Head Office & Regd Office : 3rd Floor, 301-304, Chandravillas Co-op Premises Society Ltd., AML Centre 2, 8 Mahal Industrial Estate, Off. Mahakali Caves Road, Andheri-East, Mumbai - 400 093
Tel: 022 - 6624 2700 • Email: customercare@taurusmutualfund.com

NOTICE
Notice is hereby given that Taurus Asset Management Company Limited (TAMCO) obtained Portfolio Management Services (PMS) license from SEBI in 2008. Accordingly, TAMCO started Portfolio Management Services in 2010 with following two investment strategies to manage the fund in PMS;
A) ALPHA Generator Strategy
B) TM Shariah Strategy
TAMCO has decided to wind up the PMS operation in October 2013 and money was returned to each investors of PMS as per their request.
As PMS operation was not undertaken by TAMCO since October 2013, license of PMS was not renewed from SEBI. Now TAMCO is in process of surrendering the PMS license.
Therefore, TAMCO hereby invites any claims/objections from the investors of PMS for surrendering its license within 30 days from the publication of this notice.
If any claims or objections are not received during this period, the license will be deemed surrender to SEBI.

Place: Mumbai
Date: June 12, 2024
Notice No. 04/2024-2025

For Taurus Asset Management Company Ltd.
Sd/-
Authorised Signatory

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, ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

TAVERNIER RESOURCES LIMITED

Registered Office: Plot No.- 42 CTS No 1(Pt), Village Deonar, Near Mahesh Pharma, Ancillary Ind Estate, Govandi, Mumbai City, Mumbai - 400043, Maharashtra, India
CIN: L51909MH1994PLC193901 | Tel. No.: +91-8679382912 | Email: tavernier.resources@gmail.com | Website: www.tavernier.com

OPEN OFFER FOR ACQUISITION OF UP TO 15,54,540 (FIFTEEN LAKHS FIFTY-FOUR THOUSAND FIVE HUNDRED FORTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF TAVERNIER RESOURCES LIMITED (THE "TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, BY AMIT VEDAWALA ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATION 3(1) AND 4 OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

This pre-offer advertisement ("Pre-Offer Advertisement") is being issued by Vivro Financial Services Private Limited, the Manager to the Offer ("Manager to the Offer" or "Manager"), for and on behalf of the Acquirer, in compliance with Regulation 18(7) and other applicable provisions of the SEBI (SAST) Regulations.
This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated Friday, February 23, 2023 ("PA"); (b) the Detailed Public Statement that was published in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions) and Navshakti (Marathi) (Mumbai Edition) ("Newspapers") on Friday, March 1, 2024, ("DPS"); (c) the Draft Letter of Offer dated March 06, 2024, ("DLOF"); and (d) the Letter of Offer dated June 5, 2024 along with the Form of Acceptance-cum-Acknowledgement ("LOF") (the PA, DPS, DLOF and LOF are herein collectively referred to as "Offer Document").
This Pre-Offer Advertisement is being published in all Newspapers in which the DPS was published.
For the purpose of this Pre-Offer Advertisement:
(a) "Identified Date" means Friday, May 31, 2024 being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and
(b) "Tendering Period" means the 10 (Ten) Working Days period from Friday, June 14, 2024 to Friday, June 28, 2024 (both days inclusive) within which the Public Shareholders may tender their Equity Shares in acceptance of the Offer.
Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.
The Public Shareholders of the Target Company are requested to note the following information related to the Offer:
1. Offer Price: The Open Offer Price is made at ₹16.50 (Rupees Sixteen and Paise Fifty Only) per Equity Share, payable in cash and there has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 6.1 (Justification of Offer Price) on page 21 of the LOF.
2. Recommendations of the Committee of Independent Directors ("IDC"): The IDC Recommendation was approved on June 10, 2024 and published in the Newspapers on June 11, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations. However, the Public Shareholders of the Target Company should evaluate the Open Offer and market performance of the Target Company's Equity Shares and make their own informed decisions with respect to the Open Offer.
3. Other details of the Offer
3.1. The Open Offer is being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.
3.2. This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations.
3.3. The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e., Friday, May 31, 2024 in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email on Thursday, June 06, 2024 and through speed post on Friday, June 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer and Promoters of the Target Company).
3.4. A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.
3.5. Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Link Intime India Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
3.6. In case of non-receipt/non-availability of LOF / the Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating their name, address, and number of Equity Shares held, client ID number, DP name, DP ID number, Folio number, Distinctive number, number of Equity Shares being tendered and accompanied with other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Tendering Period.
4. The procedure for tendering the Equity Shares in the Offer is as below:
4.1. The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019. Under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer (being a person resident outside India) is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares specified in SEBI circular. Further, as provided in the SEBI Circular, the Acquirer shall be following the "tender offer method" for acquisition of the Offer Shares. Hence, all Public Shareholders holding Equity Shares in dematerialized form, who wish to tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the Escrow Demat Account in off-market mode.
4.2. In case of Equity Shares held in physical form: Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents as set out in paragraph 8.4 on page 30 of the LOF.
4.3. In case of Equity Shares held in dematerialised form: Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.3 on page 28 of the LOF.
5. In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on March 06, 2024. SEBI vide its Letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR2/OW/2024/18346/1 dated June 03, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). The comments specified in the SEBI Observation Letter have been incorporated in the LOF.
6. Material changes: The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
6.1. The following risk factor has been incorporated as point no. 2.4 on page no. 4 of the Letter of Offer:
"The Equity Shares which are being tendered under this Open Offer should be free from any pledges, liens, charges, equitable interests, non-disposal undertakings or any other form of encumbrances and should be tendered together with all rights attached thereto, including all rights to dividends, bonuses and rights offers, if any, declared hereafter. Accordingly, as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged. Hence, Public Shareholders whose shares are pledged will not be able to tender their Equity Shares in the Open Offer."
6.2. The object of acquisition of target Company has been updated at point no. 3.1.5 on page no. 12 and point no. 3.3.1 on page no. 15 of the Letter of Offer.
6.3. Following clause has been incorporated at point no. 4.1.12 on page no. 17 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Acquirer under the SEBI Act or regulations made thereunder."
6.4. Following clause has been incorporated at point no. 4.1.13 on page no. 17 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Acquirer. Further, there are no penal actions taken by the Stock Exchanges against him during the last ten years."
6.5. Following line has been added at point no. 5.7 on page no. 18 of the Letter of Offer:
Further, Registrar to the Offer has confirmed that as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged.
6.6. Following clause has been incorporated at point no. 5.19.1 on page no. 21 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Target Company, its Promoters and Directors under the SEBI Act or regulations made thereunder."
6.7. Following clause has been incorporated at point no. 5.19.2 on page no. 21 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Target Company or its Promoters."
6.8. Address of Acquirer has been updated to 2, Degas DR, Monmouth JCT, New-Jersey, 08852, USA on cover page and page at clause 4.1.1 on page no. 16 of the Letter of Offer.
7. Details regarding the status of the Statutory and other approvals: As on the date of the LOF, there are no statutory or other approvals required to acquire the Equity Shares by the Acquirer validly tendered pursuant to this Open Offer. However, in case of any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
8. Schedule of Activities:

ACTIVITIES	ORIGINAL DAY AND DATE	REVISED DAY AND DATE
Issue of Public Announcement	Friday, February 23, 2023	Friday, February 23, 2023
Publication of this DPS in newspapers	Friday, March 1, 2024	Friday, March 1, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Monday, March 11, 2024	Monday, March 11, 2024
Last date for Public Announcement for competing offer	Tuesday, March 26, 2024	Tuesday, March 26, 2024
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 Offer)	Wednesday, April 3, 2024	Monday, June 03, 2024
Identified Date	Friday, April 5, 2024	Friday, May 31, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Tuesday, April 16, 2024	Friday, June 07, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, April 22, 2024	Tuesday, June 11, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Monday, April 22, 2024	Wednesday, June 12, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, April 23, 2024	Thursday, June 13, 2024
Date of commencement of Tendering Period ("Offer Opening Date")	Wednesday, April 24, 2024	Friday, June 14, 2024
Date of Closure of Tendering Period ("Offer Closing Date")	Friday, May 8, 2024	Friday, June 28, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Wednesday, May 22, 2024	Friday, July 12, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, May 30, 2024	Monday, July 22, 2024
Last Date of Filing the Final report to SEBI	Thursday, May 30, 2024	Monday, July 22, 2024

9. The Acquirer accepts full responsibility for the information contained in this Pre-Offer Advertisement (other than such information as has been obtained from the public sources or provided by or relating to and confirmed by the Target Company) and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Offer.
10. The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

ISSUED ON BEHALF OF THE ACQUIRER BY THE MANAGER TO THE OFFER
VIVRO
VIVRO FINANCIAL SERVICES PRIVATE LIMITED
Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007, Gujarat, India | Tel No.: 079 - 4040 4242
Email: investors@vivro.net | Website: www.vivro.net
SEBI Reg. No.: MB/INM000010122 | Contact Person: Shivam Patel

REGISTRAR TO THE OFFER
LINKIntime
LINK INTIME INDIA PRIVATE LIMITED
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India | Tel. No.: +91-8108114949
Email: tavernier.officer@linkintime.co.in | Website: www.linkintime.co.in
SEBI Reg. No.: INR000004058 | Contact Person: Pradipta Karanjekar

Date: June 12, 2024
Place: New Jersey, USA

For and on behalf of the Acquirer
Sd/-
Amit Vedawala

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UNICOMMERCE ESOLUTIONS LIMITED

Our Company was originally incorporated as "Unicommerce eSolutions Private Limited" at New Delhi as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated February 2, 2012, issued by the Registrar of Companies, Delhi and Haryana ("RoC"). Our Company was converted from a private limited company to a public limited company pursuant to a special resolution passed by our Shareholders on December 19, 2023, and the name of our Company was changed to "Unicommerce eSolutions Limited". A fresh certificate of incorporation dated December 26, 2023, consequent upon change of name on conversion to a public limited company was issued by the RoC. For further details on the changes in the name and registered office of our Company, see "History and Certain Corporate Matters" on page 158 of the Draft Red Herring Prospectus dated January 5, 2024 ("Draft Red Herring Prospectus" or "DRHP").
Registered Office: Mezzanine Floor, A-83, Okhla Industrial Area, Ph-II, New Delhi 110 020, India
Corporate Office: Landmark House, Plot Number 65, 6th and 7th Floor, Sector 44, Gurgaon, 122 003, Haryana, India
Tel: +91 9311749240; **Website:** www.unicommerce.com;
Contact Person: Monish Pal, Compliance Officer; **E-mail:** complianceofficer@unicommerce.com
Corporate Identity Number: U74140DL2012PLC230932

THE PROMOTERS OF OUR COMPANY: ACEVECTOR LIMITED (FORMERLY KNOWN AS SNAPDEAL LIMITED), STARFISH I PTE. LTD., KUNAL BAHL AND ROHIT KUMAR BANSAL

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH ("EQUITY SHARES") OF UNICOMMERCE ESOLUTIONS LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] THOUSAND (THE "OFFER") COMPRISING AN OFFER FOR SALE OF UP TO 2,98,40,486 EQUITY SHARES AGGREGATING UP TO ₹ [●] THOUSAND ("OFFER FOR SALE") BY THE SELLING SHAREHOLDERS, COMPRISING UP TO 1,14,59,840 EQUITY SHARES AGGREGATING UP TO ₹ [●] THOUSAND BY ACEVECTOR LIMITED (FORMERLY KNOWN AS SNAPDEAL LIMITED) ("PROMOTER SELLING SHAREHOLDER"), UP TO 22,10,406 EQUITY SHARES AGGREGATING UP TO ₹ [●] THOUSAND BY B2 CAPITAL PARTNERS® (PROMOTER GROUP SELLING SHAREHOLDER) AND UP TO 1,61,70,240 EQUITY SHARES AGGREGATING UP TO ₹ [●] THOUSAND BY SB INVESTMENT HOLDINGS (UK) LIMITED ("INVESTOR SELLING SHAREHOLDER") (THE PROMOTER SELLING SHAREHOLDER, PROMOTER GROUP SELLING SHAREHOLDER AND INVESTOR SELLING SHAREHOLDER TOGETHER REFERRED TO AS THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFERED SHARES").
***THE EQUITY SHARES BEING OFFERED BY SB INVESTMENT HOLDINGS (UK) LIMITED AS PART OF THE OFFER FOR SALE INCLUDES A PORTION OF EQUITY SHARES WHICH WILL RESULT UPON CONVERSION OF 9,858 SERIES A PREFERENCE SHARES AND 2,775 SERIES B PREFERENCE SHARES HELD BY SB INVESTMENT HOLDINGS (UK) LIMITED.**
***HELD INDIRECTLY BY OUR INDIVIDUAL PROMOTERS, NAMELY, KUNAL BAHL AND ROHIT KUMAR BANSAL, ON BEHALF OF B2 CAPITAL PARTNERS, AS ITS PARTNERS.**
Potential Bidders may note the following:
Pursuant to the share purchase agreement dated June 3, 2024 entered into amongst our Company, the Promoter Selling Shareholder of our Company, AceVector Limited ("AceVector") and Akshat Greentech Private Limited, 14,59,093 Equity Shares held by AceVector have been transferred to Akshat Greentech Private Limited on June 11, 2024 ("Transfer"). Pursuant to the Transfer, the corresponding disclosures in "Summary of the Offer Document" and "Capital Structure" sections on pages 19 and 71, respectively, of the Draft Red Herring Prospectus, will be suitably updated.
The details of the Transfer are provided below:

Date of the Transfer	Name of the transferor	Name of the transferee	Nature of transaction	Number of Equity Shares transferred	Transfer price per Equity Share (in ₹)	Total consideration (in ₹)
June 11, 2024	AceVector Limited	Akshat Greentech Private Limited	Secondary sale	14,59,093	95.95	13,99,99,973.35
Total				14,59,093	95.95	13,99,99,973.35

The aforementioned transferee is not connected in any manner with the Company, Promoters, Promoter Group, Directors, KMP, SMPs and the directors, KMPs and SMPs of the members of the Promoter Group. Further, our Company does not have any Group Company and Subsidiary as on date.
Shareholding of the Promoter Selling Shareholder in the Company, prior to and subsequent to the Transfer:

Date of the Transfer	Name	Pre-Transfer shareholding		Post-Transfer shareholding	
		Number of Equity Shares	Percentage of pre-Offer issues, subscribed and paid-up share capital of the Company (%)	Number of Equity Shares	Percentage of pre-Offer issues, subscribed and paid-up share capital of the Company (%)
June 11, 2024	AceVector Limited	4,02,64,219 [*]	68.37	3,88,05,126 [*]	65.90

***Inclusive of 2,56,000 shares held by Bharat Venishetti as a nominee shareholder of AceVector Limited**

BOOK RUNNING LEAD MANAGERS
**IIFL SECURITIES**
IIFL Securities Limited
24th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West) Mumbai 400 013, Maharashtra, India
Tel: +91 22 4646 4728
E-mail: unicommerce.ipo@iiflcap.com
Investor Grievance E-mail: ig.ibt@iiflcap.com
Website: www.iiflcap.com
Contact Person: Mukesh Garg/ Pawan Jain
SEBI Registration Number: INM000010940

**CLSA** A CITIC Securities Company
CLSA India Private Limited
8/F Dalalme House, Nariman Point Mumbai 400 021 Maharashtra, India
Tel: +91 22 6650 5050
E-mail: unicommerce.ipo@clsa.com
Investor Grievance E-mail: investor.helpdesk@clsa.com
Website: www.india.clsa.com
Contact Person: Prachi Chandgotia/ Siddhant Thakur
SEBI Registration Number: INM000010619

**LINKIntime**
Link Intime India Private Limited
C-101, 247 Park, 1st Floor, L.B.S. Marg, Vikhroli West Mumbai 400 083, Maharashtra, India
Tel: +91 810 811 4949
E-mail: unicommerce.ipo@linkintime.co.in
Investor Grievance E-mail: unicommerce.ipo@linkintime.co.in
Website: www.linkintime.co.in
Contact Person: Shanti Gopalkrishnan
SEBI Registration Number: INR000004058

For Unicommerce eSolutions Limited
On behalf of the Board of Directors
Sd/-
Monish Pal
Compliance Officer

Place: New Delhi
Date: June 12, 2024

UNICOMMERCE ESOLUTIONS LIMITED is proposing, subject to, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offer of its Equity Shares and has filed the DRHP with SEBI on January 6, 2024 and addendum to the DRHP ("Addendum") on May 31, 2024. The DRHP and Addendum shall be available on the website of the Company at www.unicommerce.com, SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and the BRLMs, i.e. IIFL Securities Limited and CLSA India Private Limited at www.iiflcap.com and www.india.clsa.com, respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "Risk Factors" of the RHP, when filed. Potential investors should not rely on the DRHP and Addendum for making any investment decision.
This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction. The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined in, and in reliance on, Regulation S under the U.S. Securities Act and pursuant to the applicable laws of the jurisdictions where those offers and sales are made. There will be no public offering of the Equity Shares in the United States.
Adaptors

financialexpapril

जना स्माल फाइनेंस बैंक			
(अनुसूचित वित्तीयक बैंक)			
क्षेत्रीय शाखा कार्यालय : 16/12, 2रास तल, डब्ल्यू.ई.ए., आर्य समाज रोड, करोल बाग, दिल्ली-110005			
सर्फेसी अधिनियम, 2002 की धारा 13(2) के तहत मांग सूचना			
जैसा कि आप नीचे वर्णित कर्जदारों, सह-कर्जदारों, जमानतीयों तथा बंधककर्ताओं ने जना स्माल फाइनेंस बैंक लिमिटेड से अपनी अचल सम्पत्तियों को बंधक रखकर ऋण ग्रहण किया था। आप सभी के द्वारा की गयी चुक के परिणामस्वरूप आपके ऋण खाते को गैर-नियामद आरितियों के रूप में वर्गीकृत कर दिया गया है, जैसा कि अधिनियम के तहत प्रतिभूत लेनदार होने के नाते तथा प्रतिभूति हित (प्रवर्तन) नियम, 2002 के नियम 2 के साथ पठित कथित अधिनियम की धारा 13(2) के तहत प्रदत्त शक्तियों के उपयोग में जना स्माल फाइनेंस बैंक लिमिटेड ने कॉलम 2 में उल्लिखित कर्जदारों/सह-कर्जदारों/जमानतीयों/बंधककर्ताओं से सूचना की तिथि से 60 दिनों के भीतर सूचना में उल्लिखित राशि तथा उस पर भावी व्याय का पुनर्भुगतान करने की कहते हुए मांग सूचना निर्गत की थी, किन्तु उनमें से कुछ के पास विभिन्न कारणों से सूचनाएं सर्व नहीं हो पायीं।			
क्र. सं.	कर्जदार/सह-कर्जदार/जमानती/बंधककर्ता के नाम	ऋण खाता सं. तथा ऋण राशि	प्रवर्तित की जाने वाली प्रतिभूति का विवरण
1	1) मेरसरी मोराम टेन्टर, इसके मालिक श्री मोराम हाग प्रतिनिधत्व 2) श्री मोराम (कर्जदार) 3) श्रीमती राबीला (गारंटर)	ऋण खाता सं. 306899440000802 ऋण राशि रु. 2,50,000/-	प्रतिभूत परिसंपत्तियों का विवरण, भाग- 'ए' बंधक चल संपत्तियाँ: कंपनी अर्थात मेरसरी मोराम प्रोप मोराम टेन्टर के व्यावसायिक परिसर, मकान नंबर 435, मदीना मस्जिद के पास, लैडमार्क-पुलिस चौकी, गाजियाबाद, उत्तर प्रदेश-201102 के लेखा पुस्तकों और प्राप्य और पुस्तक ऋणों में सभी कचचे माल और स्टॉक पर पहला भार। भाग-'बी': बंधक अचल संपत्ति: अनुसूची संपत्ति: अचल मकान/प्लॉट का समस्त भाग माप 30 वर्ग गज, खसरा संख्या 1667, मिन, प्लॉट संख्या 184, कंचन पार्क कॉलोनी, तहसील-सोनी, जिला-गाजियाबाद, उत्तर प्रदेश-201102, जिसका स्वामित्व श्री मोराम पुत्र श्री हामिद के पास है।। सौभाग्य: पूर्व: 10 फीट गली, पश्चिम: दूसरे का प्लॉट, उत्तर: पसीम घांभी का घर, दक्षिण: दीनू का घर।
2	1) श्री राजेंद्र सिंह (आवेदक) 2) श्रीमती उषा (सह-आवेदक) 3) श्री अनिल (गारंटर)	ऋण खाता सं. 32069630000123 ऋण राशि रु. 6,00,000/-	प्रतिभूत संपत्तियों का विवरण: टूट्टिबन्धक अचल संपत्ति: अचल संपत्ति का समस्त भाग, माप 100 वर्ग गज का क्षेत्रफल, खेपेट संख्या 1128, खाता संख्या 1285, मुस्लिम और किला संख्या 63/15/23 (0-3) राजस्व संचय खाता मौजा गांव अकरापुर परोदा, तहसील राई, जिला सोनीपत में स्थित। श्रीमती उषा पत्नी राजेंद्र के स्वाामित्व में। सौभाग्य: पूर्व: गली रास्ता 11 फीट पश्चिम: रमेश का घर, उत्तर: श्रीपाल का घर, दक्षिण: फूली का घर
3	1) श्रीमती सीमा (आवेदक) 2) श्रीमती दामिनी (सह-आवेदक) 3) श्री इंदुजीत शर्मा (गारंटर)	ऋण खाता सं. 479396300000210 ऋण राशि रु. 3,50,000/-	प्रतिभूत संपत्तियों का विवरण: बंधक अचल संपत्ति: अचल संपत्ति का समस्त भाग, संपूर्ण निर्मित संपत्ति नंबर 96-एच, वार्ड नंबर 2, 44 वर्ग गज की माप, खसरा नंबर 1151/3 मिन का हिरवा, गांव और तहसील महरीली, नई दिल्ली-110030 के लाल डोरा के तहत आवाम्दी में स्थित। श्रीमती सीमा पत्नी राम पाल के स्वाामित्व में।
एतद्वारा कॉलम सं. 2 में उल्लिखित कर्जदार/सह-कर्जदार/जमानती तथा बंधककर्ता को सम्बन्धित कर्जदार/सह-कर्जदार के विरुद्ध कॉलम सं. 6 में प्रदर्शित सम्पूर्ण राशि का भुगतान इस सूचना के प्रकाशन के 60 दिनों के भीतर करने की कहते हुए यह सूचना दी जा रही है क्योंकि कथित राशि कॉलम नं. 6 में प्रदर्शित तिथि तक सम्बन्धित ऋण खाते के सम्बन्ध में बकाया पायी गयी है। यह स्पष्ट किया जाता है कि यदि भावी व्याय तथा भुगतान की तिथि तक देय अन्य राशियों सहित सम्पूर्ण राशि का भुगतान नहीं किया जाता है तो जना स्माल फाइनेंस बैंक लिमिटेड कॉलम नं. 4 में वर्णित सम्पत्तियों पर प्रतिभूति हित के प्रवर्तन की उचित कार्यवाही के लिए बाध्य होगा। कृपया ध्यान दें कि यह प्रकाशन कथित फाइनैशियल के कर्जदारों/सह-कर्जदारों/जमानतीयों/बंधककर्ताओं के विरुद्ध कानून के तहत जना स्माल फाइनेंस बैंक लिमिटेड के पास उपलब्ध ऐसे अधिकारों तथा उपचारों के पूर्वाग्रह रहित है, आप कृपया पुनः ध्यान दें कि कथित अधिनियम की धारा 13(13) के तहत, आपको प्रतिभूत लेनदार की पूर्व अनुमति के बिना उपयुक्त प्रतिभूति को निरस्तित करने या संय्चकार करने अथवा बिक्री, पट्टे या अन्यथा विधि से हस्तान्तरित करने से प्रतिवन्धित/निषिद्ध किया जाता है।			
तिथि : 13.06.2024 स्थान : दिल्ली रा.रा.क्ष.			

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UNICOMMERCE ESOLUTIONS LIMITED

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Registered Office: Mezzanine Floor, A-83, Okhla Industrial Area, Ph-II, New Delhi 110 020, India
Corporate Office: Landmark House, Plot Number 65, 6th and 7th Floor, Sector 44, Gurgaon, 122 003, Haryana, India
Tel.: +91 9311749240; **Website:** www.unicommerce.com;
Contact Person: Monish Pal, Compliance Officer; E-mail: complianceofficer@unicommerce.com
Corporate Identity Number: U74140DL2012PLC230932

THE PROMOTERS OF OUR COMPANY: ACEVECTOR LIMITED (FORMERLY KNOWN AS SNAPDEAL LIMITED), STARFISH I PTE. LTD., KUNAL BAHL AND ROHIT KUMAR BANSAL

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH ("EQUITY SHARES") OF UNICOMMERCE ESOLUTIONS LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] THOUSAND (THE "OFFER") COMPRISING AN OFFER FOR SALE OF UP TO 2,98,40,486 EQUITY SHARES AGGREGATING UP TO ₹ [●] THOUSAND ("OFFER FOR SALE") BY THE SELLING SHAREHOLDERS, COMPRISING UP TO 1,14,59,840 EQUITY SHARES AGGREGATING UP TO ₹ [●] THOUSAND BY ACEVECTOR LIMITED (FORMERLY KNOWN AS SNAPDEAL LIMITED) ("PROMOTER SELLING SHAREHOLDER"), UP TO 22,10,406 EQUITY SHARES AGGREGATING UP TO ₹[●] THOUSAND BY B2 CAPITAL PARTNERS® (PROMOTER GROUP SELLING SHAREHOLDER) AND UP TO 1,61,70,240 EQUITY SHARES AGGREGATING UP TO ₹[●] THOUSAND BY SB INVESTMENT HOLDINGS (UK) LIMITED ("INVESTOR SELLING SHAREHOLDER") (THE PROMOTER SELLING SHAREHOLDER, PROMOTER GROUP SELLING SHAREHOLDER AND INVESTOR SELLING SHAREHOLDER TOGETHER REFERRED TO AS THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFERED SHARES").

"THE EQUITY SHARES BEING OFFERED BY SB INVESTMENT HOLDINGS (UK) LIMITED AS PART OF THE OFFER FOR SALE INCLUDES A PORTION OF EQUITY SHARES WHICH WILL RESULT UPON CONVERSION OF 9,858 SERIES A PREFERENCE SHARES AND 2,775 SERIES B PREFERENCE SHARES HELD BY SB INVESTMENT HOLDINGS (UK) LIMITED.

***HELD INDIRECTLY BY OUR INDIVIDUAL PROMOTERS, NAMELY, KUNAL BAHL AND ROHIT KUMAR BANSAL, ON BEHALF OF B2 CAPITAL PARTNERS, AS ITS PARTNERS.**

Potential Bidders may note the following:

Pursuant to the share purchase agreement dated June 3, 2024 entered into amongst our Company, the Promoter Selling Shareholder of our Company, AceVector Limited ("AceVector") and Akshat Greentech Private Limited, 14,59,093 Equity Shares held by AceVector have been transferred to Akshat Greentech Private Limited on June 11, 2024 ("Transfer"). Pursuant to the Transfer, the corresponding disclosures in "Summary of the Offer Document" and "Capital Structure" sections on pages 19 and 71, respectively, of the Draft Red Herring Prospectus, will be suitably updated.

The details of the Transfer are provided below:

Date of the Transfer	Name of the transferor	Name of the transferee	Nature of transaction	Number of Equity Shares transferred	Transfer price per Equity Share (in ₹)	Total consideration (in ₹)
June 11, 2024	AceVector Limited	Akshat Greentech Private Limited	Secondary sale	14,59,093	95.95	13,99,99,973.35
Total				14,59,093	95.95	13,99,99,973.35

The aforementioned transferee is not connected in any manner with the Company, Promoters, Promoter Group, Directors, KMP, SMPs and the directors, KMPs and SMPs of the members of the Promoter Group. Further, our Company does not have any Group Company and Subsidiary as on date.

Shareholding of the Promoter Selling Shareholder in the Company, prior to and subsequent to the Transfer:

Pre-Transfer shareholding			Post- Transfer shareholding		
Date of the Transfer	Name	Number of Equity Shares	Percentage of pre-Offer issues, subscribed and paid-up share capital of the Company (%)	Number of Equity Shares	Percentage of pre-Offer issues, subscribed and paid-up share capital of the Company (%)
June 11, 2024	AceVector Limited	4,02,64,219'	68.37	3,88,05,126'	65.90

**Inclusive of 2,56,000 shares held by Bharat Venishetti as a nominee shareholder of AceVector Limited*



IIFL SECURITIES



CLSA A CITIC Securities Company



LINKIntime

IIFL Securities Limited 24th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West) Mumbai 400 013, Maharashtra, India Tel: +91 22 4646 4728 E-mail: unicommerce ipo@iiflcap.com Investor Grievance E-mail: ig.1b@iiflcap.com Website: www.iiflcap.com Contact Person: Mukesh Garg/ Pawan Jain SEBI Registration Number: INM000010940	CLSA India Private Limited 8/F Dalamal House, Nariman Point Mumbai 400 021 Maharashtra, India Tel: +91 22 6650 5050 E-mail: unicommerce ipo@clsa.com Investor Grievance E-mail: investor.helpdesk@clsa.com Website: www.india.clsa.com Contact Person: Prachi Chandgotia/ Siddhant Thakur SEBI Registration Number: INM000010619	Link Intime India Private Limited C-101, 247 Park, 1st Floor, L.B.S. Marg, Vikhroli West Mumbai 400 083, Maharashtra, India Tel: +91 810 811 4949 E-mail: unicommerce ipo@linkintime.co.in Investor Grievance E-mail: unicommerce.ipo@linkintime.co.in Website: www.linkintime.co.in Contact Person: Shanti Gopalkrishnan SEBI Registration Number: INR000004058
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For Unicommerce eSolutions Limited
On behalf of the Board of Directors

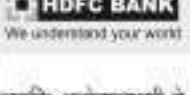
Sd/-
Monish Pal
Compliance Officer

Place: New Delhi
Date: June 12, 2024

UNICOMMERCE ESOLUTIONS LIMITED is proposing, subject to, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offer of its Equity Shares and has filed the DRHP with SEBI on January 6, 2024 and addendum to the DRHP ("Addendum") on May 31, 2024. The DRHP and Addendum shall be available on the website of the Company at www.unicommerce.com, SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and the BRLMs, i.e. IIFL Securities Limited and CLSA India Private Limited at www.iiflcap.com and www.india.clsa.com, respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "**Risk Factors**" of the RHP, when filed. Potential investors should not rely on the DRHP and Addendum for making any investment decision.

This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction. The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined in, and in reliance on, Regulation S under the U.S. Securities Act and pursuant to the applicable laws of the jurisdictions where those offers and sales are made. There will be no public offering of the Equity Shares in the United States.

Adaptors



एचडीएफसी बैंक लिमिटेड, द्वितीय तल, आर्योपवी गैलैरिया, बिनाइयड रोड, गंगा नगर – मेरठ, पिन-250001, उत्तर प्रदेश

कच्चा सूचना, सर्फेसी IV [निम 8(i)]

जबकि, अयोधरासारी ने एचडीएफसी बैंक लिमिटेड के प्राधिकृत अधिकारों के रूप में, वित्तीय आरितियों का प्रतीपुनिकरण एवं पुनर्निर्माण और प्रतीपुनिक हित प्रवर्तन अधिनियम, 2002 के अर्शन और प्रतीपुनिक हित (प्रवर्तन) नियमावली, 2002 के नियम 3 के साथ पठित धारा 13 के अर्शन प्रदत्त शक्तियों का प्रयोग करते हुए मांग सूचना दिनांकित 30-01-2024 जारी की थी, जिसने कर्जदार(रा) 1, **मैसर्स शिखा एंटरप्राइजेस, इसकी स्वामिनी सुधी शिखा सिंह के माध्यम से, 2, 2. सुधी शिखा सिंह पत्नी श्री पद्मपू, 3. श्री पद्मपू पद्मपू पुत्र श्री शेर सिंह, 4. श्री प्रियांक सिंह पुत्र श्री शेर सिंह** से सूचना में जगितानुसार बकाया राशि **₹. 1,96,85,064/- (रु. एक करोड़ छियात्तरे लाख पचासी हजार चौरास मात्र)** का भुगतान उक्त सूचना की प्राप्ति की तिथि से 60 दिन के भीतर करने की मांग की गई थी।

कर्जदार उक्त राशि भुक्तने में असफल रहे हैं, एतद्वारा कर्जदार(रा) को विवेक रूप से और सर्वसम्भारण को सूचना दी जाती है कि अयोधरासारी ने उक्त निमावली के तहत 8 एच 9 के साथ पठित उक्त अधिनियम की धारा 13 (4) के तहत उसको प्रदत्त शक्तियों का प्रयोग करते हुए नीचे वर्णित संपत्तियों का **कच्चा 07-06-2024** को ले लिया है। कर्जदार का ध्यान, प्रचालित आरितियों को चुकाने के लिए, उपलब्ध सम्य के संकेत में अधिनियम की धारा 13 की उप-धारा (6) के प्राकटान की और आकृष्ट किया जाता है।

कर्जदार को विवेक रूप से और सर्वसम्भारण को इस संपत्ति के संबंध में संभवतः नहीं करने हेतु सावधान किया जाता है और संपत्ति के संबंध में कोई भी संभवतः एचडीएफसी बैंक लिमिटेड की उपरिर्णित बकाया राशि **₹. 1,96,85,064/- (रु. एक करोड़ छियात्तरे लाख पचासी हजार चौरास मात्र)** (+) उस पर मााज और चर्चे तथा भार (इयादि (-) भुगतान की गई राशि, यदि कोई, चुकाने के बाद ही किया जा सकता है।)

अचल सम्पत्ति का वर्णन

औद्योगिक मूखड सं. 25, खसरा नंबर 1087 का भाग, संख्या 487.18 वर्ग मीटर, जो मेरठ इंडस्ट्रियल एस्टेट, ग्राम-रिंवाही, परगना, तहसील एवं जिला मेरठ, उत्तर प्रदेश-250002 में स्थित है। चौदही निमावतुनार : पूर्व : 25.77 एम/ रोड 18 एम चौड़ी, पश्चिम : 22.39 एम/ प्लॉट नंबर 28, उत्तर : 19.82 एम/ रोड 12 एम चौड़ी, दक्षिण : 19.82 एम/ अन्य की सम्पत्ति

तिथि : 07-06-2024, स्थान : मेरठ

प्राप्तिकृत अधिकारी, एचडीएफसी बैंक लिमिटेड

जैसा कि, वित्तीय परिसंपत्तियों के प्रतिपुनिकरण एवं पुनर्निर्माण तथा प्रतीपुनिक हित प्रवर्तन अधिनियम, 2002 के अर्शन और प्रतीपुनिक शक्तियों के प्राधिकृत अधिकारों के रूप में तथा प्रतीपुनिक हित (प्रवर्तन) नियमावली, 2002 के नियम 3 के साथ पठित धारा 13 (12) के अर्शन प्रदत्त शक्तियों का प्रयोग करते हुए अयोधरासारी ने मांग सूचना नीचे वर्णित रूप में जारी कर ऋणधारियों को उक्त सूचना की प्राप्ति की तिथि से 60 दिनों के भीतर सूचना में वर्णित गति बाध्यता को मान्य दिखाने का उक्त।

ऋणधारक इस राशि को वापस लौटाने में विफल रहे, अतः एतद्वारा ऋणधारक, तथा आम जनता को सूचित किया जाता है कि अयोधरासारी ने उक्त नियमावली के नियम 8 के साथ पठित अधिनियम की धारा 13(4) के अर्शनित उन्हें प्रदत्त शक्तियों का प्रयोग करते हुए अयोधरासारी ने यहां नीचे वर्णित सम्पत्ति का कच्चा कर लिया है।

विवेक रूप से ऋणधारकों को आम जनता को एतद्वारा सतर्क किया जाता है कि वे यहां नीचे वर्णित सम्पत्ति का व्यवहार न करें तथा इन सम्पत्तियों का किसी भी तरह का व्यवहार नीचे वर्णित राशि के साथ उस पर व्याय, नीचे वर्णित तिथि से दंड व्याय, चार्ज, लगानों और के लिये होने हाउसिंग फाइनेंस लिमिटेड के चार्ज के अधीन होगा।

ऋणधारक का ध्यान प्रतिपुनिक परिसंपत्तियों को वित्तोत्तरित करने के लिए उपलब्ध सम्य के संदर्भ में अधिनियम की धारा 13 की उप-धारा (8) के प्रावधानों के प्रति आकृष्ट की जाती है।

दिनांक 13.06.2024
स्थान : दिल्ली

हस्ता/- प्राधिकृत अधिकारी
होरो हाउसिंग फाइनेंस लिमिटेड के लिये

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, ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

TAVERNIER RESOURCES LIMITED

Registered Office: Plot No- 42 CTS No 1 (Plt), Village Deonar, Near Mahesh Pharma, Ancillary Ind Estate, Govandi, Mumbai City, Mumbai - 400043, Maharashtra, India
CIN: L51909MH1994PLC193901 | Tel. No: +91-8679382912 | Email: tavernier.resources@gmail.com | Website: www.tavernier.com

OPEN OFFER FOR ACQUISITION OF UP TO 15,54,540 (FIFTEEN LAKHS FIFTY-FOUR THOUSAND FIVE HUNDRED FORTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF TAVERNIER RESOURCES LIMITED (THE "TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, BY AMIT VEDAWALA ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATION 3(1) AND 4 OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

This pre-offer advertisement ("Pre-Offer Advertisement") is being issued by Vivro Financial Services Private Limited, the Manager to the Offer ("Manager to the Offer" or "Manager"), for and on behalf of the Acquirer, in compliance with Regulation 18(7) and other applicable provisions of the SEBI (SAST) Regulations.

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated Friday, February 23, 2023 ("PA"); (b) the Detailed Public Statement that was published in Financial Express (English) (All Editions), Jansatta (Hindi) (All Editions) and Navshakti (Marathi) (Mumbai Edition) ("Newspapers") on Friday, March 1, 2024, ("DPS"); (c) the Draft Letter of Offer dated March 06, 2024, ("DLOF"); and (d) the Letter of Offer dated June 5, 2024 along with the Form of Acceptance-cum-Acknowledgement ("LOF") (the PA, DPS, DLOF and LOF are herein collectively referred to as "Offer Document").

This Pre-Offer Advertisement is being published in all Newspapers in which the DPS was published.

For the purpose of this Pre-Offer Advertisement:

- "Identified Date" means Friday, May 31, 2024 being the date falling on the 10th (Tenth) Working Day prior to the commencement of the Tendering Period; and
- "Tendering Period" means the 10 (Ten) Working Days period from Friday, June 14, 2024 to Friday, June 28, 2024 (both days inclusive) within which the Public Shareholders may tender their Equity Shares in acceptance of the Offer.

Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.

The Public Shareholders of the Target Company are requested to note the following information related to the Offer:

- Offer Price:** The Open Offer Price is made at ₹16.50 (Rupees Sixteen and Paise Fifty Only) per Equity Share, payable in cash and there has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 6.1 (Justification of Offer Price) on page 21 of the LOF.
- Recommendations of the Committee of Independent Directors ("IDC"):** The IDC Recommendation was approved on June 10, 2024 and published in the Newspapers on June 11, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations. However, the Public Shareholders of the Target Company should evaluate the Open Offer and market performance of the Target Company's Equity Shares and make their own informed decisions with respect to the Open Offer.
- Other details of the Offer**
 - The Open Offer is being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.
 - This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations.
 - The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e., Friday, May 31, 2024 in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email on Thursday, June 06, 2024 and through speed post on Friday, June 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer and Promoters of the Target Company).
 - A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.
 - Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Link Intime India Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
 - In case of non-receipt/non-availability of LOF / the Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating their name, address, and number of Equity Shares held, client ID number, DP name, DP ID number, Folio number, Distinctive number, number of Equity Shares being tendered and accompanied with other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Tendering Period.
- The procedure for tendering the Equity Shares in the Offer is as below:**
 - The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, Under Rule 6(a) read with paragraph 1(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer (being a person resident outside India) is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares specified in SEBI circular. Further, as provided in the SEBI Circular, the Acquirer shall be following the "tender offer method" for acquisition of the Offer Shares. Hence, all Public Shareholders holding Equity Shares in dematerialized form, who wish to tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the Escrow Demat Account in off-market mode.**
 - In case of Equity Shares held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents as set out in paragraph 8.4 on page 30 of the LOF.
 - In case of Equity Shares held in dematerialised form:** Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.3 on page 28 of the LOF.
- In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on March 06, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR2/DW/2024/18346/1 dated June 03, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). The comments specified in the SEBI Observation Letter have been incorporated in the LOF.
- Material changes:** The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
 - The following risk factor has been incorporated as point no. 2.4 on page no. 4 of the Letter of Offer:
"The Equity Shares which are being tendered under this Open Offer should be free from any pledges, liens, charges, equitable interests, non-disposal undertakings or any other form of encumbrances and should be tendered together with all rights attached thereto, including all rights to dividends, bonuses and rights offers, if any, declared hereafter. Accordingly, as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged. Hence, Public Shareholders whose shares are pledged will not be able to tender their Equity Shares in the Open Offer."
 - The object of acquisition of target Company has been updated at point no. 3.1.5 on page no. 12 and point no. 3.3.1 on page no. 15 of the Letter of Offer.
 - Following clause has been incorporated at point no. 4.1.12 on page no. 17 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Acquirer under the SEBI Act or regulations made thereunder."
 - Following clause has been incorporated at point no. 4.1.13 on page no. 17 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Acquirer. Further, there are no penal actions taken by the Stock Exchanges against him during the last ten years."
 - Following line has been added at point no. 5.7 on page no. 18 of the Letter of Offer:
Further, Registrar to the Offer has confirmed that as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged.
 - Following clause has been incorporated at point no. 5.19.1 on page no. 21 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Target Company, its Promoters and Directors under the SEBI Act or regulations made thereunder."
 - Following clause has been incorporated at point no. 5.19.2 on page no. 21 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Target Company or its Promoters."
 - Address of Acquirer has been updated to 2, Degras DR, Monmouth JCT, New-Jersey, 08852, USA on cover page and page at clause 4.1.1 on page no. 16 of the Letter of Offer.
 - Details regarding the status of the Statutory and other approvals:** As on the date of the LOF, there are no statutory or other approvals required to acquire the Equity Shares by the Acquirer validly tendered pursuant to this Open Offer. However, in case of any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.
 - Schedule of Activities:**

ACTIVITIES	ORIGINAL DAY AND DATE	REVISED DAY AND DATE
Issue of Public Announcement	Friday, February 23, 2023	Friday, February 23, 2023
Publication of this DPS in newspapers	Friday, March 1, 2024	Friday, March 1, 2024
Last date of filing of Draft Letter of Offer with SEBI	Monday, March 11, 2024	Monday, March 11, 2024
Last date for Public Announcement for competing offer	Tuesday, March 26, 2024	Tuesday, March 26, 2024
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 Offer)	Wednesday, April 3, 2024	Monday, June 03, 2024
Identified Date	Friday, April 5, 2024	Friday, May 31, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Tuesday, April 16, 2024	Friday, June 07, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, April 22, 2024	Tuesday, June 11, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Monday, April 22, 2024	Wednesday, June 12, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, April 23, 2024	Thursday, June 13, 2024
Date of commencement of Tendering Period ("Offer Opening Date")	Wednesday, April 24, 2024	Friday, June 14, 2024
Date of Closure of Tendering Period ("Offer Closing Date")	Friday, May 8, 2024	Friday, June 28, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Wednesday, May 22, 2024	Friday, July 12, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, May 30, 2024	Monday, July 22, 2024
Last Date of Filing the Final report to SEBI	Thursday, May 30, 2024	Monday, July 22, 2024

*To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

- The Acquirer accepts full responsibility for the information contained in this Pre-offer Advertisement (other than such information as has been obtained from the public sources or provided by or relating to and confirmed by the Target Company) and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Offer..
- The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

ISSUED ON BEHALF OF THE ACQUIRER BY THE MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
 VIVRO VIVRO FINANCIAL SERVICES PRIVATE LIMITED Vivro House, 11 Shashi Colony, Opp. Suvdha Shopping Centre, Paldi, Ahmedabad - 380007, Gujarat, India Tel. No: 079 - 4040 4242 Email: investors@vivro.net Website: www.vivro.net SEBI Reg. No.: MB/INM000010122 Contact Person: Shivam Patel	 LINKIntime LINK INTIME INDIA PRIVATE LIMITED C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Tel. No: +91-8108114949 Email: tavernier.officer@linkintime.co.in Website: www.linkintime.co.in SEBI Reg. No.: INR000004058 Contact Person: Pradnya Karanjekar

Date: June 12, 2024
Place: New Jersey, USA

For and on behalf of the Acquirer
Sd/-
Amit Vedawala

www.readwhere.com

 यूनियन बैंक ऑफ इंडिया एनएस क्लबकार्ड का उपभोग A Government of India Undertaking  Union Bank of India एनएस क्लबकार्ड का उपभोग A Government of India Undertaking		रिजलन ऑफिस, मुंबई – बोरिवली २रा मंजला, स्प नगर सोसायट्यसमल, अपस्टेअर्स कॉम्प्लेक्स पोन्हीआर मिलाप थिएटरपार्क, नमहा हॉस्पिटल जवळ, एच. व्ही. रोड, कांदिवली पश्चिम, मुंबई-४०००६७							
स्थावर मिल्कतीच्या विक्रीकरिता विक्री सूचना									
सिक्कुरिटी इंटरेस्ट अंश रिजलनऑनअल असेट्स अंश एफोर्समेंट ऑफ सिक्कुरिटी इंटरेस्ट अंश, २००२ सहयाचता सिक्कुरिटी इंटरेस्ट (एफोर्समेंट) कलस, २००२ च्या नियम ८(६) तरतुदी सहाय्यता अंतर्गत स्थावर घटनेच्या विक्रीकरिता ई-लिलाव विक्री सूचना									
याद्वारे सर्वसाधारण जनता व विशेषतः कर्जदार आणि हमीदारांना स्वतः देण्यात येते की, खालील वर्गिलेली स्थावर मिल्कत ही ताणून धरण्याकडे गाणून/प्रगतीत आहे, जिचा अन्वयिक कडचा हा युनियन बँक ऑफ इंडिया (ताणून धरणे) का प्राधिकृत अधिकार्यांमार्फत थकीत खालील नमूद कर्जदार आणि हमीदारांमार्फत युनियन बँक ऑफ इंडिया ला थकीत संबोधित केल्याचे वसुलीसाठी खालील नमूद तारखेजोखी “जे आहे जेथे आहे”, “जे आहे जेथे आहे”, “जे काही आहे तेथे आहे” तत्वावर विक्रय्यत येणार आहे. राखीव किंमत आणि इसारा अनामत खालील नमूद तारखे असेल.									
अ. क्र.	शाखा	कर्जदाराचे नाव आणि मिल्कतीचे वर्णन	१) राखीव किंमत (रु. कि.)	ए) इ.अ.र. भरण्याची पद्धत	थकीत कर्ज	धारकना : सांकेतिक/प्रत्यक्ष			
			२) इसारा रक्कम	बी) बोलीविलतारुख आणि मोबाईल क्र.	संपर्क व्यक्ती आणि मोबाईल क्र.				
१	कांदिवली पूर्व शाखा	श्री. आशिष उदयकांत झा सौ. राणी आशिष झा फ्लॅट क्र. ७०६, ५ था मजला, विंग सी, गौरव बुडस फेज २ सीएसएसएल., नोमियाथ हॉटसुम समार, बेवेली कॉ. कान्हाया रोड, मिरा रोड पूर्व, ठाणे ४०११०७, मोबाईल ९३२ की.फूट-३६२३ खेज, उल्लेख: फ्लॅट क्र. ७०६, दक्षिणेस: भित्त, पूर्वेस: भित्त, पश्चिमेस: फ्लॅट क्र. ७०९।	१) रु. ८१,४१,०००/- २) रु. ८,१४,१००/-	ए) सरदर रकम खाते क्र. १११०१११८०००००००, आयाएफएससी कोड UBIN0121012 किंवा युनियन बँक ऑफ इंडिया कांदिवली पूर्व शाखेच्या नावे डीडी मार्फत रक्कम जमा करू शकता.	रु. ५७,३२,१२५.००/- ३०.०१.२०२३ रोजी पुढील तारखे आणि त्यावरील खर्च प्राधिकृत अधिकारी: संजयबाई फ्लॅट-९४०८०५५५५९	सांकेतिक			
२	मिरा रोड	श्री. अरुण कुमार प्रकाश सिंह सौ. उर्मिला सिंह फ्लॅट क्र. ४०४, ४ था मजला, बी सिंग, तानिआ हॅरिंजेज को-ऑपरेटिव्ह हाऊसिंग सोसायटी लिमिटेड, अल्फागुर्वी रोड, २रा नगर, दुबे जवळ रोड, गाव अचोळे, नालासोपारा पूर्व, तात्काळ वसई जिल्हा पालखर ४०१२०९	१) रु. १४,९५,०००/- २) रु. १,४९,५००/-	ए) सरदर रकम खाते क्र. ०४४४२११८०००००००, आयाएफएससी कोड UBIN0904741 किंवा युनियन बँक ऑफ इंडिया मिरा रोड शाखेच्या नावे डीडी मार्फत रक्कम जमा करू शकता.	रु. ११,०८,६१९.८६/- ३१.०३.२०२३ रोजी पुढील तारखे आणि त्यावरील खर्च प्राधिकृत अधिकारी: आफानि शेख-९८१११११४४४	सांकेतिक			
३	बोईसर	मे. भाग्यश्री दर्शन गौतम श्री. यशिव वसंत पारसल महसूल वार तारामुठा ना आणि वि. पालखर ४०१५०२ येथे स्थित असलेले आणि वसलेले निमत धाक सीटीएस क्र. ११५, पारडी क्र. ९६ भाग, मो. ११८७ की.मीटर्स आणि त्यावरील रचना धाकत तारामुठा ग्रामपंचायत हाऊस क्र. १, पारसी मॉडेल जवळ, बोईसर पश्चिमेस सर्व ते भाग आणि विभाग, उल्लेख: रजिस्ट्रार नॉमल, दक्षिणेस: रोड, पूर्वेस: रोड, पश्चिमेस: मोळीजी डीमस	रु. १,३५,३०,०००/- १३,५३,०००/-	ए) सरदर रकम खाते क्र. ३२००११८०००००००, आयाएफएससी कोड UBIN0532053 किंवा युनियन बँक ऑफ इंडिया बोईसर शाखेच्या नावे डीडी मार्फत रक्कम जमा करू शकता.	रु. १,१४,४१,०६४/- ३१.१२.२०२३ रोजी पुढील तारखे आणि त्यावरील खर्च प्राधिकृत अधिकारी: श्री. बिरेंद्र प्रसाद-८३६०१०४३३	सांकेतिक			
लिलावाची तारीख आणि वेळ: २१.०६.२०२३ र. ११:०० ते २:०३:०० पर्यंत ०१ मिनिटांच्या अवसर्वाद विस्ताराने, म्हणजेच लिलाव वेळ होण्यापूर्वी शेवटच्या ०१ मिनिटांसाठी लालचसई ई-लिलावाची अंतिम वेळ प्रत्येक वेळी ०१ मिनिटांनी वाढवली जाईल.									
इच्छुक खरेदीदारांसाठी मालमत्तेची यामागणी करण्याची तारीख आणि वेळ: कोणत्याही दिवशी र. ११.०० ते याचे ५.०० दरम्यान कामकाजावेळी									
बँकेला प्राप्त असलेल्या मालमत्तेवरील घाबराचा तपशील : बँकेला माहित नाही									
नमूद किमतीचे १००% पुराव्यास योग्य ईएफडी वरील नमूद युनियन बँक ऑफ इंडिया शाखेचे नावे डीडी/ पे/अर्थिद्वारे वरील नमूद आयाएफएससी कोड मार्फत वरील नमूद युनियन बँक ऑफ इंडियाचा शाखेचा रकानामध्ये नमूद केलेल्या खाते मध्ये २८.०६.२०२३ रोजी किंवा त्यापूर्वी प्लेएफडी/ आरटीजीएस/ फंडस ट्रान्झफर मार्फत इच्छुक बोलीदाराद्वारे देणे असेल. लिलावाबाबतची प्रमाणावली barfaesi@unionbankofindia.co.in वर ई-मेल कार किंवा संकेत आहे: प्रवेशिक कालावध, मुंबई-बोविवली, श्री. वरुण कुमार संपर्क क्र. +९१ ९११४३७०९११११ आणि श्री. जितेंद्र तारामवार, संपर्क क्र. +९१ ९३०९३७०९११५५५५									
बोलीदाराचे ई-लिलाव बाबत येण्यासाठी त्यांचे बोली सादर करण्यापूर्वी ई-लिलाव विक्री आणि इतर तपशीलवार माहिती व शर्तीकरिता बँकेच्या वेबसाइट Unionbankofindia.co.in ला भेट देण्याची सल्ला दिली जातो. बोलीदाराचे वार नमूद केलेल्या वेळापत्रावला देखील भेट देऊ शकतो.									
विक्रीच्या अटी व शर्ती सिक्कुरिटी इंटरेस्ट कलस (एफोर्समेंट) कलस २००२ च्या तरतुदीनुसार कोटारोपणे असेलत. कृपया https://www.mstcecommerce.com/auction/home/bapi/index.jsp वर दिलेल्या निष्क्रिया दर्शवत घ्या.									



बैंक ऑफ बड़ौदा
Bank of Baroda

स्टेप्ड असेंदर मॅनेजमेंट शाखा: १७/बी, पहिला मजला, होमजी स्ट्रीट, हार्निमन सर्कल फोर्ट, मुंबई-४०००१३
फोन: ०२२-६८२६००१०-३३ ईमेल: sammum@bankofbaroda.co.in

जोडपत्र IV-ए, II-ए [नियम ८(६) आणि १(१) तरतुदी]
स्थावर मिळकतीच्या विक्रीकरिता विक्री सूचना

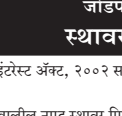
सिक्कुरिटाइझेशन अँड रिकन्स्ट्रक्शन ऑफ फायनान्सिअल असेंदर अँड एफोर्मेटिड ऑफ सिक्कुरिटी इंस्टेरेट अँड, २००१ सबावना सिक्कुरिटी इंस्टेरेट (एफोर्मेटिड) रूस, २००२ च्या नियम ८(६) अन्वये स्थावर मिळकतीच्या विक्रीसाठीची ई-लिलाव विक्री सूचना.

वाटोटा सामान्य ज्ञात आणि विशेषतः कर्जदार, गहाणदार आणि हमीदार यांना सूचना देण्यात येते की, खाताील नमुद स्थावर मिळकतीचा वापर धनकोडेहा गहाण/प्रभारित आहेत, च्यांचा कब्जा बँक ऑफ बड़ौदा, ताराध धनकोडेहा प्राधिकृता अधिकाऱ्यानी घेतला आहे, त्या खाताील नमुद वाच्यांमधील देव्याचा वसुलीकरता (जे आले तेवे आहे)", "जे आले तेवे आहे" आणि "जे काही आले तेवे आहे" तत्वाये विकव्यात येणार आहेत. कर्जदार/गहाणदार/हमीदार/ताराध मनी/धक्काफी/राव्याव किंमत/ई-लिलावाची तारीख आणि वेळ, इअर आणि बोली वाडवियाच्या रकमेचा तपशिल खाती नमुद केलेला आहे.

क्र. / लॉट नं. / लिलाव आयदी	कर्जदार/संचालक आणि हमीदारांचे नाव आणि पता	स्थावर मिळकतीची वर्णन च्यावर काही असल्यास ज्ञात आहे	एकूण धक्काची	ई लिलावाची तारीख आणि वेळ	(१) राखीव किंमत व (२) मिळकतीची इअर रकम	कर्जाची स्थिती (अन्वयक / प्रायश्च)	मिळकतीच्या निरीक्षणची तारीख आणि वेळ आणि संपर्क तपशील
१	मे. गिण्डेविक्रम प्रा. लि. बी/७ ज्योती बिल्डिंग ४३/४५ अँटीग हिल रोड, वडाडा (पूर्व) मुंबई ४०००३७ (मध्य यव्याच्या लिफ्टिडग्रेड लिफ्टिडग्रेड अंतर्गत) १. राज कुमारा मारतो लिफ्टिडग्रेड पत्ता: सल्ले क्र.१८/५, ८बी, भटनगर एक्स्क्लेज्ड को ऑरेस्टिड सोसायटी, पल्ले क्र.३२, तल मजला, कोंडा बुर्द, पुणे, महाराष्ट्र, ४११०४८ वैयक्तिक हमीदार आणि प्रवर्तक १. श्री. पंकज कुमार अग्रवाल (संचालक आणि हमीदार) २. श्री. सरला पंकज अग्रवाल (संचालक आणि हमीदार) ३. श्री. पुनीत कुमार अग्रवाल (संचालक आणि हमीदार) बी/७ ज्योती बिल्डिंग ४३/४५ अँटीग हिल रोड, वडाडा (पूर्व) मुंबई ४०००३७	पल्ले क्र.६६, १०वा मजला, श्री विंग मध्ये टी कुकेस सीएसएसल अला ज्ञात बिल्डिंग मध्ये, बाजल अली शा मनी अँटीग हिल वडाडा (पूर्व) मुंबई ४०००३७ पत्तासह कार पार्किंग (रीर ७) एअर वॉर्ड खेळ: १३२० बी.पू. मालका द्वारे: पंकज कुमार आणि सरला पंकज अग्रवाल इअर वॅकैला ज्ञात भार: न्यु	रु. २५,६५,६९,८०२.०३/- रोटीम ०८.०६.२०२४ संवेक करायाचा तपशील पुढील व्याज आणि त्यावारीत कमी वसुली अद्यावयात खर्च	०५.०५.२०२४ वेळ: दु. १२.०० ते ०२.०० ते सां. ०६.००	१) रु. २,५२,००,०००.०० २) रु. २५,२०,०००.०० ३) रु. १,००,०००.००	प्रायश्च कब्जा	०३.०५.२०२४ स.११.०० ते दु. २.०० संपर्क तपशील- प्रधिकृत अधिकाऱ्या अथवा मुंबई पंच श्रा मोडल व्यवस्थाचा मनी-७६२०८७३९०९ टेली: ०२२-६८२६००१८

विक्रीच्या तपशीलवार अटी आणि सार्वजनिक कृप्या <https://www.bankofbaroda.in/e-auction.htm> आणि <https://ibapi.in> मध्ये दिलेल्या लिंकचा संदर्भ च्यावा. संवेक प्रस्तावित बोलीदारांनी प्राधिकृत अधिकाऱ्यांनी मोर्बाईल क्र. ७६२०८७३९०९ वावर संपर्क साधावा.

निवांक: १२.०६.२०२४
डिकान: मुंबई



सही/-
बँक ऑफ बड़ौदा, प्राधिकृत अधिकारी

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, ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

TAVERNIER RESOURCES LIMITED

Registered Office: Plot No- 42 CTS No 1 (Pt), Village Deonar, Near Mahesh Pharma, Ancillary Ind Estate, Govandi, Mumbai City, Mumbai - 400043, Maharashtra, India
CIN: L51909MH1994PLC193901 | Tel. No. : +91-8879382912 | Email: tavernier.resources@gmail.com | Website: www.tavernier.com

OPEN OFFER FOR ACQUISITION OF UP TO 15,54,540 (FIFTEEN LAKHS FIFTY-FOUR THOUSAND FIVE HUNDRED FORTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF TAVERNIER RESOURCES LIMITED (THE "TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, BY AMIT VEDAWALA ("ACQUIRER") PURSUANT TO AND IN COMPLIANCE WITH THE REGULATION 3(1) AND 4 OF THE SEBI (SAST) REGULATIONS ("OFFER" OR "OPEN OFFER").

This pre-offer advertisement ("**Pre-Offer Advertisement**") is being issued by Vivro Financial Services Private Limited, the Manager to the Offer ("**Manager to the Offer**" or "**Manager**"), for and on behalf of the Acquirer, in compliance with Regulation 18(7) and other applicable provisions of the SEBI (SAST) Regulations.

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated Friday, February 23, 2023 ("**PA**"); (b) the Detailed Public Statement that was published in Financial Express (English) [All Editions], Jansatta (Hindi) [All Editions] and Navshakti (Marathi) (Mumbai Edition) ("**Newspapers**") on Friday, March 1, 2024, ("**DPS**"); (c) the Draft Letter of Offer dated March 06, 2024, ("**DLOF**"); and (d) the Letter of Offer dated June 5, 2024 along with the Form of Acceptance-cum-Acknowledgement ("**LOF**") (the PA, DPS, DLOF and LOF are herein collectively referred to as "**Offer Document**").

This Pre-Offer Advertisement is being published in all Newspapers in which the DPS was published.

 Invesco Mutual Fund				
Invesco Asset Management (India) Pvt. Ltd. (CIN: U67190MH2005PTC153471), 2101-A, 21 st Floor, A Wing, Marathon Futurex, N. M. Joshi Marg, Lower Parel, Mumbai - 400 013 Telephone: +91 22 6731 0000, Fax: +91 22 2301 9422, Email: mfservices@invesco.com www.invescomutualfund.com				
NOTICE				
NOTICE is hereby given that Invesco Trustee Pvt. Ltd., (the Trustee to Invesco Mutual Fund) has approved the declaration of Income Distribution cum Capital Withdrawal (' IDCW ') in the following schemes, the particulars of which are as under:				
Name of the Schemes	Plan(s) / Option(s)	Amount of IDCW (Rs. per unit)*	NAV as on June 11, 2024 (Rs. per unit)	Record Date
Invesco India Corporate Bond Fund, an open ended debt scheme predominantly investing in AA+ and above rated corporate bonds. A relatively high interest rate risk and relatively low credit risk.	Quarterly IDCW Option	18.9116	1159.1023	June 15, 2024
Invesco India Gilt Fund, an open ended debt scheme investing in government securities across maturity. A relatively high interest rate risk and relatively low credit risk.	Direct Plan - Quarterly IDCW Option	19.9404	1038.8004	
Invesco India Ultra Short Duration Fund, an open ended ultra-short term debt scheme investing in instruments such that the Macaulay duration [^] of the portfolio is between 3 months to 6 months. A relatively low interest rate risk and moderate credit risk.	Quarterly IDCW Option	14.9839	1076.7664	June 15, 2024 [#]
Invesco India Medium Duration Fund, an open ended medium term debt scheme investing in instruments such that the Macaulay duration [^] of the portfolio is between 3 years and 4 years. A relatively high interest rate risk and moderate credit risk.	Quarterly IDCW Option	16.5754	1047.8921	
	Direct Plan - Quarterly IDCW Option	26.5930	1068.5878	
[^] Please refer to the heading ' C. Asset Allocation Pattern ' under Section ' II. Information about the Scheme ' of Scheme Information Document where the concept of Macaulay duration has been explained. [*] Distribution of the above IDCW is subject to the availability of distributable surplus and may be lower to the extent of distributable surplus available on the record date. IDCW payable to the unit holder(s) will be lower to the extent of tax deducted at source, at applicable rates. [#] or immediately following Business Day if that day is not a Business Day. Face Value per unit is Rs. 1,000/-.				
Pursuant to payment of IDCW, the NAV of the specified options of the aforesaid schemes would fall to the extent of payout and statutory levy, if any.				
Unit holders of the aforesaid schemes, whose names appear in the records of the Registrar, KFin Technologies Limited, as at the close of business hours on Saturday, June 15, 2024 [or immediately following Business Day for unitholders of Invesco India Ultra Short Duration Fund and Invesco India Medium Duration Fund] (including valid purchase/switch-in application received till 3.00 p.m. on the record date, subject to the entire amount of subscription/ purchase as per the application / switch-in request is available for utilization by the scheme before the cut-off time on the record date) will be entitled to receive the IDCW.				
Unit holders holding units in dematerialized (electronic) form whose names appear in the statement of beneficial owners maintained by the Depositories under the aforesaid schemes as at the close of business hours on Saturday, June 15, 2024 [or immediately following Business Day for unitholders of Invesco India Ultra Short Duration Fund and Invesco India Medium Duration Fund] will be entitled to receive the IDCW.				
With regard to Unit holders under IDCW options of the aforesaid schemes, who have opted for IDCW Reinvestment facility, the IDCW due will be reinvested by allotting units for the IDCW amount (net of applicable taxes and stamp duty) (on the next Business Day after the Record Date) at a price based on the prevailing ex-IDCW NAV per unit on the record date.				
For Invesco Asset Management (India) Pvt. Ltd. (Investment Manager for Invesco Mutual Fund) Sd/- Saurabh Nanavati Chief Executive Officer				
Date: June 12, 2024				
Mutual Fund investments are subject to market risks, read all scheme related documents carefully.				

Shareholders may tender their Equity Shares in acceptance of the Offer.

Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.

The Public Shareholders of the Target Company are requested to note the following information related to the Offer:

1. **Offer Price:** The Open Offer Price is made at ₹16.50 (Rupees Sixteen and Paise Fifty Only) per Equity Share, payable in cash and there has been no revision in the Offer Price. For further details relating to the Offer Price, please refer to paragraph 6.1 (Justification of Offer Price) on page 21 of the LOF.

2. **Recommendations of the Committee of Independent Directors ("IDC"):** The IDC Recommendation was approved on June 10, 2024 and published in the Newspapers on June 11, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations. However, the Public Shareholders of the Target Company should evaluate the Open Offer and market performance of the Target Company's Equity Shares and make their own informed decisions with respect to the Open Offer.

3. **Other details of the Offer**

3.1. The Open Offer is being made under Regulation 3(1) and 4 of the SEBI (SAST) Regulations to the Public Shareholders of the Target Company.

3.2. This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations.

3.3. The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e., Friday, May 31, 2024 in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email on Thursday, June 06, 2024 and through speed post on Friday, June 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer and Promoters of the Target Company).

3.4. A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.

3.5. Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Link Intime India Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.

3.6. In case of non-receipt/non-availability of LOF / the Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholder(s), stating their name, address, and number of Equity Shares held, client ID number, DP name, DP ID number, Folio number, Distinctive number, number of Equity Shares being tendered and accompanied with other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Tendering Period.

4. **The procedure for tendering the Equity Shares in the Offer is as below:**

4.1. **The Underlying Transaction (which triggered the Offer) is a Foreign Direct Investment under the terms of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, under Rule 6(a) read with paragraph 1(b)(i) of Schedule 1 of the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, a person resident outside India is permitted to purchase the equity shares of a listed Indian company on the stock exchange if such person has already acquired control of such Indian listed company in accordance with the SEBI (SAST) Regulations and continues to hold such control. Accordingly, the Acquirer (being a person resident outside India) is not permitted to purchase the Equity shares on the stock exchange under the mechanism for acquisition of equity shares specified in SEBI circular. Further, as provided in the SEBI Circular, the Acquirer shall be following the "tender offer method" for acquisition of the Offer Shares. Hence, all Public Shareholders holding Equity Shares in dematerialized form, who wish to tender their Equity Shares in the Open Offer shall transfer the Equity Shares of the Target Company to the Escrow Demat Account in off-market mode.**

4.2. **In case of Equity Shares held in physical form:** Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents as set out in paragraph 8.4 on page 30 of the LOF.

4.3. **In case of Equity Shares held in dematerialised form:** Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.3 on page 28 of the LOF.

5. In accordance with Regulation 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on March 06, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR2/OW/2024/18346/1 dated June 03, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). The comments specified in the SEBI Observation Letter have been incorporated in the LOF.

6. **Material changes:** The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:

6.1. The following risk factor has been incorporated as point no. 2.4 on page no. 4 of the Letter of Offer:
"The Equity Shares which are being tendered under this Open Offer should be free from any pledges, liens, charges, equitable interests, non-disposal undertakings or any other form of encumbrances and should be tendered together with all rights attached thereto, including all rights to dividends, bonuses and rights offers, if any, declared hereafter. Accordingly, as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged. Hence, Public Shareholders whose shares are pledged will not be able to tender their Equity Shares in the Open Offer."

6.2. The object of acquisition of target Company has been updated at point no. 3.1.5 on page no. 12 and point no. 3.3.1 on page no. 15 of the Letter of Offer.

6.3. Following clause has been incorporated at point no. 4.1.12 on page no. 17 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Acquirer under the SEBI Act or regulations made thereunder."

6.4. Following clause has been incorporated at point no. 4.1.13 on page no. 17 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Acquirer. Further, there are no penal actions taken by the Stock Exchanges against him during the last ten years."

6.5. Following line has been added at point no. 5.7 on page no. 18 of the Letter of Offer:
Further, Registrar to the Offer has confirmed that as on May 29, 2024, there are 78,714 Equity Shares of the Public Shareholders that are pledged.

6.6. Following clause has been incorporated at point no. 5.19.1 on page no. 21 of the Letter of Offer:
"There are no directions subsisting or proceedings pending against the Target Company, its Promoters and Directors under the SEBI Act or regulations made thereunder."

6.7. Following clause has been incorporated at point no. 5.19.2 on page no. 21 of the Letter of Offer:
"There are no instance of non-compliance or delayed compliance under chapter V of the SEBI (SAST) Regulations by the Target Company or its Promoters."

6.8. Address of Acquirer has been updated to 2, Degas DR, Monmouth JCT, New-Jersey, 08852, USA on cover page and page at clause 4.1.1 on page no. 16 of the Letter of Offer.

7. **Details regarding the status of the Statutory and other approvals:** As on the date of the LOF, there are no statutory or other approvals required to acquire the Equity Shares by the Acquirer validly tendered pursuant to this Open Offer. However, in case of any statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals.

8. **Schedule of Activities:**

ACTIVITIES	ORIGINAL DAY AND DATE	REVISED DAY AND DATE
Issue of Public Announcement	Friday, February 23, 2023	Friday, February 23, 2023
Publication of this DPS in newspapers	Friday, March 1, 2024	Friday, March 1, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Monday, March 11, 2024	Monday, March 11, 2024
Last date for Public Announcement for competing offer	Tuesday, March 26, 2024	Tuesday, March 26, 2024
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 Offer)	Wednesday, April 3, 2024	Monday, June 03, 2024
Identified Date	Friday, April 5, 2024	Friday, May 31, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Tuesday, April 16, 2024	Friday, June 07, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Monday, April 22, 2024	Tuesday, June 11, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Monday, April 22, 2024	Wednesday, June 12, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Tuesday, April 23, 2024	Thursday, June 13, 2024
Date of commencement of Tendering Period ("Offer Opening Date")	Wednesday, April 24, 2024	Friday, June 14, 2024
Date of Closure of Tendering Period ("Offer Closing Date")	Friday, May 8, 2024	Friday, June 28, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Wednesday, May 22, 2024	Friday, July 12, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Thursday, May 30, 2024	Monday, July 22, 2024
Last Date of Filing the Final report to SEBI	Thursday, May 30, 2024	Monday, July 22, 2024

*To clarify, the actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

9. The Acquirer accepts full responsibility for the information contained in this Pre-offer Advertisement (other than such information as has been obtained from the public sources or provided by or relating to and confirmed by the Target Company) and undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this Offer.

10. The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

ISSUED ON BEHALF OF THE ACQUIRER BY THE MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
VIVRO VIVRO FINANCIAL SERVICES PRIVATE LIMITED Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007, Gujarat. India. Tel No.: 079 - 4040 4242 Email: investors@vivro.net Website: www.vivro.net SEBI Reg. No.: MB/IN/M000010122 Contact Person: Shivam Patel	LINKIntime LINK INTIME INDIA PRIVATE LIMITED C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Tel. No.: +91-8108114949 Email: tavernerier.offer@linkintime.co.in Website: www.linkintime.co.in SEBI Reg. No.: INR000004058 Contact Person: Pradnya Karanjekar

Date: June 12, 2024

Place: New Jersey, USA

For and on behalf of the Acquirer

Sd/-

Amit Vedawala

AsB2az2